CALAMOS STRATEGIC TOTAL RETURN FUND
Form N-PX
August 28, 2006

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:	811-21484
NAME OF REGISTRANT:	CALAMOS STRATEGIC TOTAL RETURN FUND
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES:	2020 Calamos Court Naperville , IL 60563
NAME AND ADDRESS OF AGENT FOR SERVICE:	James S. Hamman, Jr., Secretary 2020 Calamos Court Naperville , IL 60563
REGISTRANT'S TELEPHONE NUMBER:	(630) 245-7200
DATE OF FISCAL YEAR END:	10/31
DATE OF REPORTING PERIOD:	07/01/2005 - 06/30/2006

Calamos Strategic Total Return Fund

ALTRIA GROUP, INC. Agen

Security: 02209S103
Meeting Type: Annual
Meeting Date: 27-Apr-2006
Ticker: MO
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	ELIZABETH E. BAILEY	Mgmt	For
	HAROLD BROWN	Mgmt	For
	MATHIS CABIALLAVETTA	Mgmt	For
	LOUIS C. CAMILLERI	Mgmt	For
	J. DUDLEY FISHBURN	Mgmt	For
	ROBERT E. R. HUNTLEY	Mgmt	For
	THOMAS W. JONES	Mgmt	Withheld
	GEORGE MUNOZ	Mgmt	For
	LUCIO A. NOTO	Mgmt	For

	JOHN S. REED	Mgmt	For
	STEPHEN M. WOLF	Mgmt	For
02	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL 1 - REQUESTING INDEPENDENT BOARD CHAIRMAN	Shr	Against
04	STOCKHOLDER PROPOSAL 2 - REQUESTING COMMITMENT TO GLOBAL HUMAN RIGHTS STANDARDS	Shr	Against
05	STOCKHOLDER PROPOSAL 3 - SEEKING TO ADDRESS HEALTH HAZARDS FOR AFRICAN AMERICANS ASSOCIATED WITH SMOKING MENTHOL CIGARETTES	Shr	Against
06	STOCKHOLDER PROPOSAL 4 - SEEKING TO EXTEND NEW YORK FIRE-SAFE PRODUCTS GLOBALLY	Shr	Against
07	STOCKHOLDER PROPOSAL 5 - REQUESTING ADOPTION OF ANIMAL WELFARE POLICY	Shr	Against
08	STOCKHOLDER PROPOSAL 6 - REQUESTING SUPPORT FOR LAWS AT ALL LEVELS COMBATING USE OF TOBACCO	Shr	Against
09	STOCKHOLDER PROPOSAL 7 - SEEKING TO FACILITATE MEDICAL EFFORTS TO DISSUADE SECONDHAND SMOKE	Shr	Against

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AT&T INC. Agen

Security: 00206R102
Meeting Type: Annual
Meeting Date: 28-Apr-2006
Ticker: T
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WILLIAM F. ALDINGER III	Mgmt	Withheld
	GILBERT F. AMELIO	Mgmt	For
	AUGUST A. BUSCH III	Mgmt	For
	MARTIN K. EBY, JR.	Mgmt	For
	JAMES A. HENDERSON	Mgmt	For
	CHARLES F. KNIGHT	Mgmt	For
	JON C. MADONNA	Mgmt	For
	LYNN M. MARTIN	Mgmt	For
	JOHN B. MCCOY	Mgmt	For
	MARY S. METZ	Mgmt	For
	TONI REMBE	Mgmt	For
	S. DONLEY RITCHEY	Mgmt	For
	JOYCE M. ROCHE	Mgmt	For
	RANDALL L. STEPHENSON	Mgmt	For
	LAURA D'ANDREA TYSON	Mgmt	For
	PATRICIA P. UPTON	Mgmt	For
	EDWARD E. WHITACRE, JR.	Mgmt	For

