

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

COHEN & STEERS TOTAL RETURN REALTY FUND INC

Form N-PX

August 10, 2012

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: 811-07154

NAME OF REGISTRANT: Cohen & Steers Total Return  
Realty Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 Park Avenue  
10th Floor  
New York, NY 10017

NAME AND ADDRESS OF AGENT FOR SERVICE: Tina M. Payne  
280 Park Avenue  
10th Floor  
New York, NY 10017

REGISTRANT'S TELEPHONE NUMBER: 212-832-3232

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2011 - 06/30/2012

Cohen & Steers Total Return Realty Fund

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ACADIA REALTY TRUST

Agen

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Security: 004239109  
Meeting Type: Annual  
Meeting Date: 16-May-2012  
Ticker: AKR  
ISIN: US0042391096  
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| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: KENNETH F. BERNSTEIN | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DOUGLAS CROCKER II   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: LORRENCE T. KELLAR   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: WENDY LUSCOMBE       | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1E. | ELECTION OF DIRECTOR: WILLIAM T. SPITZ  | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LEE S. WIELANSKY  | Mgmt | For |
| 2.  | THE RATIFICATION OF THE APPOINTMENT OF BDO USA, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.  | Mgmt | For |
| 3.  | THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S 2012 PROXY STATEMENT IN ACCORDANCE WITH COMPENSATION RULES OF THE SECURITIES AND EXCHANGE COMMISSION. | Mgmt | For |
| 4.  | TO CONSIDER AND ACT UPON A PROPOSAL TO APPROVE THE ACADIA REALTY TRUST AMENDED AND RESTATED 2006 SHARE INCENTIVE PLAN.  | Mgmt | For |

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ALEXANDRIA REAL ESTATE EQUITIES, INC.

Agen

Security: 015271109  
 Meeting Type: Annual  
 Meeting Date: 21-May-2012  
 Ticker: ARE  
 ISIN: US0152711091

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 1.     | DIRECTOR<br>JOEL S. MARCUS<br>RICHARD B. JENNINGS<br>JOHN L. ATKINS, III<br>MARIA C. FREIRE<br>RICHARD H. KLEIN<br>JAMES H. RICHARDSON<br>MARTIN A. SIMONETTI | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.       | Mgmt   | For   |
| 3.     | TO CAST A NON-BINDING, ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.                                   | Mgmt   | For   |

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APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual

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Meeting Date: 30-Apr-2012  
 Ticker: AIV  
 ISIN: US03748R1014

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES N. BAILEY   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: TERRY CONSIDINE   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: THOMAS L. KELTNER   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: J. LANDIS MARTIN  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROBERT A. MILLER  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: KATHLEEN M. NELSON  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MICHAEL A. STEIN  | Mgmt          | For           |
| 2      | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR AIMCO FOR THE YEAR ENDING DECEMBER 31, 2012. | Mgmt          | For           |
| 3      | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |

## ASSOCIATED ESTATES REALTY CORPORATION

Agen

Security: 045604105  
 Meeting Type: Annual  
 Meeting Date: 09-May-2012  
 Ticker: AEC  
 ISIN: US0456041054

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>ALBERT T. ADAMS<br>JEFFREY I. FRIEDMAN<br>MICHAEL E. GIBBONS<br>MARK L. MILSTEIN<br>JAMES J. SANFILIPPO<br>JAMES A. SCHOFF<br>RICHARD T. SCHWARZ                   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY'S FISCAL YEAR ENDING DECEMBER 31, 2012. | Mgmt   | For   |
| 3.     | TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | For   |

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 AVALONBAY COMMUNITIES, INC. Agen  
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Security: 053484101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: AVB  
 ISIN: US0534841012  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>BRYCE BLAIR<br>ALAN B. BUCKELEW<br>BRUCE A. CHOATE<br>JOHN J. HEALY, JR.<br>TIMOTHY J. NAUGHTON<br>LANCE R. PRIMIS<br>PETER S. RUMMELL<br>H. JAY SARLES<br>W. EDWARD WALTER  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.  | Mgmt   | For   |
| 3.     | TO ADOPT A RESOLUTION APPROVING, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID TO THE COMPANY'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 SET FORTH IN THE PROXY STATEMENT. | Mgmt   | For   |
| 4.     | TO CAST A VOTE ON A STOCKHOLDER PROPOSAL CONCERNING THE PREPARATION OF A SUSTAINABILITY REPORT, IF THE PROPOSAL IS PROPERLY PRESENTED AT THE ANNUAL MEETING OF STOCKHOLDERS. THE BOARD OF DIRECTORS RECOMMENDS A VOTE "AGAINST" ABOVE PROPOSAL 4.  | Shr  | Against   |

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 BIOMED REALTY TRUST, INC. Agen  
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Security: 09063H107  
 Meeting Type: Annual  
 Meeting Date: 30-May-2012  
 Ticker: BMR  
 ISIN: US09063H1077  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 1      | DIRECTOR<br>ALAN D. GOLD<br>BARBARA R. CAMBON<br>EDWARD A. DENNIS PH.D.<br>RICHARD I. GILCHRIST<br>GARY A. KREITZER<br>THEODORE D. ROTH<br>M. FAYE WILSON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.           | Mgmt   | For   |
| 3      | TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.  | Mgmt   | For   |

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BOSTON PROPERTIES, INC.

