

BLUE CHIP VALUE FUND INC  
Form N-PX  
August 29, 2008

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-05003  
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BLUE CHIP VALUE FUND, INC.  
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(Exact name of registrant as specified in charter)

1225 Seventeenth Street, 26th Floor  
Denver, CO 80202  
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(Address of principal executive offices) (Zip code)

Michael P. Malloy, Drinker Biddle & Reath LLP, One Logan Square,  
18th & Cherry Streets, Philadelphia, PA 19103  
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(Name and address of agent for service)

Registrant's telephone number, including area code: 800-624-4190  
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Date of fiscal year end: December 31  
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Date of reporting period: July 1, 2007 - June 30, 2008  
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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05003  
Reporting Period: 07/01/2007 - 06/30/2008  
Blue Chip Value Fund, Inc.

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===== BLUE CHIP VALUE FUND =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100  
 Meeting Date: APR 25, 2008 Meeting Type: Annual  
 Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.S. Austin	For	For	Management
1.2	Elect Director W.M. Daley	For	For	Management
1.3	Elect Director W.J. Farrell	For	For	Management
1.4	Elect Director H.L. Fuller	For	For	Management
1.5	Elect Director W.A. Osborn	For	For	Management
1.6	Elect Director D.A.L. Owen	For	For	Management
1.7	Elect Director B. Powell, Jr.	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott, III	For	For	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Human Rights Policy to Address Access to Medicines	Against	Against	Shareholder
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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 ALTERA CORP.

Ticker: ALTR Security ID: 021441100  
 Meeting Date: MAY 13, 2008 Meeting Type: Annual  
 Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John P. Daane	For	For	Management
2	Elect Director Robert J. Finocchio, Jr.	For	For	Management
3	Elect Director Kevin McGarity	For	For	Management
4	Elect Director Gregory E. Myers	For	For	Management
5	Elect Director John Shoemaker	For	For	Management
6	Elect Director Susan Wang	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Amend Omnibus Stock Plan	For	For	Management
9	Amend Qualified Employee Stock Purchase Plan	For	For	Management
10	Ratify Auditors	For	For	Management

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 AMERICAN INTERNATIONAL GROUP, INC.

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Ticker: AIG Security ID: 026874107  
 Meeting Date: MAY 14, 2008 Meeting Type: Annual  
 Record Date: MAR 28, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Stephen F. Bollenbach	For	For	Management
2	Elect Director Martin S. Feldstein	For	For	Management
3	Elect Director Ellen V. Futter	For	For	Management
4	Elect Director Richard C. Holbrooke	For	For	Management
5	Elect Director Fred H. Langhammer	For	For	Management
6	Elect Director George L. Miles, Jr.	For	For	Management
7	Elect Director Morris W. Offit	For	For	Management
8	Elect Director James F. Orr, III	For	For	Management
9	Elect Director Virginia M. Rometty	For	For	Management
10	Elect Director Martin J. Sullivan	For	For	Management
11	Elect Director Michael H. Sutton	For	For	Management
12	Elect Director Edmund S.W. Tse	For	For	Management
13	Elect Director Robert B. Willumstad	For	For	Management
14	Ratify Auditors	For	For	Management
15	Report on Human Rights Policies Relating to Water Use	Against	For	Shareholder
16	Report on Political Contributions	Against	For	Shareholder

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 AMGEN, INC.

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 7, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management
3	Elect Director Jerry D. Choate	For	For	Management
4	Elect Director Vance D. Coffman	For	For	Management
5	Elect Director Frederick W. Gluck	For	For	Management
6	Elect Director Frank C. Herring	For	For	Management
7	Elect Director Gilbert S. Omenn	For	For	Management
8	Elect Director Judith C. Pelham	For	For	Management
9	Elect Director J. Paul Reason	For	For	Management
10	Elect Director Leonard D. Schaeffer	For	For	Management
11	Elect Director Kevin W. Sharer	For	For	Management
12	Ratify Auditors	For	For	Management
13	Reduce Supermajority Vote Requirement	Against	For	Shareholder
14	Report on Animal Welfare Act Violations	Against	Against	Shareholder

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 BALL CORP.

Ticker: BLL Security ID: 058498106  
 Meeting Date: APR 23, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert W. Alspaugh	For	For	Management
1.2	Elect Director George M. Smart	For	Withhold	Management
1.3	Elect Director Theodore M. Solso	For	Withhold	Management
1.4	Elect Director Stuart A. Taylor II	For	Withhold	Management

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2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