02	APPROVE APPOINTMENT OF INDEPENDENT AUDITORS	Mgmt	For
03	APPROVE 2006 INCENTIVE PLAN	Mgmt	For
04	APPROVE AMENDMENT TO RESTATED CERTIFICATE OF INCORPORATION	Mgmt	For
05	STOCKHOLDER PROPOSAL A - Political Contributions Report	Shr	Against
06	STOCKHOLDER PROPOSAL B - Independent Board Chairman	Shr	Against
07	STOCKHOLDER PROPOSAL C - SBC Corporation Executive Compensation	Shr	Against
08	STOCKHOLDER PROPOSAL D - Director Compensation - SBC	Shr	Against
09	STOCKHOLDER PROPOSAL E - Shareholder Ratification of Severance Agreement	Shr	For
10	STOCKHOLDER PROPOSAL F - Adopt Simple Majority Vote	Shr	Against

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BANK OF AMERICA CORPORATION Agen

Security: 060505104
Meeting Type: Annual
Meeting Date: 26-Apr-2006
Ticker: BAC
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WILLIAM BARNET, III	Mgmt	For
	FRANK P. BRAMBLE, SR.	Mgmt	For
	JOHN T. COLLINS	Mgmt	For
	GARY L. COUNTRYMAN	Mgmt	For
	TOMMY R. FRANKS	Mgmt	For
	PAUL FULTON	Mgmt	For
	CHARLES K. GIFFORD	Mgmt	For
	W. STEVEN JONES	Mgmt	For
	KENNETH D. LEWIS	Mgmt	For
	MONICA C. LOZANO	Mgmt	For
	WALTER E. MASSEY	Mgmt	For
	THOMAS J. MAY	Mgmt	For
	PATRICIA E. MITCHELL	Mgmt	For
	THOMAS M. RYAN	Mgmt	For
	O. TEMPLE SLOAN, JR.	Mgmt	For
	MEREDITH R. SPANGLER	Mgmt	For
	ROBERT L. TILLMAN	Mgmt	For
	JACKIE M. WARD	Mgmt	For
02	RATIFICATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006.	Mgmt	For
03	ADOPT AN AMENDMENT TO THE 2003 KEY ASSOCIATE STOCK PLAN.	Mgmt	For

04	STOCKHOLDER PROPOSAL- POLITICAL CONTRIBUTIONS	Shr	Against
05	STOCKHOLDER PROPOSAL- MAJORITY VOTING IN DIRECTOR ELECTIONS	Shr	Against
06	STOCKHOLDER PROPOSAL- INDEPENDENT BOARD CHAIRMAN	Shr	Against
07	STOCKHOLDER PROPOSAL- EQUAL EMPLOYMENT OPPORTUNITY POLICY	Shr	Against

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BAXTER INTERNATIONAL INC. Agen

Security: 071813109
Meeting Type: Annual
Meeting Date: 09-May-2006
Ticker: BAX
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WALTER E. BOOMER	Mgmt	Withheld
	J.R. GAVIN III, MD PHD	Mgmt	Withheld
	PETER S. HELLMAN	Mgmt	Withheld
	K.J. STORM	Mgmt	Withheld
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	Abstain
03	PROPOSAL TO AMEND ARTICLE SIXTH OF THE RESTATED CERTIFICATE OF INCORPORATION ELIMINATING THE CLASSIFIED STRUCTURE OF THE BOARD OF DIRECTORS	Mgmt	Abstain
04	PROPOSAL TO AMEND ARTICLE FIFTH OF THE RESTATED CERTIFICATE OF INCORPORATION REDUCING THE MINIMUM AND MAXIMUM NUMBER OF DIRECTORS	Mgmt	Abstain
05	PROPOSAL RELATING TO THE REDEMPTION OF THE SHAREHOLDER RIGHTS PLAN	Shr	Abstain

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BCE INC Agen

Security: 05534B109
Meeting Type: SGM
Meeting Date: 07-Jun-2006
Ticker:
ISIN: CA05534B1094