Agem

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Security: 101121101  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: BXP  
ISIN: US1011211018  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LAWRENCE S. BACOW  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ZOE BAIRD BUDINGER   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DOUGLAS T. LINDE   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ALAN J. PATRICOFF  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MARTIN TURCHIN   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DAVID A. TWARDOCK  | Mgmt          | For           |
| 2      | TO APPROVE, BY NON-BINDING RESOLUTION, THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt          | For           |
| 3      | TO APPROVE THE BOSTON PROPERTIES, INC. 2012 STOCK OPTION AND INCENTIVE PLAN.   | Mgmt          | For           |
| 4      | TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER | Mgmt          | For           |

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31, 2012.

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BRE PROPERTIES, INC.

Agen

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Security: 05564E106  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: BRE  
ISIN: US05564E1064  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1      | DIRECTOR<br>IRVING F. LYONS, III<br>PAULA F. DOWNEY<br>CHRISTOPHER J. MCGURK<br>MATTHEW T. MEDEIROS<br>CONSTANCE B. MOORE<br>JEANNE R. MYERSON<br>JEFFREY T. PERO<br>THOMAS E. ROBINSON<br>DENNIS E. SINGLETON<br>THOMAS P. SULLIVAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM OF THE COMPANY.  | Mgmt   | For  |
| 3      | TO APPROVE, BY NON-BINDING ADVISORY VOTE,<br>THE COMPENSATION OF THE NAMED EXECUTIVE<br>OFFICERS OF THE COMPANY.   | Mgmt   | For  |

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BROOKFIELD OFFICE PROPERTIES INC.

Agen

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Security: 112900105  
Meeting Type: Annual  
Meeting Date: 03-May-2012  
Ticker: BPO  
ISIN: CA1129001055  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                      |
|--------|---|--|--|
| A      | DIRECTOR<br>MR. GORDON E. ARNELL<br>MR. WILLIAM T. CAHILL<br>MR. CHRISTIE J.B. CLARK<br>MR. RICHARD B. CLARK<br>MR. JACK L. COCKWELL<br>MR. J. BRUCE FLATT<br>MR. MICHAEL HEGARTY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>Withheld<br>For |

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|   |   |      |     |
|---|---|------|-----|
|   | MR. PAUL J. MASSEY JR.  | Mgmt | For |
|   | MR. F. ALLAN MCDONALD   | Mgmt | For |
|   | MR. ROBERT L. STELZL  | Mgmt | For |
|   | MR. JOHN E. ZUCCOTTI  | Mgmt | For |
| B | THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITORS AND AUTHORIZING THE DIRECTORS TO FIX THE AUDITORS' REMUNERATION. | Mgmt | For |
| C | THE ADVISORY RESOLUTION ON THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.                                      | Mgmt | For |

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CUBESMART

Agen

Security: 229663109  
Meeting Type: Annual  
Meeting Date: 30-May-2012  
Ticker: CUBE  
ISIN: US2296631094

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>W.M. DIEFENDERFER III<br>PIERO BUSSANI<br>DEAN JERNIGAN<br>MARIANNE M. KELER<br>DAVID J. LARUE<br>JOHN F. REMONDI<br>JEFFREY F. ROGATZ<br>JOHN W. FAIN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFY THE APPOINTMENT OF KPMG LLP AS AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.  | Mgmt   | For  |
| 3.     | TO APPROVE, BY NON-BINDING ADVISORY VOTE, EXECUTIVE COMPENSATION.  | Mgmt   | For  |

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DIGITAL REALTY TRUST, INC.

Agen

Security: 253868103  
Meeting Type: Annual  
Meeting Date: 23-Apr-2012  
Ticker: DLR  
ISIN: US2538681030

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|     |   |      |     |
|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: MICHAEL F. FOUST  | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LAURENCE A. CHAPMAN   | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KATHLEEN EARLEY   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RUANN F. ERNST, PH.D.   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DENNIS E. SINGLETON   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ROBERT H. ZERBST  | Mgmt | For |
| 2.  | RATIFYING THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012. | Mgmt | For |
| 3.  | THE APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                      | Mgmt | For |

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 DOUGLAS EMMETT, INC.