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BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
Meeting Date: APR 23, 2008 Meeting Type: Annual  
Record Date: FEB 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William Barnet, III	For	For	Management
2	Elect Director Frank P. Bramble, Sr.	For	For	Management
3	Elect Director John T. Collins	For	For	Management
4	Elect Director Gary L. Countryman	For	For	Management
5	Elect Director Tommy R. Franks	For	For	Management
6	Elect Director Charles K. Gifford	For	For	Management
7	Elect Director Kenneth D. Lewis	For	For	Management
8	Elect Director Monica C. Lozano	For	For	Management
9	Elect Director Walter E. Massey	For	For	Management
10	Elect Director Thomas J. May	For	For	Management
11	Elect Director Patricia E. Mitchell	For	For	Management
12	Elect Director Thomas M. Ryan	For	For	Management
13	Elect Director O. Temple Sloan, Jr.	For	For	Management
14	Elect Director Meredith R. Spangler	For	For	Management
15	Elect Director Robert L. Tillman	For	For	Management
16	Elect Director Jackie M. Ward	For	For	Management
17	Ratify Auditors	For	For	Management
18	Limit/Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
20	Limit Executive Compensation	Against	Against	Shareholder
21	Provide for Cumulative Voting	Against	For	Shareholder
22	Require Independent Board Chairman	Against	For	Shareholder
23	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
24	Report on the Equator Principles	Against	Against	Shareholder
25	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder

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BUNGE LIMITED

Ticker: BG Security ID: G16962105  
Meeting Date: MAY 23, 2008 Meeting Type: Annual  
Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: ERNEST G. BACHRACH	For	For	Management
2	ELECTION OF DIRECTOR: ENRIQUE H. BOILINI	For	For	Management
3	ELECTION OF DIRECTOR: MICHAEL H. BULKIN	For	For	Management
4	Ratify Auditors	For	For	Management
5	TO INCREASE THE NUMBER OF AUTHORIZED COMMON SHARES OF BUNGE LIMITED FROM 240,000,000 TO 400,000,000.	For	For	Management
6	TO INCREASE THE NUMBER OF AUTHORIZED PREFERENCE SHARES OF BUNGE LIMITED FROM	For	Against	Management

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10,000,000 TO 21,000,000.  
 7 TO AMEND BUNGE LIMITED S BYE-LAWS TO For For Management  
 PERMIT BUNGE LIMITED TO REPURCHASE OR  
 OTHERWISE ACQUIRE ITS SHARES TO HOLD AS  
 TREASURY SHARES.

### CAMPBELL SOUP CO.

Ticker: CPB Security ID: 134429109  
 Meeting Date: NOV 16, 2007 Meeting Type: Annual  
 Record Date: SEP 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edmund M. Carpenter	For	For	Management
1.2	Elect Director Paul R. Charron	For	For	Management
1.3	Elect Director Douglas R. Conant	For	For	Management
1.4	Elect Director Bennett Dorrance	For	For	Management
1.5	Elect Director Kent B. Foster	For	For	Management
1.6	Elect Director Harvey Golub	For	For	Management
1.7	Elect Director Randall W. Larrimore	For	For	Management
1.8	Elect Director Philip E. Lippincott	For	For	Management
1.9	Elect Director Mary Alice D. Malone	For	For	Management
1.10	Elect Director Sara Mathew	For	For	Management
1.11	Elect Director David C. Patterson	For	For	Management
1.12	Elect Director Charles R. Perrin	For	For	Management
1.13	Elect Director A. Barry Rand	For	For	Management
1.14	Elect Director George Strawbridge, Jr.	For	For	Management
1.15	Elect Director Les C. Vinney	For	For	Management
1.16	Elect Director Charlotte C. Weber	For	For	Management
2	Ratify Auditors	For	For	Management

### CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 15, 2007 Meeting Type: Annual  
 Record Date: SEP 17, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carol A. Bartz	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Michael D. Capellas	For	For	Management
4	Elect Director Larry R. Carter	For	For	Management
5	Elect Director John T. Chambers	For	For	Management
6	Elect Director Brian L. Halla	For	For	Management
7	Elect Director Dr. John L. Hennessy	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Roderick C. McGeary	For	For	Management
10	Elect Director Michael K. Powell	For	For	Management
11	Elect Director Steven M. West	For	For	Management
12	Elect Director Jerry Yang	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve Executive Incentive Bonus Plan	For	For	Management
15	Ratify Auditors	For	For	Management
16	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
17	Pay For Superior Performance	Against	For	Shareholder

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18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
19	Report on Internet Fragmentation	Against	For	Shareholder

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COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 8, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John T. Cahill	For	For	Management
2	Elect Director Jill K. Conway	For	For	Management
3	Elect Director Ian M. Cook	For	For	Management
4	Elect Director Ellen M. Hancock	For	For	Management
5	Elect Director David W. Johnson	For	For	Management
6	Elect Director Richard J. Kogan	For	For	Management
7	Elect Director Delano E. Lewis	For	For	Management
8	Elect Director Reuben Mark	For	For	Management
9	Elect Director J. Pedro Reinhard	For	For	Management
10	Elect Director Stephen I. Sadove	For	For	Management
11	Ratify Auditors	For	For	Management
12	Increase Authorized Common Stock	For	For	Management

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COMPUTER SCIENCES CORPORATION

Ticker: CSC Security ID: 205363104  
 Meeting Date: JUL 30, 2007 Meeting Type: Annual  
 Record Date: JUN 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Irving W. Bailey, II	For	For	Management
1.2	Elect Dave J. Barram	For	For	Management
1.3	Elect Stephen L. Baum	For	For	Management
1.4	Elect Rodney F. Chase	For	For	Management
1.5	Elect Michael W. Laphen	For	For	Management
1.6	Elect F. Warren McFarlen	For	For	Management
1.7	Elect Thomas H. Patrick	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Board Diversity	Against	For	Shareholder
5	Report on Political Contributions	Against	For	Shareholder

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DARDEN RESTAURANTS, INC.