Prop.#	Proposal	Proposal Type	Proposal Vote

	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 312345 DUE TO CHANGE IN RECORD DATE. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	No vote
1.1	Elect Mr. A. Berard as a Director	Mgmt	For
1.2	Elect Mr. R.A. Brenneman as a Director	Mgmt	For
1.3	Elect Mr. R.J. Currie as a Director	Mgmt	For
1.4	Elect Mr. A.S. Fell as a Director	Mgmt	For
1.5	Elect Mr. D. Soble Kaufman as a Director	Mgmt	For
1.6	Elect Mr. B.M. Levitt as a Director	Mgmt	For
1.7	Elect Mr. E.C. Lumley as a Director	Mgmt	For
1.8	Elect Mr. J. Maxwell as a Director	Mgmt	For
1.9	Elect Mr. J.H. Mcarthur as a Director	Mgmt	For
1.10	Elect Mr. T.C. O Neill as a Director	Mgmt	For
1.11	Elect Mr. J.A. Pattison as a Director	Mgmt	For
1.12	Elect Mr. R.C. Pozen as a Director	Mgmt	For
1.13	Elect Mr. M.J. Sabia as a Director	Mgmt	For
1.14	Elect Mr. P.M. Tellier as a Director	Mgmt	For
1.15	Elect Mr. V.L. Young as a Director	Mgmt	For
2.	Appoint Deloitte & Touche LLP as the Auditor	Mgmt	For
S.3	Approve the BCE Plan of Arrangement under which BCE Inc. would distribute units in Bell Aliant Regional Communications Income Fund to its holders of common shares as a return of capital and effect a reduction of approximately 75 Million common shares	Mgmt	For
4.	Approve to convert the whole of BCE Inc. into an Income Trust Fund which would distribute to unitholders at least 90% of its annual free cash flow	Mgmt	Against

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BELLSOUTH CORPORATION Agen

Security: 079860102
Meeting Type: Annual
Meeting Date: 24-Apr-2006
Ticker: BLS
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	F.D. ACKERMAN	Mgmt	For
	R.V. ANDERSON	Mgmt	For
	J.H. BLANCHARD	Mgmt	For
	J.H. BROWN	Mgmt	For
	A.M. CODINA	Mgmt	For
	M.L. FEIDLER	Mgmt	For
	K.F. FELDSTEIN	Mgmt	For
	J.P. KELLY	Mgmt	For
	L.F. MULLIN	Mgmt	For
	R.B. SMITH	Mgmt	For
	W.S. STAVROPOULOS	Mgmt	For
02	RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	SHAREHOLDER PROPOSAL RE: DISCLOSURE OF POLITICAL CONTRIBUTIONS	Shr	Against

BRISTOL-MYERS SQUIBB COMPANY Agen

Security: 110122108
Meeting Type: Annual
Meeting Date: 02-May-2006
Ticker: BMY
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	R.E. ALLEN	Mgmt	For
	L.B. CAMPBELL	Mgmt	For
	V.D. COFFMAN	Mgmt	For
	J.M. CORNELIUS	Mgmt	For
	P.R. DOLAN	Mgmt	For
	L.J. FREEH	Mgmt	For
	L.H. GLIMCHER, M.D.	Mgmt	For
	L. JOHANSSON	Mgmt	For
	J.D. ROBINSON III	Mgmt	For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	EXECUTIVE COMPENSATION DISCLOSURE	Shr	Against
04	CUMULATIVE VOTING	Shr	Against
05	RECOUPMENT	Shr	Against
06	ANIMAL TREATMENT	Shr	Against

07	TERM LIMITS	Shr	Against

CATERPILLAR INC. — Agen

Security: 149123101
Meeting Type: Annual
Meeting Date: 14-Jun-2006
Ticker: CAT
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	DAVID R. GOODE	Mgmt	For
	JAMES W. OWENS	Mgmt	For
	CHARLES D. POWELL	Mgmt	For
	JOSHUA I. SMITH	Mgmt	For
02	AMEND ARTICLES OF INCORPORATION	Mgmt	For
03	APPROVE LONG-TERM INCENTIVE PLAN	Mgmt	For
04	APPROVE SHORT-TERM INCENTIVE PLAN	Mgmt	For
05	RATIFY AUDITORS	Mgmt	For
06	STOCKHOLDER PROPOSAL - DECLASSIFY BOARD	Shr	Against
07	STOCKHOLDER PROPOSAL - SEPARATE CEO & CHAIR	Shr	Against
08	STOCKHOLDER PROPOSAL - MAJORITY VOTE STANDARD	Shr	Against

