ADAMS EXPRESS CO Form N-PX July 30, 2013

### FORM N-PX

Investment Company Act file number: 811-00248
THE ADAMS EXPRESS COMPANY
(Exact name of registrant as specified in charter)
(2) the famile of registrant as specified in charter)
7 Saint Paul Street, Suite 1140, Baltimore, Maryland 21202
(Address of principal executive offices)

(Name and address of agent for service)

 $\textbf{Registrant's telephone number, including area code:}\ (410)\ 752\text{-}5900$ 

Date of fiscal year end: December 31

**Date of reporting period:** July 1, 2012 - June 30, 2013

### **Item 1. Proxy Voting Record**

Description	Proposal Type (Management or Shareholder)	Voted (Yes or No)	Vote (For, Against, Abstain, For All-Directors, Withheld-Directors)	For/Against Management
Issuer: ACE Limited				
Ticker: ACE				
CUSIP: H0023R-10-5				
Meeting Date: 05/16/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Declassify Board of Directors	MGMT	YES	FOR	FOR
Approve Annual Report	MGMT	YES	FOR	FOR
Approve Statutory Financial Statements	MGMT	YES	FOR	FOR
Approve Consolidated Financial Statements	MGMT	YES	FOR	FOR
Allocation of Disposable Profit	MGMT	YES	FOR	FOR
Discharge of the Board of Directors	MGMT	YES	FOR	FOR
Election of Statutory Auditors Until Next Annual Meeting	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Election of Special Auditors Until Next Annual Meeting	MGMT	YES	FOR	FOR
Amend Long-Term Incentive Plan	MGMT	YES	AGNST	AGNST
Distribution to Shareholders	MGMT	YES	FOR	FOR

Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Affiliated Managers Group, Inc.				
Ticker: AMG				
CUSIP: 008252-10-8				
Meeting Date: 06/11/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Approve Stock Incentive Plan	MGMT	YES	AGNST	AGNST
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: American Campus Communities, Inc.				
Ticker: ACC				
CUSIP: 024835-10-0				
Meeting Date: 05/02/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Amerigroup Corporation				
Ticker: AGP				
CUSIP: 03073T-10-32				
Meeting Date: 10/09/2012				
Adopt Agreement and Plan of Merger	MGMT	YES	FOR	FOR
Adjournment of the Special Meeting	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Anadarko Petroleum Corporation				
Ticker: APC				
CUSIP: 032511-10-7				
Meeting Date: 05/14/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR

Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Issuer: Apple Inc.				
Ticker: AAPL				
CUSIP: 0037833-10-0				
Meeting Date: 02/27/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amend Articles of Incorporation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Human Rights Committee	SHLDR	YES	AGNST	FOR
Issuer: AT&T, Inc.				
Ticker: T				
CUSIP: 00206R-10-2				
Meeting Date: 4/26/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Approve Stock Purchase and Deferral Plan	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Lead Batteries Report	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Compensation Packages	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Issuer: Automatic Data				
Processing, Inc.				
Processing, Inc.				
Processing, Inc. Ticker: ADP				

MGMT	YES	FOR	FOR
MGMT	YES	FOR	FOR
MGMT	YES	FOR ALL-DIRS	FOR
MGMT	YES	FOR	FOR
MGMT	YES	FOR	FOR
MGMT	YES	FOR ALL-DIRS	FOR
MGMT	YES	FOR	FOR
MGMT	YES	FOR	FOR
SHLDR	YES	AGNST	FOR
SHLDR	YES	AGNST	FOR
SHLDR	YES	AGNST	FOR
SHLDR	YES	AGNST	FOR
SHLDR	YES	AGNST	FOR
MGMT	YES	FOR ALL-DIRS	FOR
MGMT	YES	FOR	FOR
MGMT	YES	FOR	FOR
	MGMT MGMT MGMT MGMT MGMT SHLDR SHLDR SHLDR SHLDR SHLDR	MGMT YES MGMT YES MGMT YES MGMT YES MGMT YES SHLDR YES SHLDR YES SHLDR YES SHLDR YES SHLDR YES MGMT YES	MGMT YES FOR ALL-DIRS MGMT YES FOR SHLDR YES AGNST SHLDR YES FOR MGMT YES FOR

Ratification of Appointment of

Independent Auditors

Issuer: Bed Bath & Beyond, Inc.