Agem

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 Security: 25960P109  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: DEI  
 ISIN: US25960P1093  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>DAN A. EMMETT<br>JORDAN L. KAPLAN<br>KENNETH M. PANZER<br>CHRISTOPHER H. ANDERSON<br>LESLIE E. BIDER<br>DR. DAVID T. FEINBERG<br>THOMAS E. O'HERN<br>DR. ANDREA RICH<br>WILLIAM E. SIMON, JR. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 3.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.   | Mgmt   | For   |

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 DUPONT FABROS TECHNOLOGY, INC.

Agem

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 Security: 26613Q106  
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Meeting Type: Annual  
 Meeting Date: 30-May-2012  
 Ticker: DFT  
 ISIN: US26613Q1067

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1      | DIRECTOR<br>MICHAEL A. COKE<br>LAMMOT J. DU PONT<br>THOMAS D. ECKERT<br>HOSSEIN FATEH<br>JONATHAN G. HEILIGER<br>FREDERIC V. MALEK<br>JOHN T. ROBERTS, JR.<br>JOHN H. TOOLE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | ADVISORY VOTE ON EXECUTIVE COMPENSATION<br>(SAY-ON-PAY VOTE).   | Mgmt   | For  |
| 3      | RATIFICATION OF THE APPOINTMENT OF ERNST &<br>YOUNG LLP AS OUR INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2012.   | Mgmt   | For  |

EDUCATION REALTY TRUST, INC.

Agen

Security: 28140H104  
 Meeting Type: Annual  
 Meeting Date: 16-May-2012  
 Ticker: EDR  
 ISIN: US28140H1041

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>PAUL O. BOWER<br>MONTE J. BARROW<br>WILLIAM J. CAHILL, III<br>RANDALL L. CHURCHEY<br>JOHN L. FORD<br>HOWARD A. SILVER<br>WENDELL W. WEAKLEY        | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF DELOITTE &<br>TOUCHE LLP AS OUR INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2012. | Mgmt   | For   |
| 3.     | TO APPROVE, IN AN ADVISORY (NON-BINDING)<br>VOTE, THE COMPENSATION OF OUR NAMED<br>EXECUTIVE OFFICERS.   | Mgmt   | For   |

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 EQUITY LIFESTYLE PROPERTIES, INC.

Agen

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 Security: 29472R108  
 Meeting Type: Annual  
 Meeting Date: 08-May-2012  
 Ticker: ELS  
 ISIN: US29472R1086  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>PHILIP CALIAN<br>DAVID CONTIS<br>THOMAS DOBROWSKI<br>THOMAS HENEGHAN<br>SHELI ROSENBERG<br>HOWARD WALKER<br>GARY WATERMAN<br>SAMUEL ZELL                              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.   | Mgmt   | For  |
| 3.     | APPROVAL OF OUR EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.   | Mgmt   | For  |
| 4.     | APPROVAL OF THE CONVERTIBILITY APPROVAL FEATURE OF THE COMPANY'S SERIES A PREFERRED STOCK.  | Mgmt   | For  |
| 5.     | APPROVAL OF AN AMENDMENT TO THE COMPANY'S ARTICLES OF AMENDMENT AND RESTATEMENT INCREASING THE AMOUNT OF PREFERRED STOCK THE COMPANY IS AUTHORIZED TO ISSUE TO 20,000,000 SHARES. | Mgmt   | Against  |

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 EQUITY RESIDENTIAL

Agen

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 Security: 29476L107  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2012  
 Ticker: EQR  
 ISIN: US29476L1070  
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| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>JOHN W. ALEXANDER<br>CHARLES L. ATWOOD<br>LINDA WALKER BYNOE<br>MARY KAY HABEN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |

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|    |  |      |         |
|----|--|------|---------|
|    | BRADLEY A. KEYWELL   | Mgmt | For     |
|    | JOHN E. NEAL   | Mgmt | For     |
|    | DAVID J. NEITHERCUT  | Mgmt | For     |
|    | MARK S. SHAPIRO  | Mgmt | For     |
|    | GERALD A. SPECTOR  | Mgmt | For     |
|    | B. JOSEPH WHITE  | Mgmt | For     |
|    | SAMUEL ZELL  | Mgmt | For     |
| 2. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2012. | Mgmt | For     |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.   | Mgmt | For     |
| 4. | SHAREHOLDER PROPOSAL RELATING TO SUSTAINABILITY REPORTING.   | Shr  | Against |

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 ESSEX PROPERTY TRUST, INC.

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 Agen

Security: 297178105  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: ESS  
 ISIN: US2971781057  
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| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1.     | DIRECTOR<br>GEORGE M. MARCUS<br>GARY P. MARTIN<br>MICHAEL J. SCHALL   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2012. | Mgmt                 | For               |
| 3.     | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.   | Mgmt                 | For               |
| 4.     | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.   | Mgmt                 | Against           |

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 EXTRA SPACE STORAGE INC.