Ticker: DRI Security ID: 237194105  
 Meeting Date: SEP 14, 2007 Meeting Type: Annual  
 Record Date: JUL 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leonard L. Berry	For	For	Management
1.2	Elect Director Odie C. Donald	For	For	Management
1.3	Elect Director David H. Hughes	For	For	Management

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1.4	Elect Director Charles A Ledsinger, Jr.	For	For	Management
1.5	Elect Director William M. Lewis, Jr.	For	For	Management
1.6	Elect Director Connie Mack, III	For	For	Management
1.7	Elect Director Andrew H. (Drew) Madsen	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Michael D. Rose	For	For	Management
1.10	Elect Director Maria A. Sastre	For	For	Management
1.11	Elect Director Jack A. Smith	For	For	Management
1.12	Elect Director Rita P. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management

### EXPEDIA INC

Ticker: EXPE Security ID: 30212P105  
 Meeting Date: JUN 11, 2008 Meeting Type: Annual  
 Record Date: APR 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A.G. (Skip) Battle	For	For	Management
1.2	Elect Director Simon J. Breakwell	For	Withhold	Management
1.3	Elect Director Barry Diller	For	Withhold	Management
1.4	Elect Director Jonathan L. Dolgen	For	For	Management
1.5	Elect Director William R. Fitzgerald	For	Withhold	Management
1.6	Elect Director Craig A. Jacobson	For	For	Management
1.7	Elect Director Victor A. Kaufman	For	Withhold	Management
1.8	Elect Director Peter M. Kern	For	For	Management
1.9	Elect Director Dara Khosrowshahi	For	Withhold	Management
1.10	Elect Director John C. Malone	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### FIRST DATA CORP.

Ticker: FDC Security ID: 319963104  
 Meeting Date: JUL 31, 2007 Meeting Type: Special  
 Record Date: JUN 21, 2007

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

### GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108  
 Meeting Date: MAY 7, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Nicholas D. Chabraja	For	For	Management
2	Elect Director James S. Crown	For	For	Management
3	Elect Director William P. Fricks	For	For	Management
4	Elect Director Charles H. Goodman	For	For	Management
5	Elect Director Jay L. Johnson	For	For	Management



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6	Elect Director George A. Joulwan	For	For	Management
7	Elect Director Paul G. Kaminski	For	For	Management
8	Elect Director John M. Keane	For	For	Management
9	Elect Director Deborah J. Lucas	For	For	Management
10	Elect Director Lester L. Lyles	For	For	Management
11	Elect Director Carl E. Mundy, Jr.	For	For	Management
12	Elect Director J. Christopher Reyes	For	For	Management
13	Elect Director Robert Walmsley	For	For	Management
14	Ratify Auditors	For	For	Management
15	Adopt Ethical Criteria for Military Contracts	Against	Against	Shareholder
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

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### GOLDMAN SACHS TRUST

Ticker: GSDUX Security ID: 38141W364  
 Meeting Date: AUG 3, 2007 Meeting Type: Special  
 Record Date: MAY 14, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Ashok N. Bakhru	For	For	Management
1.2	Elect Trustee John P. Coblentz, Jr.	For	For	Management
1.3	Elect Trustee Diana M. Daniels	For	For	Management
1.4	Elect Trustee Patrick T. Harker	For	For	Management
1.5	Elect Trustee Jessica Palmer	For	For	Management
1.6	Elect Trustee Alan A. Shuch	For	For	Management
1.7	Elect Trustee Richard P. Strubel	For	For	Management
1.8	Elect Trustee Kaysie P. Uniacke	For	For	Management

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### INTEL CORP.

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 21, 2008 Meeting Type: Annual  
 Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Craig R. Barrett	For	For	Management
2	Elect Director Charlene Barshefsky	For	For	Management
3	Elect Director Carol A. Bartz	For	For	Management
4	Elect Director Susan L. Decker	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Jane E. Shaw	For	For	Management
10	Elect Director John L. Thornton	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Bylaws to Establish a Board Committee on Sustainability	Against	Against	Shareholder

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### INTERNATIONAL BUSINESS MACHINES CORP.