Ticker: BBBY

CUSIP: 075896-10-0

Meeting Date: 06/28/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Ratification of Appointment of MGMT YES FOR FOR

Independent Auditors

Executive Compensation MGMT YES FOR FOR

Issuer: Boeing Company, The

Ticker: BA

CUSIP: 097023-10-5

Meeting Date: 4/24/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Executive Compensation MGMT YES FOR FOR

Ratification of Appointment of MGMT YES FOR FOR

Independent Auditors

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Future Extraordinary Retirement

Benefits

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Written Consent

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Stock Retention

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Independent Chairman

Issuer: Bristol-Myers Squibb

Company

Ticker: BMY

CUSIP: 110122-10-8

Meeting Date: 05/07/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR

YES

**FOR** 

**FOR** 

**MGMT** 

Ratification of Appointment of

Independent Auditors

Executive Compensation MGMT YES FOR FOR

**Issuer: Broadcom Corporation** 

Ticker: BRCM

CUSIP: 111320-10-7

Meeting Date: 05/14/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Bunge Limited				
Ticker: BG				
CUSIP: G16962-10-5				
Meeting Date: 05/24/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Calpine Corporation				
Ticker: CPN				
CUSIP: 131347-30-4				
Meeting Date: 05/10/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Approve Amended Equity Incentive Plan	MGMT	YES	AGNST	AGNST
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Capital One Financial Corporation				
Ticker: COF				
CUSIP: 14040H-10-5				
Meeting Date: 05/02/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Supermajority Voting for Amendments to Bylaws and Certificate of Incorporation	MGMT	YES	FOR	FOR
Supermajority Voting for Removal of Director(s)	MGMT	YES	FOR	FOR
Supermajority Voting for Certain Business Combinations	MGMT	YES	FOR	FOR

Issuer: Catamaran Corporation

Ticker: CTRX

CUSIP: 14887-10-2

Meeting Date: 05/14/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Executive Compensation MGMT YES FOR FOR FOR Ratification of Appointment of MGMT YES FOR FOR

**Independent Auditors** 

Issuer: Caterpillar, Inc.

Ticker: CAT

CUSIP: 149123-10-1

Meeting Date: 06/12/2012

Election of Directors MGMT YES FOR ALL-DIRS FOR
Ratification of Appointment of MGMT YES FOR FOR
Independent Auditors

Executive Compensation MGMT YES FOR FOR

Executive Compensation MGMT YES FOR FOR Shareholder Proposal Regarding SHLDR YES AGNST FOR Director Election Majority

Voting Standard

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Written Consent

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Stock Retention

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Sustainability Measure in Executive Compensation

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Review of Corporate Standards

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Sales to Sudan

Issuer: Celgene Corporation

Ticker: CELG

CUSIP: 151020-10-4

Meeting Date: 06/12/2013

**Election of Directors MGMT** YES FOR ALL-DIRS **FOR** Ratification of Appointment of **MGMT** YES **FOR FOR Independent Auditors** Amended Stock Incentive Plan MGMT YES **AGNST AGNST Executive Compensation** YES **FOR FOR** MGMT Shareholder Proposal Regarding **SHLDR** YES **AGNST FOR** 

Stock Retention

Issuer: CenturyLink, Inc.

Ticker: CTL

CUSIP: 156700-10-6

Meeting Date: 05/22/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Equity Compensation	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Bonus Deferrals	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Proxy Access	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Confidential Voting	SHLDR	YES	AGNST	FOR

Issuer: CF Industries Holdings,

Inc.

Ticker: CF

CUSIP: 125269-10-0

Meeting Date: 05/14/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Majority Voting	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Board Diversity	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Sustainability Report	SHLDR	YES	AGNST	FOR

**Issuer: Chevron Corporation** 

Ticker: CVX

CUSIP: 166764-10-0

Meeting Date: 05/29/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Ratification of Appointment of MGMT YES FOR FOR

**Independent Auditors** 

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Executive Compensation	MGMT	YES	FOR	FOR
Long-Term Incentive Plan	MGMT	YES	AGNST	AGNST
Shareholder Proposal Regarding Shale Energy Operations	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Offshore Oil Wells	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Climate Risk	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Lobbying Disclosure	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Cumulative Voting	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Special Meetings	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Director with Environmental Expertise	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Country Selection Guidelines	SHLDR	YES	AGNST	FOR
Issuer: CISCO Systems, Inc.				
Ticker: CSCO				
CUSIP: 17275R-10-2				
Meeting Date: 11/15/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amend Executive Incentive Plan	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Board Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Conflict Minerals	SHLDR	YES	AGNST	FOR
Issuer: Coach, Inc.				
Ticker: COH				
CUSIP: 189754-10-4				
Meeting Date: 11/07/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of	MGMT	YES	FOR	FOR