CITIGROUP INC. — Agen

Security: 172967101
Meeting Type: Annual
Meeting Date: 18-Apr-2006
Ticker: C
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	C. MICHAEL ARMSTRONG	Mgmt	For
	ALAIN J.P. BELDA	Mgmt	For
	GEORGE DAVID	Mgmt	For
	KENNETH T. DERR	Mgmt	For
	JOHN M. DEUTCH	Mgmt	For
	R. HERNANDEZ RAMIREZ	Mgmt	For
	ANN DIBBLE JORDAN	Mgmt	For

	KLAUS KLEINFELD	Mgmt	For
	ANDREW N. LIVERIS	Mgmt	For
	DUDLEY C. MECUM	Mgmt	For
	ANNE MULCAHY	Mgmt	For
	RICHARD D. PARSONS	Mgmt	For
	CHARLES PRINCE	Mgmt	For
	JUDITH RODIN	Mgmt	For
	ROBERT E. RUBIN	Mgmt	For
	FRANKLIN A. THOMAS	Mgmt	For
02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITIGROUP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006.	Mgmt	For
03	PROPOSAL TO AMEND ARTICLE FOURTH OF THE RESTATED CERTIFICATE OF INCORPORATION.	Mgmt	For
04	PROPOSAL TO AMEND ARTICLE EIGHTH OF THE RESTATED CERTIFICATE OF INCORPORATION.	Mgmt	For
05	PROPOSAL TO AMEND ARTICLE NINTH OF THE RESTATED CERTIFICATE OF INCORPORATION.	Mgmt	For
06	STOCKHOLDER PROPOSAL REQUESTING NO FUTURE NEW STOCK OPTION GRANTS AND NO RENEWAL OR REPRICING OF CURRENT STOCK OPTIONS.	Shr	Against
7	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
8	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON CHARITABLE CONTRIBUTIONS.	Shr	Against
9	STOCKHOLDER PROPOSAL REQUESTING THE ADOPTION OF A POLICY REGARDING PERFORMANCE-BASED EQUITY COMPENSATION FOR SENIOR EXECUTIVES.	Shr	Against
10	STOCKHOLDER PROPOSAL REGARDING REIMBURSEMENT OF EXPENSES INCURRED BY A STOCKHOLDER IN A CONTESTED ELECTION OF DIRECTORS.	Shr	Against
11	STOCKHOLDER PROPOSAL REQUESTING THAT THE CHAIRMAN OF THE BOARD HAVE NO MANAGEMENT DUTIES, TITLES OR RESPONSIBILITIES.	Shr	Against
12	STOCKHOLDER PROPOSAL REQUESTING THE RECOUPMENT OF MANAGEMENT BONUSES IN THE EVENT OF A RESTATEMENT OF EARNINGS.	Shr	Against

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CONOCOPHILLIPS Agen

Security: 20825C104
Meeting Type: Annual
Meeting Date: 10-May-2006
Ticker: COP
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	RICHARD L. ARMITAGE	Mgmt	For
	RICHARD H. AUCHINLECK	Mgmt	For
	HARALD J. NORVIK	Mgmt	For
	WILLIAM K. REILLY	Mgmt	For
	VICTORIA J. TSCHINKEL	Mgmt	For
	KATHRYN C. TURNER	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006	Mgmt	For
03	DRILLING IN SENSITIVE AREAS	Shr	Against
04	DIRECTOR ELECTION VOTE STANDARD	Shr	Against
05	SHAREHOLDER APPROVAL OF FUTURE EXTRAORDINARY RETIREMENT BENEFITS FOR SENIOR EXECUTIVES	Shr	Against
06	ENVIRONMENTAL ACCOUNTABILITY TO COMMUNITIES	Shr	Against
07	EQUITABLE COMPENSATION OF NON-EMPLOYEE DIRECTORS	Shr	Against