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 Agen

Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 22-May-2012  
 Ticker: EXR  
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ISIN: US30225T1025

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 01     | DIRECTOR<br>SPENCER F. KIRK<br>ANTHONY FANTICOLA<br>HUGH W. HORNE<br>JOSEPH D. MARGOLIS<br>ROGER B. PORTER<br>K. FRED SKOUSEN<br>KENNETH M. WOOLLEY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                | Mgmt   | For   |
| 03     | ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |

FEDERAL REALTY INVESTMENT TRUST

Agen

Security: 313747206  
Meeting Type: Annual  
Meeting Date: 02-May-2012  
Ticker: FRT  
ISIN: US3137472060

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1      | DIRECTOR<br>JON E. BORTZ<br>DAVID W. FAEDER<br>KRISTIN GAMBLE<br>GAIL P. STEINEL<br>WARREN M. THOMPSON<br>JOSEPH S. VASSALLUZZO<br>DONALD C. WOOD            | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | THE RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. | Mgmt   | For   |
| 3      | AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |

FIRST INDUSTRIAL REALTY TRUST, INC.

Agen

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Security: 32054K103  
 Meeting Type: Annual  
 Meeting Date: 10-May-2012  
 Ticker: FR  
 ISIN: US32054K1034

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | DIRECTOR<br>JOHN RAU<br>W. ED TYLER  | Mgmt<br>Mgmt  | For<br>For    |
| 2.     | TO APPROVE, ON AN ADVISORY (I.E.<br>NON-BINDING) BASIS, THE COMPENSATION OF THE<br>COMPANY'S NAMED EXECUTIVE OFFICERS AS<br>DISCLOSED IN THE PROXY STATEMENT FOR THE<br>2012 ANNUAL MEETING. | Mgmt          | For           |
| 3.     | RATIFICATION OF THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM.   | Mgmt          | For           |

### GENERAL GROWTH PROPERTIES, INC

Agen

Security: 370023103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2012  
 Ticker: GGP  
 ISIN: US3700231034

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>RICHARD B. CLARK<br>MARY LOU FIALA<br>J. BRUCE FLATT<br>JOHN K. HALEY<br>CYRUS MADON<br>SANDEEP MATHRANI<br>DAVID J. NEITHERCUT<br>MARK R. PATTERSON<br>JOHN G. SCHREIBER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE SELECTION OF<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM.   | Mgmt   | For   |
| 3.     | APPROVAL, ON AN ADVISORY BASIS, OF THE<br>COMPENSATION PAID TO THE NAMED EXECUTIVE<br>OFFICERS.   | Mgmt   | For   |
| 4.     | APPROVAL OF AMENDED AND RESTATED EMPLOYEE<br>STOCK PURCHASE PLAN.   | Mgmt   | For   |

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HCP, INC.

Agen

Security: 40414L109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2012  
 Ticker: HCP  
 ISIN: US40414L1098

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES F. FLAHERTY III   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHRISTINE N. GARVEY   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DAVID B. HENRY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: LAURALEE E. MARTIN  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: MICHAEL D. MCKEE  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PETER L. RHEIN  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: KENNETH B. ROATH  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOSEPH P. SULLIVAN  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HCP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |

HERSHA HOSPITALITY TRUST

Agen

Security: 427825104  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: HT  
 ISIN: US4278251040

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF TRUSTEE: JAY H. SHAH        | Mgmt          | For           |
| 1B.    | ELECTION OF TRUSTEE: DANIEL R. ELSZTAIN | Mgmt          | For           |
| 1C.    | ELECTION OF TRUSTEE: DONALD L. LANDRY   | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1D. | ELECTION OF TRUSTEE: MICHAEL A. LEVEN   | Mgmt | For |
| 1E. | ELECTION OF TRUSTEE: THOMAS J. HUTCHISON<br>III   | Mgmt | For |
| 2.  | THE APPROVAL, ON AN ADVISORY BASIS, OF THE<br>COMPENSATION OF THE NAMED EXECUTIVE<br>OFFICERS | Mgmt | For |
| 3.  | THE RATIFICATION OF KPMG LLP AS THE<br>INDEPENDENT AUDITORS                                   | Mgmt | For |

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 HOST HOTELS & RESORTS, INC.

Agen

Security: 44107P104  
 Meeting Type: Annual  
 Meeting Date: 10-May-2012  
 Ticker: HST  
 ISIN: US44107P1049  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: ROBERT M. BAYLIS  | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: TERENCE C. GOLDEN   | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: ANN M. KOROLOGOS  | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: RICHARD E. MARRIOTT   | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: JOHN B. MORSE, JR.  | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: WALTER C. RAKOWICH  | Mgmt          | For           |
| 1.7    | ELECTION OF DIRECTOR: GORDON H. SMITH   | Mgmt          | For           |
| 1.8    | ELECTION OF DIRECTOR: W. EDWARD WALTER  | Mgmt          | For           |
| 2.     | RATIFY APPOINTMENT OF KPMG LLP AS<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>FOR 2012. | Mgmt          | For           |
| 3.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE<br>COMPENSATION.                                   | Mgmt          | For           |

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 HUDSON PACIFIC PROPERTIES, INC.