Independent Auditors				
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Coca-Cola Company, The				
Ticker: KO				
CUSIP: 191216-10-0				
Meeting Date: 07/10/2012				
Increase Authorized Common Stock and Effect a Split of Issued Common Stock	MGMT	YES	FOR	FOR
Issuer: Coca-Cola Company, The				
Ticker: KO				
CUSIP: 191216-10-0				
Meeting Date: 04/24/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Permit Shareholders to Call Special Meetings	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Committee on Human Rights	SHLDR	YES	AGNST	FOR
Issuer: Cognizant Technology Solutions Corporation				
Ticker: CTSH				
CUSIP: 192446-10-2				
Meeting Date: 06/04/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Annual Election of Directors	MGMT	YES	FOR	FOR
Employee Stock Purchase Plan	MGMT	YES	AGNST	AGNST
Issuer: CONSOL Energy, Inc.				
Ticker: CNX				
CUSIP: 20854P-10-9 Magazing Data: 05/08/2013				
Meeting Date: 05/08/2013 Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amended Executive Annual	MGMT	YES	FOR	FOR
Amended Laceutive Allitual	14101411	1123	TOK	ION

Incentive Plan				
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Climate Change	SHLDR	YES	AGNST	FOR
Issuer: Covidien PLC				
Ticker: COV				
CUSIP: 22303M-AB-5				
Meeting Date: 03/20/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Authorize Share Purchases	MGMT	YES	FOR	FOR
Authorize Price Range of Reissuing of Treasury Shares	MGMT	YES	FOR	FOR
Expand Authority to Execute Instruments of Transfer	MGMT	YES	FOR	FOR
Creation of Mallinkrodt Distributable Reserves	MGMT	YES	FOR	FOR
Issuer: CVS/Caremark Corporation				
Ticker: CVS				
CUSIP: 126650-10-0				
Meeting Date: 05/09/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Amend Employee Stock Purchase Plan	MGMT	YES	FOR	FOR
Reduce Voting Thresholds in Fair Price Provision	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Accelerated Vesting in Change	SHLDR	YES	AGNST	FOR

in Control				
Shareholder Proposal Regarding Lobbying Expenditures	SHLDR	YES	AGNST	FOR
Issuer: Diageo PLC				
Ticker: DEO				
CUSIP: 0237400				
Meeting Date: 10/17/2012				
Report and Accounts 2012	MGMT	YES	FOR	FOR
Directors' Remuneration Report 2012	MGMT	YES	FOR	FOR
Declaration of Final Dividend	MGMT	YES	FOR	FOR
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Appointment of Auditors	MGMT	YES	FOR	FOR
Remuneration of Auditors	MGMT	YES	FOR	FOR
Authority to Allot Shares	MGMT	YES	FOR	FOR
Disapplication of Pre-Emption Rights	MGMT	YES	FOR	FOR
Authority to Purchase Shares	MGMT	YES	FOR	FOR
Authority to Make Political Donations	MGMT	YES	FOR	FOR
Reduce Notice of General Meeting, other than an annual meeting	MGMT	YES	FOR	FOR
Issuer: Digital Realty Trust, Inc.				
Ticker: DLR				
CUSIP: 253868-10-3				
Meeting Date: 05/01/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Dollar General Corporation				
Ticker: DG				
CUSIP: 256677-10-5				
Meeting Date: 05/29/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR

Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Dow Chemical Company				
Ticker: DOW				
CUSIP: 260543-10-3				
Meeting Date: 05/09/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Issuer: E. I. Du Pont Nemours and Company				
Ticker: DD				
CUSIP: 263534-10-9				
Meeting Date: 04/24/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Board Chair	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Lobbying	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Genetically Engineered Seed	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Executive Compensation	SHLDR	YES	AGNST	FOR
Issuer: Eastman Chemical Company				
Ticker: EMN				
CUSIP: 277432-10-0				
Meeting Date: 05/02/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
	SHLDR	YES	AGNST	FOR