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Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 29, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Black	For	For	Management
1.2	Elect Director W.R. Brody	For	For	Management
1.3	Elect Director K.I. Chenault	For	For	Management
1.4	Elect Director M.L. Eskew	For	For	Management
1.5	Elect Director S.A. Jackson	For	For	Management
1.6	Elect Director L.A. Noto	For	For	Management
1.7	Elect Director J.W. Owens	For	For	Management
1.8	Elect Director S.J. Palmisano	For	For	Management
1.9	Elect Director J.E. Spero	For	For	Management
1.10	Elect Director S. Taurel	For	For	Management
1.11	Elect Director L.H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Review Executive Compensation	Against	For	Shareholder
5	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
6	Amend Bylaw -- Call Special Meetings	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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INVESCO LTD. (FORMERLY INVESCO PLC)

Ticker: IVZ Security ID: G491BT108  
 Meeting Date: MAY 14, 2008 Meeting Type: Annual  
 Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: REX D. ADAMS	For	For	Management
2	ELECTION OF DIRECTOR: SIR JOHN BANHAM	For	For	Management
3	ELECTION OF DIRECTOR: DENIS KESSLER	For	Against	Management
4	Ratify Auditors	For	For	Management
5	APPROVAL OF 2008 GLOBAL EQUITY INCENTIVE PLAN	For	For	Management
6	APPROVAL OF EXECUTIVE INCENTIVE BONUS PLAN	For	For	Management

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INVESCO PLC (FORMERLY AMVESCAP PLC)

Ticker: IVZ Security ID: 46127U104  
 Meeting Date: NOV 14, 2007 Meeting Type: Special  
 Record Date: OCT 11, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	COURT MEETING	For	For	Management
2	TO APPROVE THE SCHEME OF ARRANGEMENT BETWEEN INVESCO PLC AND ITS SHAREHOLDERS PURSUANT TO WHICH INVESCO LTD. WILL BECOME THE PARENT OF INVESCO PLC, AND ALL MATTERS RELATING TO THE SCHEME OF ARRANGEMENT.	For	For	Management

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3	TO APPROVE, SUBJECT TO THE SCHEME BECOMING EFFECTIVE, THE ISSUE OF BONUS SHARES TO INVESCO LTD. (THE NEW SHARES ).	For	For	Management
4	TO APPROVE THE REDUCTION OF CAPITAL RELATING TO THE NEW SHARES.	For	For	Management

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ITT CORP.

Ticker: ITT Security ID: 450911102  
 Meeting Date: MAY 13, 2008 Meeting Type: Annual  
 Record Date: MAR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Loranger	For	For	Management
1.2	Elect Director Curtis J. Crawford	For	For	Management
1.3	Elect Director Christina A. Gold	For	For	Management
1.4	Elect Director Ralph F. Hake	For	For	Management
1.5	Elect Director John J. Hamre	For	For	Management
1.6	Elect Director Frank T. MacInnis	For	For	Management
1.7	Elect Director Surya N. Mohapatra	For	For	Management
1.8	Elect Director Linda S. Sanford	For	For	Management
1.9	Elect Director Markos I. Tambakeras	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Articles of Incorporation to Authorize Additional Shares and Provide for Majority Voting in Uncontested Elections	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Amend Executive Incentive Bonus Plan	For	For	Management
7	Amend Executive Incentive Bonus Plan	For	For	Management
8	Report Foreign Military Sales	Against	Against	Shareholder

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JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 20, 2008 Meeting Type: Annual  
 Record Date: MAR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Crandall C. Bowles	For	For	Management
2	Elect Director Stephen B. Burke	For	For	Management
3	Elect Director David M. Cote	For	For	Management
4	Elect Director James S. Crown	For	For	Management
5	Elect Director James Dimon	For	For	Management
6	Elect Director Ellen V. Futter	For	For	Management
7	Elect Director William H. Gray, III	For	For	Management
8	Elect Director Laban P. Jackson, Jr.	For	For	Management
9	Elect Director Robert I. Lipp	For	For	Management
10	Elect Director David C. Novak	For	For	Management
11	Elect Director Lee R. Raymond	For	For	Management
12	Elect Director William C. Weldon	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	Against	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management

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16	Report on Government Service of Employees	Against	Against	Shareholder
17	Report on Political Contributions	Against	For	Shareholder
18	Require Independent Board Chairman	Against	Against	Shareholder
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
20	Require More Director Nominations Than Open Seats	Against	Against	Shareholder
21	Report on Human Rights Investment Policies	Against	Against	Shareholder
22	Report on Lobbying Activities	Against	Against	Shareholder

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### LEHMAN BROTHERS HOLDINGS INC.