Agen

Security: 444097109  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2012  
 Ticker: HPP  
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ISIN: US4440971095

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: VICTOR J. COLEMAN   | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: HOWARD S. STERN   | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: THEODORE R. ANTENUCCI   | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: RICHARD B. FRIED  | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: JONATHAN M. GLASER  | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: MARK D. LINEHAN   | Mgmt          | For           |
| 1.7    | ELECTION OF DIRECTOR: ROBERT M. MORAN, JR.  | Mgmt          | For           |
| 1.8    | ELECTION OF DIRECTOR: BARRY A. PORTER   | Mgmt          | For           |
| 1.9    | ELECTION OF DIRECTOR: PATRICK WHITESELL   | Mgmt          | For           |
| 2.     | AN AMENDMENT TO INCREASE THE SHARE RESERVE UNDER THE HUDSON PACIFIC PROPERTIES, INC. AND HUDSON PACIFIC PROPERTIES, L.P. 2010 INCENTIVE AWARD PLAN. | Mgmt          | For           |
| 3.     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                      | Mgmt          | For           |
| 4.     | AN ADVISORY RESOLUTION TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION, AS MORE FULLY DESCRIBED IN THE ENCLOSED PROXY STATEMENT.                    | Mgmt          | For           |

HYATT HOTELS CORPORATION

Agen

Security: 448579102  
 Meeting Type: Annual  
 Meeting Date: 13-Jun-2012  
 Ticker: H  
 ISIN: US4485791028

| Prop.# | Proposal   | Proposal Type                | Proposal Vote                 |
|--------|--|------------------------------|-------------------------------|
| 1.     | DIRECTOR<br>RICHARD A. FRIEDMAN<br>SUSAN D. KRONICK<br>MACKEY J. MCDONALD<br>GREGORY B. PENNER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>Withheld |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HYATT HOTELS CORPORATION'S         | Mgmt                         | For                           |



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INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
FIRM FOR FISCAL YEAR 2012.

- |    |   |      |     |
|----|---|------|-----|
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S COMPENSATION DISCLOSURE RULES. | Mgmt | For |
|----|---|------|-----|

KILROY REALTY CORPORATION

Agen

Security: 49427F108  
Meeting Type: Annual  
Meeting Date: 17-May-2012  
Ticker: KRC  
ISIN: US49427F1084

| Prop.# | Proposal   | Proposal Type                                | Proposal Vote                          |
|--------|--|--|--|
| 1.     | DIRECTOR<br>JOHN B. KILROY, SR.<br>JOHN B. KILROY, JR.<br>EDWARD F. BRENNAN, PH.D.<br>WILLIAM P. DICKEY<br>SCOTT S. INGRAHAM<br>DALE F. KINSELLA | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 2.     | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.   | Mgmt   | Against                                |
| 3.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.                   | Mgmt   | For                                    |

KIMCO REALTY CORPORATION

Agen

Security: 49446R109  
Meeting Type: Annual  
Meeting Date: 01-May-2012  
Ticker: KIM  
ISIN: US49446R1095

| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 1      | DIRECTOR<br>M. COOPER<br>P. COVIELLO<br>R. DOOLEY<br>J. GRILLS<br>D. HENRY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |

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|   |  |      |     |
|---|--|------|-----|
|   | F.P. HUGHES  | Mgmt | For |
|   | F. LOURENSO  | Mgmt | For |
|   | C. NICHOLAS  | Mgmt | For |
|   | R. SALTZMAN  | Mgmt | For |
| 2 | THE ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.   | Mgmt | For |
| 3 | THE APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2010 EQUITY PARTICIPATION PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THAT PLAN BY 5,000,000 SHARES. | Mgmt | For |
| 4 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.   | Mgmt | For |

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LIBERTY PROPERTY TRUST

Agen

Security: 531172104  
 Meeting Type: Annual  
 Meeting Date: 22-May-2012  
 Ticker: LRY  
 ISIN: US5311721048

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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>FREDERICK F. BUCHHOLZ<br>THOMAS C. DELOACH, JR.<br>KATHERINE E. DIETZE<br>DANIEL P. GARTON<br>WILLIAM P. HANKOWSKY<br>M. LEANNE LACHMAN<br>DAVID L. LINGERFELT<br>STEPHEN B. SIEGEL<br>STEPHEN D. STEINOUR | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | ADVISORY VOTE TO APPROVE THE TRUST'S NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt   | For  |
| 3.     | APPROVAL OF THE PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.   | Mgmt   | For  |
| 4.     | APPROVAL OF THE PROPOSAL TO ADOPT THE LIBERTY PROPERTY TRUST AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.  | Mgmt   | For  |