Shareholder Proposal Regarding

Written Consent

**Issuer: Eaton Corporation** 

Ticker: ETN

CUSIP: 278058-10-2

Meeting Date: 04/24/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Senior Executive Incentive Compensation Plan	MGMT	YES	FOR	FOR
Approve Executive Strategic Incentive Plan	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Authorizing Company to Make Overseas Market Purchases	MGMT	YES	FOR	FOR
Authorizing Price Range Company Can Reissues Shares it Holds as Treasury Shares	MGMT	YES	FOR	FOR

**Issuer: Eaton Corporation** 

Ticker: ETN

CUSIP: 278058-10-2

Meeting Date: 10/26/2012

Adoption of Transaction	MGMT	YES	FOR	FOR
Agreement				
Reduction of Capital, Creation of Distributable Reserves	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Adjourn Special Meeting	MGMT	YES	FOR	FOR

Issuer: Ebay, Inc.
Ticker: EBAY

CUSIP: 278642-10-3

Meeting Date: 04/18/2013

**Election of Directors** MGMT YES FOR ALL-DIRS **FOR Executive Compensation MGMT** YES FOR **FOR** Shareholder Proposal Regarding **SHLDR** YES **AGNST FOR** Lobbying Disclosure Shareholder Proposal Regarding **FOR SHLDR** YES **AGNST** 

Privacy and Data Security

Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Emerson Electric Company				
Ticker: EMR				
CUSIP: 291011-10-4				
Meeting Date: 02/05/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Declassify Board of Directors	MGMT	YES	FOR	FOR
Stockholder Proposal Regarding Sustainability Report	SHLDR	YES	AGNST	FOR
Issuer: Express Scripts Holding Company				
Ticker: ESRX				
CUSIP: 30219G-10-8				
Meeting Date: 03/11/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Exxon Mobil Corporation				
Ticker: XOM				
CUSIP: 30231G-10-2				
Meeting Date: 05/29/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Majority Vote for Directors	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Limited Directorships	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Lobbying	SHLDR	YES	AGNST	FOR

Shareholder Proposal Regarding Political Contributions Report	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Amendment of EEO Policy	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Natural Gas Production	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Gas Emissions Goals	SHLDR	YES	AGNST	FOR
Issuer: F5 Networks, Inc.				
Ticker: FFIV				
CUSIP: 315616-10-2				
Meeting Date: 03/13/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Declassify Board of Directors and Annual Election of Directors	MGMT	YES	FOR	FOR
Issuer: FedEx Corporation				
Ticker: FDX				
CUSIP: 31428X-10-6				
Meeting Date: 07/30/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Political Contributions Report	SHLDR	YES	AGNST	FOR
Issuer: Fifth Third Bancorp				
Ticker: FITB				
CUSIP: 316773-10-0				
Meeting Date: 04/16/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR

Issuer: General Electric

Company
Ticker: GE

CUSIP: 369604-10-3

Meeting Date: 04/24/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Cessation of All Stock Options and Bonuses	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Director Term Limits	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Multiple Candidate Elections	SHLDR	YES	AGNST	FOR

Issuer: Gilead Sciences, Inc.

Ticker: GILD

CUSIP: 37558-10-3

Meeting Date: 05/08/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Restatement of Equity Incentive Plan	MGMT	YES	FOR	FOR
Increase Authorized Shares	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding	SHLDR	YES	AGNST	FOR

Written Consent

Issuer: Google, Inc.

Ticker: GOOG

CUSIP: 38259P-50-8

Meeting Date: 06/06/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Lead Batteries in Supply Chain	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Equal Shareholder Voting	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Succession Planning	SHLDR	YES	AGNST	FOR
Issuer: Halliburton				
Ticker: HAL				
CUSIP: 406216-10-1				
Meeting Date: 05/15/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Amended Stock Incentive Plan	MGMT	YES	AGNST	AGNST
Shareholder Proposal Regarding Human Rights Policy	SHLDR	YES	AGNST	FOR
Issuer: Hancock Holding Company				
Ticker: HBHC				
CUSIP: 410120-10-9				
Meeting Date: 04/12/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: HCP, Inc.				
Ticker: HCP				
CUSIP: 40414L-10-9				
Meeting Date: 04/25/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR

Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Hewlett-Packard Company				
Ticker: HPQ				
CUSIP: 4828236-10-3				
Meeting Date: 03/20/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proxy Access	MGMT	YES	FOR	FOR
Amend Stock Incentive Plan	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Human Rights Committee	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Human Rights Policy	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Issuer: Hologic, Inc. Ticker: HOLX CUSIP: 436440-10-1 Meeting Date: 02/05/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amend Equity Incentive Plan	MGMT	YES	AGNST	AGNST
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Honeywell International Ticker: HON CUSIP: 438516-10-6 Meeting Date: 04/23/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR

Shareholder Proposal Regarding Accelerated Vesting	SHLDR	YES	AGNST	FOR
Issuer: Intel Corporation				
Ticker: INTC				
CUSIP: 458140-10-0				
Meeting Date: 05/16/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Approve Amended Equity Incentive Plan	MGMT	YES	AGNST	AGNST
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Issuer: International Business Machines Corporation				
Ticker: IBM				
CUSIP: 459200-10-1				
Meeting Date: 04/30/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Disclosure of Lobbying Policies and Practices	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Issuer: Intuitive Surgical, Inc.				
Ticker: ISRG				
CUSIP: 46120E-60-2				
Meeting Date: 04/25/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amended Incentive Award Plan	MGMT	YES	AGNST	AGSNT
Executive Compensation	MGMT	YES	FOR	FOR

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Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Johnson & Johnson				
Ticker: JNJ				
CUSIP: 478160-10-4				
Meeting Date: 04/25/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Political Contributions and Corporate Values	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Issuer: JPMorgan Chase & Co.				
Ticker: JPM				
CUSIP: 46625H-10-0				
Meeting Date: 05/21/2013	MOME	MEG		EOD
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Authorize Shareholder Action by Written Consent	MGMT	YES	FOR	FOR
Reapprove Key Executive Performance Plan	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Separation of Chairman and CEO	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Human Rights	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Disclosure of Lobbying Expenditures	SHLDR	YES	AGNST	FOR

Issuer: Kinder Morgan, Inc.

Ticker: KMI

CUSIP: 49456B-10-1

Meeting Date: 05/07/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Ratification of Appointment of MGMT YES FOR FOR FOR

Independent Auditors

Issuer: Lowe's Companies, Inc.

Ticker: LOW

CUSIP: 548661-10-7

Meeting Date: 05/31/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Ratification of Appointment of MGMT YES FOR FOR

Independent Auditors

Executive Compensation MGMT YES FOR FOR

Shareholder Proposal Regarding SHLDR YES AGNST FOR

Stock Retention

Issuer: LyondellBasell

Industries N.V. Ticker: LYB

CUSIP: N53745-10-0

Meeting Date: 05/22/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Adoption of Annual Accounts MGMT YES FOR FOR FOR

Discharge Management Board MGMT YES FOR FOR

Discharge Supervisory Board MGMT YES FOR FOR

Ratification of Appointment of MGMT YES FOR FOR Independent Auditors

Appointment of Auditors for MGMT YES FOR FOR

Dutch Annual Reports

Compensation of Supervisory MGMT YES FOR FOR

Board

Approve Dividends MGMT YES FOR FOR

Executive Compensation MGMT YES FOR FOR

Approval to Repurchase Issued MGMT YES FOR FOR

Share Capital

Approval to Cancel Share MGMT YES FOR FOR

Capital Held in Treasury

Amend Articles of Association MGMT YES FOR FOR

to Comply with Change in

**Dutch Law** 

Issuer: Masco Corporation

Ticker: MAS

CUSIP: 574599-10-6

Meeting Date: 05/07/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Declassify the Board of Directors	MGMT	YES	FOR	FOR

YES

**FOR** 

**MGMT** 

Approve Performance Metrics for Performance-Based

Compensation

Issuer: Mastercard Incorporated

Ticker: MA

CUSIP: 57636Q-10-4

Meeting Date: 06/18/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of	MGMT	YES	FOR	FOR

**Independent Auditors** 

Issuer: McDonald's Corporation

Ticker: MCD

CUSIP: 580135-10-1

Meeting Date: 05/23/2013

C				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Report on Executive Compensation	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding	SHLDR	YES	AGNST	FOR

SHLDR

YES

**AGNST** 

**FOR** 

**Nutrition Report** 

Human Rights Report

**Issuer: McKesson Corporation** 

Shareholder Proposal Regarding

**FOR** 

Ticker: MCK

CUSIP: 58155Q-10-3

Meeting Date: 07/25/2012

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Action by Written Consent	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Accelerated Vesting of Equity	SHLDR	YES	AGNST	FOR

Issuer: Mednax, Inc.

Ticker: MD

Awards

CUSIP: 58502B-10-6

Meeting Date: 03/12/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR

Issuer: Medtronic, Inc.