Ticker: LEH Security ID: 524908100  
 Meeting Date: APR 15, 2008 Meeting Type: Annual  
 Record Date: FEB 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael L. Ainslie	For	For	Management
2	Elect Director John F. Akers	For	For	Management
3	Elect Director Roger S. Berlind	For	For	Management
4	Elect Director Thomas H. Cruikshank	For	For	Management
5	Elect Director Marsha Johnson Evans	For	For	Management
6	Elect Director Richard S. Fuld, Jr.	For	For	Management
7	Elect Director Christopher Gent	For	For	Management
8	Elect Director Jerry A. Grundhofer	For	For	Management
9	Elect Director Roland A. Hernandez	For	For	Management
10	Elect Director Henry Kaufman	For	For	Management
11	Elect Director John D. Macomber	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Omnibus Stock Plan	For	Against	Management
14	Approve/Amend Executive Incentive Bonus Plan	For	For	Management
15	Publish Political Contributions	Against	Against	Shareholder
16	Prepare an Environmental Sustainability Report	Against	Against	Shareholder

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### MARATHON OIL CORP

Ticker: MRO Security ID: 565849106  
 Meeting Date: APR 30, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charles F. Bolden, Jr.	For	For	Management
2	Elect Director Gregory H. Boyce	For	For	Management
3	Elect Director Shirley Ann Jackson	For	For	Management
4	Elect Director Philip Lader	For	For	Management
5	Elect Director Charles R. Lee	For	For	Management
6	Elect Director Dennis H. Reilley	For	For	Management
7	Elect Director Seth E. Schofield	For	For	Management
8	Elect Director John W. Snow	For	For	Management
9	Elect Director Thomas J. Usher	For	For	Management
10	Ratify Auditors	For	For	Management
11	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
12	Advisory Vote to Ratify Named Executive	Against	For	Shareholder

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### Officers' Compensation

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106  
 Meeting Date: AUG 23, 2007 Meeting Type: Annual  
 Record Date: JUN 25, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David L. Calhoun	For	For	Management
1.2	Elect Director Arthur D. Collins, Jr.	For	For	Management
1.3	Elect Director James T. Lenehan	For	For	Management
1.4	Elect Director Kendall J. Powell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 13, 2007 Meeting Type: Annual  
 Record Date: SEP 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William H. Gates, III	For	For	Management
2	Elect Director Steven A. Ballmer	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director Dina Dublon	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director Reed Hastings	For	For	Management
7	Elect Director David F. Marquardt	For	For	Management
8	Elect Director Charles H. Noski	For	For	Management
9	Elect Director Helmut Panke	For	For	Management
10	Elect Director Jon A. Shirley	For	For	Management
11	Ratify Auditors	For	For	Management
12	Adopt Policies to Protect Freedom of Access to the Internet	Against	Against	Shareholder
13	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder

NOKIA CORP.

Ticker: NOK Security ID: 654902204  
 Meeting Date: MAY 8, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE ANNUAL ACCOUNTS	For	For	Management
2	APPROVAL OF THE DISTRIBUTION OF THE PROFIT FOR THE YEAR, PAYMENT OF DIVIDEND	For	For	Management
3	APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS, AND THE PRESIDENT, FROM LIABILITY	For	For	Management



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11	Elect Director Rosemary Tomich	For	Against	Management
12	Elect Director Walter L. Weisman	For	For	Management
13	Ratify Auditors	For	For	Management
14	Publish a Scientific Global Warming Report	Against	Against	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
16	Disclose Information on Compensation Consultant	Against	Against	Shareholder
17	Pay For Superior Performance	Against	For	Shareholder
18	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

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PARKER-HANNIFIN CORP.

Ticker: PH Security ID: 701094104  
 Meeting Date: OCT 24, 2007 Meeting Type: Annual  
 Record Date: AUG 31, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Linda S. Harty	For	Withhold	Management
1.2	Elect Director Candy M. Obourn	For	Withhold	Management
1.3	Elect Director Donald E. Washkewicz	For	Withhold	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

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PPL CORP.

Ticker: PPL Security ID: 69351T106  
 Meeting Date: MAY 21, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frederick M. Bernthal	For	For	Management
1.2	Elect Director Louise K. Goeser	For	For	Management
1.3	Elect Director Keith H. Williamson	For	For	Management
2	Eliminate Supermajority Vote Requirement	For	For	Management
3	Ratify Auditors	For	For	Management

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QUALCOMM INC.

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 11, 2008 Meeting Type: Annual  
 Record Date: JAN 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Donald G. Cruickshank	For	For	Management
1.3	Elect Director Raymond V. Dittamore	For	For	Management
1.4	Elect Director Irwin Mark Jacobs	For	For	Management
1.5	Elect Director Paul E. Jacobs	For	For	Management
1.6	Elect Director Robert E. Kahn	For	For	Management
1.7	Elect Director Sherry Lansing	For	For	Management

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1.8	Elect Director Duane A. Nelles	For	Withhold	Management
1.9	Elect Director Marc I. Stern	For	For	Management
1.10	Elect Director Brent Scowcroft	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102  
 Meeting Date: MAY 22, 2008 Meeting Type: Annual  
 Record Date: MAR 24, 2008

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

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RAYTHEON CO.