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MACK-CALI REALTY CORPORATION

Agen

Security: 554489104  
 Meeting Type: Annual  
 Meeting Date: 05-Jun-2012  
 Ticker: CLI  
 ISIN: US5544891048

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1.     | DIRECTOR<br>MITCHELL E. HERSH<br>ALAN S. BERNIKOW<br>IRVIN D. REID  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | ADVISORY VOTE APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS SUCH COMPENSATION IS DESCRIBED UNDER THE "COMPENSATION DISCUSSION AND ANALYSIS" AND "EXECUTIVE COMPENSATION" SECTIONS OF THE ACCOMPANYING PROXY STATEMENT. | Mgmt                 | For               |
| 3.     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.   | Mgmt                 | For               |

MID-AMERICA APARTMENT COMMUNITIES, INC.

Agen

Security: 59522J103  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: MAA  
 ISIN: US59522J1034

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>H. ERIC BOLTON, JR.<br>ALAN B. GRAF, JR.<br>JOHN S. GRINALDS<br>RALPH HORN<br>PHILIP W. NORWOOD<br>W. REID SANDERS<br>WILLIAM B. SANSOM<br>GARY SHORB | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | AMENDMENT TO THE CHARTER TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK TO 100,000,000.  | Mgmt   | For  |
| 3.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt   | For  |

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4. RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012. Mgmt For

NATIONWIDE HEALTH PROPERTIES, INC. Agen

Security: 638620104  
Meeting Type: Special  
Meeting Date: 01-Jul-2011  
Ticker: NHP  
ISIN: US6386201049

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 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. | Mgmt          | For           |

POST PROPERTIES, INC. Agen

Security: 737464107  
Meeting Type: Annual  
Meeting Date: 30-May-2012  
Ticker: PPS  
ISIN: US7374641071

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1      | DIRECTOR<br>ROBERT C. GODDARD, III<br>DAVID P. STOCKERT<br>HERSCHEL M. BLOOM<br>WALTER M. DERISO, JR.<br>RUSSELL R. FRENCH<br>DALE ANNE REISS<br>STELLA F. THAYER<br>RONALD DE WAAL<br>DONALD C. WOOD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION   | Mgmt   | For   |
| 3      | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT PUBLIC  | Mgmt   | For   |

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ACCOUNTANTS FOR 2012.

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 PROLOGIS, INC.

Agen

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 Security: 74340W103  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: PLD  
 ISIN: US74340W1036  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: HAMID R. MOGHADAM   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: WALTER C. RAKOWICH  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GEORGE L. FOTIADES  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CHRISTINE N. GARVEY   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LYDIA H. KENNARD  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: J. MICHAEL LOSH   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: IRVING F. LYONS III   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JEFFREY L. SKELTON  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: D. MICHAEL STEUERT  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: CARL B. WEBB  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION FOR 2011  | Mgmt          | For           |
| 3.     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION   | Mgmt          | 1 Year        |
| 4.     | APPROVE AND ADOPT THE PROLOGIS, INC. 2012 LONG-TERM INCENTIVE PLAN  | Mgmt          | For           |
| 5.     | APPROVE AND ADOPT AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK BY 500,000,000 SHARES | Mgmt          | For           |
| 6.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2012                                | Mgmt          | For           |

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PUBLIC STORAGE

Agen

Security: 74460D109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: PSA  
 ISIN: US74460D1090

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>RONALD L. HAVNER, JR.<br>TAMARA HUGHES GUSTAVSON<br>URI P. HARKHAM<br>B. WAYNE HUGHES, JR.<br>AVEDICK B. POLADIAN<br>GARY E. PRUITT<br>RONALD P. SPOGLI<br>DANIEL C. STATON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.                           | Mgmt   | For  |
| 3.     | APPROVE THE MATERIAL TERMS FOR PAYMENT OF CERTAIN EXECUTIVE OFFICER INCENTIVE COMPENSATION.   | Mgmt   | For  |
| 4.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt   | For  |

RAMCO-GERSHENSON PROPERTIES TRUST

Agen

Security: 751452202  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2012  
 Ticker: RPT  
 ISIN: US7514522025

| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 1.     | DIRECTOR<br>ARTHUR H. GOLDBERG<br>MARK K. ROSENFELD<br>STEPHEN R. BLANK<br>MATTHEW L. OSTROWER<br>JOEL M. PASHCOW<br>DAVID J. NETTINA | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.          | Mgmt   | For                                    |

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- |    |  |      |     |
|----|--|------|-----|
| 3. | APPROVAL OF 2012 OMNIBUS LONG-TERM INCENTIVE PLAN.                     | Mgmt | For |
| 4. | ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

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 REGENCY CENTERS CORPORATION