Ticker: MDT

CUSIP: 585055-10-6

Meeting Date: 08/23/2012

Wiceting Date. 00/23/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Majority Vote in Uncontested Elections of Directors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Proxy Access	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Simple Majority Voting	SHLDR	YES	AGNST	FOR

Issuer: Merck & Co., Inc.

Ticker: MRK

CUSIP: 58933Y-10-5

Meeting Date: 05/28/2013

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR

Executive Compensation MGMT YES FOR FOR

Shareholder Proposal Regarding SHLDR YES AGNST FOR Written Consent

Shareholder Proposal Regarding SHLDR YES AGNST

Shareholder Proposal Regarding SHLDR YES AGNST FOR Special Meetings

Shareholder Proposal Regarding SHLDR YES AGNST FOR Charitable and Political

Contributions Report

Shareholder Proposal Regarding SHLDR YES AGNST FOR Lobbying Activities

Issuer: MetLife, Inc.

Ticker: MET

CUSIP: 59156R-10-8

Meeting Date: 04/23/2013

Election of Directors MGMT YES FOR ALL-DIRS FOR Ratification of Appointment of MGMT YES FOR FOR

**Independent Auditors** 

Executive Compensation MGMT YES FOR FOR

**Issuer: Microsoft Corporation** 

Ticker: MSFT

CUSIP: 594918-10-4

Meeting Date: 11/28/2012

**Election of Directors MGMT** YES FOR ALL-DIRS **FOR Executive Compensation** MGMT YES **FOR FOR** Employee Stock Purchase Plan **MGMT** YES **FOR FOR** Ratification of Appointment of **MGMT** YES **FOR FOR Independent Auditors** 

YES

SHLDR

**AGNST** 

**FOR** 

Shareholder Proposal Regarding

**Cumulative Voting** 

Issuer: National Oilwell Varco,

Inc.

Ticker: NOV

CUSIP: 637071-10-1

Meeting Date: 05/22/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Advisory Vote on Executive Compensation	MGMT	YES	FOR	FOR
Amend Long-Term Incentive Plan	MGMT	YES	AGNST	AGNST
Approve Cash Incentive Plan	MGMT	YES	FOR	FOR
Issuer: NetApp, Inc.				
Ticker: NTAP				
CUSIP: 64110D-10-4				
Meeting Date: 08/31/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amend Equity Incentive Plan	MGMT	YES	AGNST	AGNST
Amend Employee Stock Purchase Plan	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Majority Voting Standard for Shareholder Proposals	SHLDR	YES	AGNST	FOR
Issuer: Newell Rubbermaid Inc.				
Ticker: NWL				
CUSIP: 651229-10-6				
Meeting Date: 05/07/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Approve Incentive Plan	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: NiSource Inc.				
Ticker: NI				
CUSIP: 65473P-10-5				
Meeting Date: 05/14/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR

Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Policy to End Benchmarking CEO Compensation	SHLDR	YES	AGNST	FOR
Issuer: Northeast Utilities				
Ticker: NU				
CUSIP: 664397-10-6				
Meeting Date: 10/31/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Re-Approval of Performance Goals Under Incentive Plan	MGMT	YES	FOR	FOR
Issuer: Norfolk Southern Corporation				
Ticker: NSC				
CUSIP: 655844-10-8				
Meeting Date: 05/09/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Allow Stockholders to Call a Special Meeting	MGMT	YES	FOR	FOR
Issuer: Oracle Corporation				
Ticker: ORCL				
CUSIP: 68389X-10-5				
Meeting Date: 11/07/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Increase in Shares Under Directors' Stock Plan	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Stockholder Proposal Regarding Performance Metrics	SHLDR	YES	AGNST	FOR
Stockholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR

Stockholder Proposal Regarding Equity Retention	SHLDR	YES	AGNST	FOR
Issuer: Panera Bread Company				
Ticker: PNRA				
CUSIP: 69840W-10-8				
Meeting Date: 05/22/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Peabody Energy Corporation				
Ticker: BTU				
CUSIP: 704549-10-4				
Meeting Date: 04/29/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Approve Performance Goals Under Annual Incentive Compensation Plan	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Lobbying Activities	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Issuer: PepsiCo, Inc.				
Ticker: PEP				
CUSIP: 713448-10-8				
Meeting Date: 05/01/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Petroleum & Resources Corporation				
Ticker: PEO				