Ticker: RTN Security ID: 755111507  
 Meeting Date: MAY 29, 2008 Meeting Type: Annual  
 Record Date: APR 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Barbara M. Barrett	For	For	Management
2	Elect Director Vernon E. Clark	For	For	Management
3	Elect Director John M. Deutch	For	For	Management
4	Elect Director Frederic M. Poses	For	Against	Management
5	Elect Director Michael C. Ruettgers	For	For	Management
6	Elect Director Ronald L. Skates	For	For	Management
7	Elect Director William R. Spivey	For	For	Management
8	Elect Director Linda G. Stuntz	For	For	Management
9	Elect Director William H. Swanson	For	For	Management
10	Ratify Auditors	For	For	Management
11	Establish SERP Policy	Against	For	Shareholder
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Ticker: HOT Security ID: 85590A401  
 Meeting Date: APR 30, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Adam Aron	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director Bruce Duncan	For	For	Management
1.4	Elect Director Lizanne Galbreath	For	For	Management
1.5	Elect Director Eric Hippeau	For	For	Management
1.6	Elect Director Stephen R. Quazzo	For	For	Management
1.7	Elect Director Thomas O. Ryder	For	For	Management
1.8	Elect Director Frits Van Paasschen	For	For	Management
1.9	Elect Director Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management

### STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: APR 30, 2008 Meeting Type: Annual  
 Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director K. Burnes	For	For	Management
1.2	Elect Director P. Coym	For	For	Management
1.3	Elect Director N. Darehshori	For	For	Management
1.4	Elect Director A. Fawcett	For	For	Management
1.5	Elect Director D. Gruber	For	For	Management
1.6	Elect Director L. Hill	For	For	Management
1.7	Elect Director C. LaMantia	For	For	Management
1.8	Elect Director R. Logue	For	For	Management
1.9	Elect Director M. Miskovic	For	For	Management
1.10	Elect Director R. Sergel	For	For	Management
1.11	Elect Director R. Skates	For	For	Management
1.12	Elect Director G. Summe	For	For	Management
1.13	Elect Director R. Weissman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

### TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209  
 Meeting Date: JUL 17, 2007 Meeting Type: Annual  
 Record Date: JUN 11, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE AND DISCUSS THE COMPANY S CONSOLIDATED BALANCE SHEET, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	For	For	Management
2	TO APPROVE THE BOARD OF DIRECTORS RECOMMENDATION THAT THE CASH DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2006, WHICH WAS PAID IN FOUR INSTALLMENTS AND AGGREGATED NIS 1.36 (APPROXIMATELY US\$0.31) PER ORDINARY SHARE (OR ADR), BE DECLARED FINAL.	For	For	Management
3	TO ELECT ABRAHAM E. COHEN AS A DIRECTOR.	For	Against	Management
4	TO ELECT PROF. ROGER D. KORNBERG AS A DIRECTOR	For	For	Management
5	TO ELECT PROF. MOSHE MANY AS A DIRECTOR.	For	For	Management

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6	TO ELECT DAN PROPPER AS A DIRECTOR.	For	For	Management
7	TO APPROVE THE PURCHASE OF DIRECTORS AND OFFICERS LIABILITY INSURANCE FOR THE DIRECTORS AND OFFICERS OF THE COMPANY AND ITS SUBSIDIARIES, ALL AS FULLY DESCRIBED IN THE PROXY STATEMENT.	For	For	Management
8	TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2008 ANNUAL MEETING OF SHAREHOLDERS AND TO AUTHORIZE THE AUDIT COMMITTEE TO DETERMINE THEIR COMPENSATION AND THE BOARD OF DIRECTORS TO RATIFY SUCH DETERMINATION.	For	For	Management

TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker:           TEVA                   Security ID: 881624209  
 Meeting Date: JUN 29, 2008   Meeting Type: Annual  
 Record Date: MAY 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Final Dividend of NIS 1.60 Per Share	For	For	Management
3	Elect Eli Hurvitz as Director	For	For	Management
4	Elect Ruth Cheshin as Director	For	For	Management
5	Elect Harold Snyder as Director	For	For	Management
6	Elect Joseph (Yosi) Nitzani as Director	For	For	Management
7	Elect Ory Slonim as Director	For	For	Management
8	Appoint Leora (Rubin) Meridor as External Director	For	For	Management
9	Approve Director/Officer Liability and Indemnification Insurance	For	For	Management
10	Approve Remuneration of Directors	For	For	Management
11	Approve Employee Stock Purchase Plan	For	For	Management
12	Approve Kesselman & Kesselman as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

TJX COMPANIES, INC., THE

Ticker:           TJX                   Security ID: 872540109  
 Meeting Date: JUN 3, 2008   Meeting Type: Annual  
 Record Date: APR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director José B. Alvarez	For	For	Management
1.2	Elect Director Alan M. Bennett	For	For	Management
1.3	Elect Director David A. Brandon	For	Withhold	Management
1.4	Elect Director Bernard Cammarata	For	For	Management
1.5	Elect Director David T. Ching	For	For	Management
1.6	Elect Director Michael F. Hines	For	For	Management
1.7	Elect Director Amy B. Lane	For	For	Management

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1.8	Elect Director Carol Meyrowitz	For	For	Management
1.9	Elect Director John F. O'Brien	For	For	Management
1.10	Elect Director Robert F. Shapiro	For	For	Management
1.11	Elect Director Willow B. Shire	For	For	Management
1.12	Elect Director Fletcher H. Wiley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Implement MacBride Principles	Against	Against	Shareholder

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TRANSOCEAN INC.