Agen

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 Security: 758849103  
 Meeting Type: Annual  
 Meeting Date: 01-May-2012  
 Ticker: REG  
 ISIN: US7588491032  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>MARTIN E. STEIN, JR.<br>RAYMOND L. BANK<br>C. RONALD BLANKENSHIP<br>A.R. CARPENTER<br>J. DIX DRUCE<br>MARY LOU FIALA<br>BRUCE M. JOHNSON<br>DOUGLAS S. LUKE<br>DAVID P. O'CONNOR<br>JOHN C. SCHWEITZER<br>BRIAN M. SMITH<br>THOMAS G. WATTLES | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | ADOPTION OF AN ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION FOR FISCAL YEAR 2011.   | Mgmt   | For  |
| 3.     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2012.   | Mgmt   | For  |

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 RLJ LODGING TR

Agen

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 Security: 74965L101  
 Meeting Type: Annual  
 Meeting Date: 04-May-2012  
 Ticker: RLJ  
 ISIN: US74965L1017  
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| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | ELECTION OF TRUSTEE: ROBERT L. JOHNSON | Mgmt          | For           |

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|     |   |      |        |
|-----|---|------|--------|
| 1.2 | ELECTION OF TRUSTEE: THOMAS J. BALTIMORE, JR.   | Mgmt | For    |
| 1.3 | ELECTION OF TRUSTEE: EVAN BAYH  | Mgmt | For    |
| 1.4 | ELECTION OF TRUSTEE: NATHANIEL A. DAVIS   | Mgmt | For    |
| 1.5 | ELECTION OF TRUSTEE: ROBERT M. LA FORGIA  | Mgmt | For    |
| 1.6 | ELECTION OF TRUSTEE: GLENDA G. MCNEAL   | Mgmt | For    |
| 1.7 | ELECTION OF TRUSTEE: JOSEPH RYAN  | Mgmt | For    |
| 2.  | THE RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2012.   | Mgmt | For    |
| 3.  | AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS SUCH COMPENSATION IS SET FORTH IN OUR 2012 PROXY STATEMENT, WHICH IS COMMONLY REFERRED TO AS "SAY-ON-PAY". | Mgmt | For    |
| 4.  | AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, WHICH IS COMMONLY REFERRED TO AS "SAY-WHEN-ON-PAY".     | Mgmt | 1 Year |

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S.L. GREEN REALTY CORP.

Agen

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Security: 78440X101  
Meeting Type: Annual  
Meeting Date: 19-Jun-2012  
Ticker: SLG  
ISIN: US78440X1019  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | DIRECTOR<br>JOHN H. ALSCHULER, JR.<br>STEPHEN L. GREEN  | Mgmt<br>Mgmt  | For<br>For    |
| 2.     | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, OUR EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. | Mgmt          | For           |



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 SENIOR HOUSING PROPERTIES TRUST

Agen

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 Security: 81721M109  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: SNH  
 ISIN: US81721M1099  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | TO ELECT THE NOMINEE NAMED IN OUR PROXY STATEMENT TO OUR BOARD OF TRUSTEES AS THE INDEPENDENT TRUSTEE IN GROUP I: JEFFREY P. SOMERS               | Mgmt          | Abstain       |
| 2.     | TO ELECT THE NOMINEE NAMED IN OUR PROXY STATEMENT TO OUR BOARD OF TRUSTEES AS THE MANAGING TRUSTEE IN GROUP I: BARRY M. PORTNOY                   | Mgmt          | Abstain       |
| 3.     | TO APPROVE THE ADOPTION OF THE 2012 SENIOR HOUSING PROPERTIES TRUST EQUITY COMPENSATION PLAN.   | Mgmt          | For           |
| 4.     | TO APPROVE A NONBINDING ADVISORY RESOLUTION ON OUR EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 5.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. | Mgmt          | For           |

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 SIMON PROPERTY GROUP, INC.

Agen

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 Security: 828806109  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: SPG  
 ISIN: US8288061091  
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| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MELVYN E. BERGSTEIN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D. | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ALLAN HUBBARD        | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DANIEL C. SMITH,     | Mgmt          | For           |

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PH.D.

|    |   |      |     |
|----|---|------|-----|
| 1G | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR.  | Mgmt | For |
| 2  | ANNUAL ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For |
| 3  | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012. | Mgmt | For |
| 4  | APPROVAL OF THE SIMON PROPERTY GROUP 1998 STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED.                            | Mgmt | For |

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 SOVRAN SELF STORAGE, INC.