CUSIP: 716549-10-0

Meeting Date: 03/19/2013

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Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Pfizer Inc.				
Ticker: PFE				
CUSIP: 717081-10-3				
Meeting Date: 04/25/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Stock Retention	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR
Issuer: Phillips 66				
Ticker: PSX				
CUSIP: 718546-10-4				
Meeting Date: 05/08/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Omnibus Stock Plan	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Frequency of Vote on Executive Compensation	MGMT	YES	3 YRS	AGNST
Issuer: Philip Morris International, Inc.				
Ticker: PM				
CUSIP: 718172-10-9				
Meeting Date: 05/08/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: PNC Financial Services Group, Inc. Ticker: PNC				

Ticker: PNC

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CUSIP: 693475-10-5				
Meeting Date: 04/23/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Report on Greenhouse Gas Emissions	SHLDR	YES	AGNST	FOR
Issuer: Potash Corporation of Saskatchewan Inc.				
Ticker: POT				
CUSIP: 73755L-10-7				
Meeting Date: 05/16/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Performance Option Plan	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Issuer: Praxair, Inc.				
Ticker: PX				
CUSIP: 74005P-10-4				
Meeting Date: 04/23/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Political Contributions	SHLDR	YES	AGNST	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Procter & Gamble Company, The				
Ticker: PG				
CUSIP: 742718-10-9				
Meeting Date: 10/09/2012				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
	SHLDR	YES	AGNST	FOR

Shareholder Proposal Regarding Political Contributions				
Shareholder Proposal Regarding Producer Responsibility for Packaging	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Simple Majority Voting	SHLDR	YES	AGNST	FOR
Issuer: QUALCOMM Incorporated				
Ticker: QCOM				
CUSIP: 747525-10-3				
Meeting Date: 03/05/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Amend Long-Term Incentive Plan	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Ryland Group, Inc., The				
Ticker: RYL				
CUSIP: 783764-10-3				
Meeting Date: 04/24/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Approve Performance Plan to Comply with IRS Code	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: Safeway Inc.				
Ticker: SWY				
CUSIP: 786514-20-8				
Meeting Date: 05/14/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Re-approve Equity and Incentive Award Plan	MGMT	YES	AGNST	AGNST
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR

Issuer: Schlumberger Limited

Ticker: SLB CUSIP: 806857-10-8 Meeting Date: 04/10/2013 **Election of Directors MGMT** YES FOR ALL-DIRS **FOR Executive Compensation** MGMT YES **FOR FOR FOR Approve Financial Statements MGMT** YES **FOR** and Declaration of Dividend Ratification of Appointment of MGMT YES **FOR FOR Independent Auditors** Approve Omnibus Incentive **FOR** MGMT YES **FOR** Plan Amended Employee Stock YES **FOR FOR MGMT** Purchase Plan Issuer: Seadrill Limited Ticker: SDRL CUSIP: G7945E-10-5 Meeting Date: 09/21/2012 **Election of Directors MGMT** YES FOR ALL-DIRS **FOR** Ratification of Appointment of **MGMT** YES **FOR FOR Independent Auditors Directors Remuneration MGMT** YES **FOR FOR** Issuer: Senomyx, Inc. Ticker: SNMX CUSIP: 81724Q-10-7 Meeting Date: 06/13/2013 **Election of Directors MGMT** YES FOR ALL-DIRS **FOR** Equity Incentive Plan **AGNST** MGMT YES **AGNST** Amend Employee Stock **MGMT** YES **FOR FOR** Purchase Plan **Approve Stock Option MGMT** YES **AGNST AGNST Exchange Program** Ratification of Appointment of **MGMT** YES **FOR FOR Independent Auditors** Issuer: Spectra Energy Corporation Ticker: SE CUSIP: 847560-10-9

**MGMT** 

YES

FOR ALL-DIRS

**FOR** 

Meeting Date: 04/30/2013

**Election of Directors** 

Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Disclosure of Political Contributions	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Fugitive Methane Emissions Report	SHLDR	YES	AGNST	FOR
Issuer: Target Corporation				
Ticker: TGT				
CUSIP: 87612E-10-6				
Meeting Date: 06/12/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Electronics Recycling	SHLDR	YES	AGNST	FOR
Terex Corporation				
Ticker: TEX				
CUSIP: 880779-10-3				
Meeting Date: 05/09/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Approve Amended Omnibus Incentive Plan	MGMT	YES	AGNST	AGNST
Approve Amendment to Deferred Compensation Plan to Comply with NYSE Regulations	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Teva Pharmaceutical Industries Ltd.				
Ticker: TEVA				
CUSIP: 881624-20-9				
Meeting Date: 09/04/2012				
Approve Dividends	MGMT	YES	FOR	FOR

Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Directors' Remuneration	MGMT	YES	FOR	FOR
Approve Amendments to Company's Articles of Association	MGMT	YES	FOR	FOR
Approve Indemnification and Release Agreements for Directors	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: T. Rowe Price Group, Inc.				
Ticker: TROW				
CUSIP: 74144T-10-8				
Meeting Date: 04/23/2013				
Election of Directors	MGMT	YES	FOR-ALL	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Issuer: U.S. Bancorp				
Ticker: USB				
CUSIP: 902973-30-4				
Meeting Date: 04/16/2013				
Election of Directors	MGMT	YES	FOR-ALL	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Issuer: Unilever PLC				
Ticker: UL				
CUSIP: 904767-70-4				
Meeting Date: 05/15/2013				
Report and Accounts for 2012	MGMT	YES	FOR	FOR
Remuneration of the Directors	MGMT	YES	FOR	FOR
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Remuneration of the Auditors	MGMT	YES	FOR	FOR

Renew Authority to Issue Shares	MGMT	YES	FOR	FOR
Disapplication of Pre-emption Rights	MGMT	YES	FOR	FOR
Renew Authority to Purchase Shares	MGMT	YES	FOR	FOR
Political Donations and Expenditure	MGMT	YES	FOR	FOR
Shorten Notice Period for General Meetings	MGMT	YES	FOR	FOR
Issuer: UnitedHealth Group, Inc.				
Ticker: UNH				
CUSIP: 91324P-10-2				
Meeting Date: 06/03/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Lobbying Disclosure	SHLDR	YES	AGNST	FOR
Issuer: United Technologies Corporation				
Ticker: UTX				
CUSIP: 913017-10-9				
Meeting Date: 04/29/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Verizon Communications, Inc.				
Ticker: VZ				
CUSIP: 92343V-10-4				
Meeting Date: 05/02/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Approve Long-Term Incentive Plan	MGMT	YES	AGNST	AGNST

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Shareholder Proposal Regarding Network Neutrality	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Lobbying Activities	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Proxy Access	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Severance Approval Policy	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Right to Call a Special Meeting	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Written Consent	SHLDR	YES	AGNST	FOR
Issuer: Walt Disney Company, The				
Ticker: DIS				
CUSIP: 254687-10-6				
Meeting Date: 03/06/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
<b>Executive Compensation</b>	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Proxy Access	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Separation of Chairman and CEO	SHLDR	YES	AGNST	FOR
Issuer: Wellcare Health Plans, Inc.				
Ticker: WCG				
CUSIP: 94946T-10-6				
Meeting Date: 05/22/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Approve Incentive Compensation Plan	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR

Issuer: Wells Fargo & Company

Ticker: WFC

CUSIP: 949746-10-1

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Meeting Date: 04/23/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Approve Amended Long-Term Incentive Plan	MGMT	YES	AGNST	AGNST
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Shareholder Proposal Regarding Independent Chairman	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Lobbying Practices	SHLDR	YES	AGNST	FOR
Shareholder Proposal Regarding Report on Mortgage Servicing and Foreclosure Practices	SHLDR	YES	AGNST	FOR
Issuer: Wisconsin Energy Corporation				
Ticker: WEC				
CUSIP: 98956P-10-2				
Meeting Date: 05/02/2013				
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Issuer: Zimmer Holdings, Inc.				
Ticker: ZMH				
CUSIP: 98956P-10-2				
Meeting Date: 05/07/2013	MOME	MEG	FOR ALL DIRG	EOD
Election of Directors	MGMT	YES	FOR ALL-DIRS	FOR
Executive Compensation	MGMT	YES	FOR	FOR
Ratification of Appointment of Independent Auditors	MGMT	YES	FOR	FOR
Approve Amended Executive Performance Incentive Plan	MGMT	YES	FOR	FOR
Approve Amended Stock Incentive Plan	MGMT	YES	AGNST	AGNST

### SIGNATURES:

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

	EXPRESS COMPANY
(Registrant)	
BY:	/s/ Mark E. Stoeckle
DI.	
	Mark E. Stoeckle Chief Executive Officer
	(Principal Executive Officer)
DATE:	July 30, 2013