Ticker: RIG Security ID: G90078109  
 Meeting Date: NOV 9, 2007 Meeting Type: Court  
 Record Date: OCT 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE SCHEME OF ARRANGEMENT, ATTACHED TO THE ACCOMPANYING JOINT PROXY STATEMENT AS ANNEX G, WHICH PROVIDES FOR THE RECLASSIFICATION OF OUR ORDINARY SHARES.	For	For	Management
2	APPROVAL OF THE ISSUANCE OF OUR ORDINARY SHARES TO SHAREHOLDERS OF GLOBALSANTAFE CORPORATION IN THE MERGER UNDER THE TERMS OF THE AGREEMENT AND PLAN OF MERGER, ATTACHED TO THE ACCOMPANYING JOINT PROXY STATEMENT AS ANNEX A.	For	For	Management
3	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF OUR MEMORANDUM AND ARTICLES OF ASSOCIATION TO, AMONG OTHER THINGS, INCREASE THE MAXIMUM NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS OF TRANSOCEAN INC. FROM 13 TO 14.	For	For	Management

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TRANSOCEAN INC.

Ticker: RIG Security ID: G90073100  
 Meeting Date: MAY 16, 2008 Meeting Type: Annual  
 Record Date: MAR 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: JON A. MARSHALL	For	For	Management
2	ELECTION OF DIRECTOR: MARTIN B. MCNAMARA	For	For	Management
3	ELECTION OF DIRECTOR: ROBERT E. ROSE	For	For	Management
4	ELECTION OF DIRECTOR: IAN C. STRACHAN	For	For	Management
5	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008.	For	For	Management

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TRAVELERS COMPANIES, INC., THE

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Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 6, 2008 Meeting Type: Annual  
 Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Glen D. Nelson, M.D.	For	For	Management
1.13	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management

UNILEVER N.V.

Ticker: UN Security ID: 904784709  
 Meeting Date: MAY 15, 2008 Meeting Type: Annual  
 Record Date: MAR 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO ADOPT THE ANNUAL ACCOUNTS AND APPROPRIATION OF THE PROFIT FOR THE 2007 FINANCIAL YEAR.	For	For	Management
2	TO DISCHARGE THE EXECUTIVE DIRECTORS IN OFFICE IN THE 2007 FINANCIAL YEAR FOR THE FULFILMENT OF THEIR TASK.	For	For	Management
3	TO DISCHARGE THE NON-EXECUTIVE DIRECTORS IN OFFICE IN THE 2007 FINANCIAL YEAR FOR THE FULFILMENT OF THEIR TASK.	For	For	Management
4	TO RE-APPOINT MR P J CESCAU AS AN EXECUTIVE DIRECTOR.	For	For	Management
5	TO APPOINT MR J A LAWRENCE AS AN EXECUTIVE DIRECTOR.	For	For	Management
6	TO INCREASE GSIP AWARD AND BONUS LIMITS FOR MR J A LAWRENCE.	For	For	Management
7	TO RE-APPOINT PROFESSOR G BERGER AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
8	TO RE-APPOINT THE RT HON THE LORD BRITTAN OF SPENNITHORNE QC, DL AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
9	TO RE-APPOINT PROFESSOR W DIK AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
10	TO RE-APPOINT MR C E GOLDEN AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
11	TO RE-APPOINT DR B E GROTE AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
12	TO RE-APPOINT MR N MURTHY AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
13	TO RE-APPOINT MS H NYASULU AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
14	TO RE-APPOINT THE LORD SIMON OF HIGHBURY	For	For	Management

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15	CBE AS A NON-EXECUTIVE DIRECTOR. TO RE-APPOINT MR K J STORM AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
16	TO RE-APPOINT MR M TRESCHOW AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
17	TO RE-APPOINT MR J VAN DER VEER AS A NON-EXECUTIVE DIRECTOR.	For	For	Management
18	Ratify Auditors	For	For	Management
19	TO APPROVE THE PROPOSAL TO CHANGE THE REPORTING LANGUAGE.	For	For	Management
20	TO DESIGNATE THE BOARD OF DIRECTORS AS THE COMPANY BODY AUTHORISED TO ISSUE SHARES IN THE COMPANY.	For	For	Management
21	TO AUTHORISE THE BOARD OF DIRECTORS TO PURCHASE SHARES AND DEPOSITARY RECEIPTS IN THE COMPANY.	For	For	Management
22	TO APPROVE THE PROPOSAL TO REDUCE THE CAPITAL THROUGH CANCELLATION OF SHARES.	For	For	Management

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VERISIGN, INC.