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ELI LILLY AND COMPANY Agen

Security: 532457108
Meeting Type: Annual
Meeting Date: 24-Apr-2006
Ticker: LLY
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	M.S. FELDSTEIN	Mgmt	For
	J.E. FYRWALD	Mgmt	For
	E.R. MARRAM	Mgmt	For
	S. TAUREL	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITORS FOR 2006.	Mgmt	For
03	PROPOSAL BY SHAREHOLDERS ON EXTENDING THE COMPANY S ANIMAL CARE AND USE POLICY TO CONTRACT LABS.	Shr	Against
04	PROPOSAL BY SHAREHOLDERS ON SEPARATING THE ROLES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.	Shr	Against
05	PROPOSAL BY SHAREHOLDERS ON ANNUAL ELECTION OF EACH DIRECTOR.	Shr	Against

06	PROPOSAL BY SHAREHOLDERS ON ELECTION OF DIRECTORS BY MAJORITY VOTE.	Shr	Against

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GENERAL ELECTRIC COMPANY — Agen

Security: 369604103
Meeting Type: Annual
Meeting Date: 26-Apr-2006
Ticker: GE
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR		
	JAMES I. CASH, JR.	Mgmt	For
	SIR WILLIAM M. CASTELL	Mgmt	For
	ANN M. FUDGE	Mgmt	For
	CLAUDIO X. GONZALEZ	Mgmt	Withheld
	JEFFREY R. IMMELT	Mgmt	For
	ANDREA JUNG	Mgmt	For
	ALAN G. LAFLEY	Mgmt	For
	ROBERT W. LANE	Mgmt	For
	RALPH S. LARSEN	Mgmt	For
	ROCHELLE B. LAZARUS	Mgmt	For
	SAM NUNN	Mgmt	For
	ROGER S. PENSKE	Mgmt	For
	ROBERT J. SWIERINGA	Mgmt	For
	DOUGLAS A. WARNER III	Mgmt	For
	ROBERT C. WRIGHT	Mgmt	For
B	RATIFICATION OF SELECTION OF INDEPENDENT AUDITOR	Mgmt	For
01	CUMULATIVE VOTING	Shr	Against
02	CURB OVER-EXTENDED DIRECTORS	Shr	Against
03	ONE DIRECTOR FROM THE RANKS OF RETIREES	Shr	Against
04	INDEPENDENT BOARD CHAIRMAN	Shr	Against
05	DIRECTOR ELECTION MAJORITY VOTE STANDARD	Shr	Against
06	REPORT ON GLOBAL WARMING SCIENCE	Shr	Against

GENERAL GROWTH PROPERTIES, INC. — Agen

Security: 370021107
Meeting Type: Annual
Meeting Date: 16-May-2006
Ticker: GGP
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	ADAM METZ	Mgmt	For
	ROBERT MICHAELS	Mgmt	For
	THOMAS NOLAN	Mgmt	For
	JOHN RIORDAN	Mgmt	For
02	AMENDMENT OF THE 2003 INCENTIVE STOCK PLAN TO PROVIDE FOR AN ANNUAL AWARD OF RESTRICTED STOCK TO OUR NON-EMPLOYEE DIRECTORS AND TO PERMIT ISSUANCES UNDER THE PLAN TO BE EFFECTED ELECTRONICALLY.	Mgmt	For
03	RATIFICATION OF THE SELECTION OF INDEPENDENT PUBLIC ACCOUNTANTS.	Mgmt	For

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INTEL CORPORATION Agen

Security: 458140100
Meeting Type: Annual
Meeting Date: 17-May-2006
Ticker: INTC
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CRAIG R. BARRETT	Mgmt	For
1B	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Mgmt	For
1C	ELECTION OF DIRECTOR: E. JOHN P. BROWNE	Mgmt	For
1D	ELECTION OF DIRECTOR: D. JAMES GUZY	Mgmt	For
1E	ELECTION OF DIRECTOR: REED E. HUNDT	Mgmt	For
1F	ELECTION OF DIRECTOR: PAUL S. OTELLINI	Mgmt	For
1G	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Mgmt	For
1H	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Mgmt	For
1I	ELECTION OF DIRECTOR: JANE E. SHAW	Mgmt	For
1J	ELECTION OF DIRECTOR: JOHN L. THORNTON	Mgmt	For
1K	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Mgmt	For
02	AMENDMENT OF THE SECOND RESTATED CERTIFICATE OF INCORPORATION (CERTIFICATE OF INCORPORATION) TO REPEAL ARTICLE 10 (THE FAIR PRICE PROVISION)	Mgmt	For
03	AMENDMENT OF THE CERTIFICATE OF INCORPORATION	Mgmt	For