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 Agen

Security: 84610H108  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: SSS  
 ISIN: US84610H1086  
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| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 1.     | DIRECTOR<br>ROBERT J. ATTEA<br>KENNETH F. MYSZKA<br>ANTHONY P. GAMMIE<br>CHARLES E. LANNON<br>JAMES R. BOLDT<br>STEPHEN R. RUSMISEL       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012. | Mgmt   | For                                    |
| 3.     | PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.   | Mgmt   | For                                    |

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 STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

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 Agen

Security: 85590A401  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: HOT  
 ISIN: US85590A4013  
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|    |   |  |  |
|----|---|--|--|
| 1. | DIRECTOR<br>FRITS VAN PAASSCHEN<br>BRUCE W. DUNCAN<br>ADAM M. ARON<br>CHARLENE BARSHEFSKY<br>THOMAS E. CLARKE<br>CLAYTON C. DALEY, JR.<br>LIZANNE GALBREATH<br>ERIC HIPPEAU<br>STEPHEN R. QUAZZO<br>THOMAS O. RYDER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2. | A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt   | For  |
| 3. | A PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.  | Mgmt   | For  |

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TAUBMAN CENTERS, INC.

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Agen

Security: 876664103  
Meeting Type: Annual  
Meeting Date: 07-Jun-2012  
Ticker: TCO  
ISIN: US8766641034

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1      | DIRECTOR<br>GRAHAM T. ALLISON<br>PETER KARMANOS, JR.<br>WILLIAM S. TAUBMAN  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2      | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012. | Mgmt                 | For               |
| 3      | ADVISORY APPROVAL OF THE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt                 | For               |

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UDR, INC.

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Agen

Security: 902653104  
Meeting Type: Annual  
Meeting Date: 16-May-2012  
Ticker: UDR  
ISIN: US9026531049

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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>KATHERINE A. CATTANACH<br>ERIC J. FOSS<br>ROBERT P. FREEMAN<br>JON A. GROVE<br>JAMES D. KLINGBEIL<br>LYNNE B. SAGALYN<br>MARK J. SANDLER<br>THOMAS W. TOOMEY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.                                      | Mgmt   | For  |
| 3.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt   | For  |

VENTAS, INC.

Agen

Security: 92276F100  
Meeting Type: Special  
Meeting Date: 01-Jul-2011  
Ticker: VTR  
ISIN: US92276F1003

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO APPROVE THE ISSUANCE OF SHARES OF VENTAS COMMON STOCK TO THE STOCKHOLDERS OF NATIONWIDE HEALTH PROPERTIES, INC. ("NHP") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 27, 2011, BY AND AMONG VENTAS, ITS WHOLLY OWNED SUBSIDIARY, NEEDLES ACQUISITION LLC, AND NHP. | Mgmt          | For           |
| 02     | TO APPROVE AN AMENDMENT TO VENTAS'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF VENTAS CAPITAL STOCK FROM 310,000,000 TO 610,000,000 AND THE NUMBER OF AUTHORIZED SHARES OF VENTAS COMMON STOCK FROM 300,000,000 TO 600,000,000.   | Mgmt          | For           |
| 03     | TO APPROVE ANY ADJOURNMENTS OF THE VENTAS SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES FOR THE PROPOSALS TO ISSUE VENTAS COMMON STOCK IN CONNECTION WITH THE MERGER AND THE CHARTER AMENDMENT TO  | Mgmt          | For           |

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INCREASE THE NUMBER OF AUTHORIZED SHARES OF  
VENTAS COMMON STOCK.

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VENTAS, INC.

Agen

Security: 92276F100  
Meeting Type: Annual  
Meeting Date: 17-May-2012  
Ticker: VTR  
ISIN: US92276F1003  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DEBRA A. CAFARO   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DOUGLAS CROCKER II  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RONALD G. GEARY   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JAY M. GELLERT  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: RICHARD I. GILCHRIST  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: DOUGLAS M. PASQUALE   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT D. REED  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: SHELI Z. ROSENBERG  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: GLENN J. RUFRANO  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JAMES D. SHELTON  | Mgmt          | For           |
| 2.     | RATIFICATION OF SELECTION OF ERNST & YOUNG<br>LLP AS INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR FISCAL YEAR 2012. | Mgmt          | For           |
| 3.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 4.     | ADOPTION OF THE VENTAS, INC. 2012 INCENTIVE<br>PLAN.  | Mgmt          | For           |

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VORNADO REALTY TRUST

Agen

Security: 929042109  
Meeting Type: Annual  
Meeting Date: 24-May-2012  
Ticker: VNO  
ISIN: US9290421091  
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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1      | DIRECTOR<br>STEVEN ROTH<br>MICHAEL D. FASCITELLI<br>RUSSELL B. WIGHT, JR.  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2      | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt                 | For               |
| 3      | NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt                 | For               |
| 4      | NON-BINDING SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING.  | Shr                  | For               |
| 5      | NON-BINDING SHAREHOLDER PROPOSAL REGARDING ESTABLISHING ONE CLASS OF TRUSTEES TO BE ELECTED ANNUALLY.  | Shr                  | For               |

\* Management position unknown

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) Cohen & Steers Total Return Realty Fund  
 By (Signature) /s/ Tina M. Payne  
 Name Tina M. Payne  
 Title President  
 Date 08/08/2012