Ticker: VRSN Security ID: 92343E102  
Meeting Date: AUG 30, 2007 Meeting Type: Annual  
Record Date: JUL 13, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D. James Bidzos	For	Withhold	Management
1.2	Elect Director William L. Chenevich	For	Withhold	Management
1.3	Elect Director Louis A. Simpson	For	Withhold	Management
2	Declassify the Board of Directors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102  
Meeting Date: APR 22, 2008 Meeting Type: Annual  
Record Date: FEB 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker, II	For	For	Management
2	Elect Director Peter C. Browning	For	For	Management
3	Elect Director John T. Casteen, III	For	For	Management
4	Elect Director Jerry Gitt	For	For	Management
5	Elect Director William H. Goodwin, Jr.	For	For	Management
6	Elect Director Maryellen C. Herringer	For	For	Management
7	Elect Director Robert A. Ingram	For	For	Management
8	Elect Director Donald M. James	For	For	Management
9	Elect Director Mackey J. McDonald	For	For	Management
10	Elect Director Joseph Neubauer	For	For	Management
11	Elect Director Timothy D. Proctor	For	For	Management
12	Elect Director Ernest S. Rady	For	For	Management
13	Elect Director Van L. Richey	For	For	Management
14	Elect Director Ruth G. Shaw	For	For	Management
15	Elect Director Lanty L. Smith	For	For	Management

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16	Elect Director G. Kennedy Thompson	For	For	Management
17	Elect Director Dona Davis Young	For	For	Management
18	Ratify Auditors	For	For	Management
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
20	Report on Political Contributions	Against	For	Shareholder
21	Require Two Candidates for Each Board Seat	Against	Against	Shareholder

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WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 6, 2008 Meeting Type: Annual  
 Record Date: JAN 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Susan E. Arnold	For	For	Management
2	Elect Director John E. Bryson	For	For	Management
3	Elect Director John S. Chen	For	For	Management
4	Elect Director Judith L. Estrin	For	For	Management
5	Elect Director Robert A. Iger	For	For	Management
6	Elect Director Steven P. Jobs	For	Against	Management
7	Elect Director Fred H. Langhammer	For	For	Management
8	Elect Director Aylwin B. Lewis	For	For	Management
9	Elect Director Monica C. Lozano	For	For	Management
10	Elect Director Robert W. Matschullat	For	For	Management
11	Elect Director John E. Pepper, Jr.	For	For	Management
12	Elect Director Orin C. Smith	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management

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WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103  
 Meeting Date: APR 15, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Stephen I. Chazen	For	For	Management
2	Elect Director Stephen E. Frank	For	Withhold	Management
3	Elect Director Kerry K. Killinger	For	For	Management
4	Elect Director Thomas C. Leppert	For	For	Management
5	Elect Director Charles M. Lillis	For	Withhold	Management
6	Elect Director Phillip D. Matthews	For	Withhold	Management
7	Elect Director Regina T. Montoya	For	Withhold	Management
8	Elect Director Michael K. Murphy	For	Withhold	Management
9	Elect Director Margaret Osmer McQuade	For	Withhold	Management
10	Elect Director Mary E. Pugh	For	Withhold	Management
11	Elect Director William G. Reed, Jr.	For	Withhold	Management
12	Elect Director Orin C. Smith	For	For	Management
13	Elect Director James H. Stever	For	Withhold	Management
14	Ratify Auditors	For	For	Management
15	Amend Qualified Employee Stock Purchase Plan	For	For	Management
16	Require Independent Board Chairman	Against	For	Shareholder

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

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WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103  
Meeting Date: JUN 24, 2008 Meeting Type: Special  
Record Date: APR 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	For	Management
2	Approve Conversion of Securities	For	For	Management

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WESTERN UNION CO

Ticker: WU Security ID: 959802109  
Meeting Date: MAY 23, 2008 Meeting Type: Annual  
Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jack M. Greenberg	For	For	Management
2	Elect Director Alan J. Lacy	For	For	Management
3	Elect Director Linda Fayne Levinson	For	For	Management
4	Ratify Auditors	For	For	Management

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XTO ENERGY INC

Ticker: XTO Security ID: 98385X106  
Meeting Date: MAY 20, 2008 Meeting Type: Annual  
Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William H. Adams III	For	Against	Management
2	Elect Director Keith A. Hutton	For	For	Management
3	Elect Director Jack P. Randall	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	Against	For	Shareholder

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ZIMMER HOLDINGS INC

Ticker: ZMH Security ID: 98956P102  
Meeting Date: MAY 5, 2008 Meeting Type: Annual  
Record Date: MAR 6, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David C. Dvorak	For	For	Management
2	Elect Director Robert A. Hagemann	For	For	Management
3	Elect Director Arthur J. Higgins	For	For	Management
4	Elect Director Cecil B. Pickett	For	For	Management

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5	Ratify Auditors	For	For	Management
6	Amend Executive Incentive Bonus Plan	For	For	Management
7	Eliminate Supermajority Vote Requirement	For	For	Management

===== END NPX REPORT

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**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) Blue Chip Value Fund, Inc.  
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By (Signature and Title)\* /s/ Todger Anderson  
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Todger Anderson  
President/Principal Executive Officer

Date August 29, 2008  
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\*Print the name and title of each signing officer under his or her signature.