	TO REPEAL ARTICLE 7 AND ARTICLE 12 (THE SUPERMAJORITY VOTE PROVISIONS)		
04	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR	Mgmt	For
05	APPROVAL OF THE 2006 EQUITY INCENTIVE PLAN	Mgmt	For
06	APPROVAL OF THE 2006 STOCK PURCHASE PLAN	Mgmt	For

JEFFERSON-PILOT CORPORATION — Agen

Security: 475070108
Meeting Type: Special
Meeting Date: 20-Mar-2006
Ticker: JP
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 9, 2005, AS AMENDED AS OF JANUARY 26, 2006, BY AND AMONG JEFFERSON-PILOT CORPORATION, LINCOLN NATIONAL CORPORATION (WHICH IS REFERRED TO AS LNC), QUARTZ CORPORATION, A WHOLLY OWNED SUBSIDIARY OF LNC, AND LINCOLN JP HOLDINGS, L.P., A WHOLLY OWNED SUBSIDIARY OF LNC, AND THE PLAN OF MERGER CONTAINED THEREIN.	Mgmt	For
02	TO APPROVE ADJOURNMENTS OF THE JEFFERSON-PILOT SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ABOVE PROPOSAL.	Mgmt	For

JOHNSON & JOHNSON — Agen

Security: 478160104
Meeting Type: Annual
Meeting Date: 27-Apr-2006
Ticker: JNJ
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	MARY S. COLEMAN	Mgmt	For
	JAMES G. CULLEN	Mgmt	For
	ROBERT J. DARRETTA	Mgmt	For

	MICHAEL M. E. JOHNS	Mgmt	For
	ANN D. JORDAN	Mgmt	For
	ARNOLD G. LANGBO	Mgmt	For
	SUSAN L. LINDQUIST	Mgmt	For
	LEO F. MULLIN	Mgmt	For
	CHRISTINE A. POON	Mgmt	For
	CHARLES PRINCE	Mgmt	For
	STEVEN S REINEMUND	Mgmt	For
	DAVID SATCHER	Mgmt	For
	WILLIAM C. WELDON	Mgmt	For
02	APPROVAL OF AMENDMENTS TO THE RESTATED CERTIFICATE OF INCORPORATION	Mgmt	For
03	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
04	PROPOSAL ON CHARITABLE CONTRIBUTIONS	Shr	Against
05	PROPOSAL ON MAJORITY VOTING REQUIREMENTS FOR DIRECTOR NOMINEES	Shr	Against

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KERR-MCGEE CORPORATION Agen

Security: 492386107
Meeting Type: Annual
Meeting Date: 09-May-2006
Ticker: KMG
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	SYLVIA A. EARLE	Mgmt	Withheld
	MARTIN C. JISCHKE	Mgmt	Withheld
	LEROY C. RICHIE	Mgmt	Withheld
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR 2006.	Mgmt	Abstain
03	STOCKHOLDER PROPOSAL REQUESTING ESTABLISHMENT OF AN OFFICE OF THE BOARD OF DIRECTORS.	Shr	Abstain

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LINCOLN NATIONAL CORPORATION Agen

Security: 534187109
Meeting Type: Annual
Meeting Date: 09-Jun-2006
Ticker: LNC
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	JON A. BOSCIA	Mgmt	For
	GEORGE W. HENDERSON III	Mgmt	For
	ERIC G. JOHNSON	Mgmt	For
	M. LEANNE LACHMAN	Mgmt	For
	ISAIAH TIDWELL	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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MARATHON OIL CORPORATION Agen

Security: 565849106
Meeting Type: Annual
Meeting Date: 26-Apr-2006
Ticker: MRO
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	CLARENCE P. CAZALOT, JR	Mgmt	For
	DAVID A. DABERKO	Mgmt	For
	WILLIAM L. DAVIS	Mgmt	For
02	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2006.	Mgmt	For
03	BOARD PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.	Mgmt	For
04	BOARD PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO REVISE THE PURPOSE CLAUSE, ELIMINATE THE SERIES A JUNIOR PREFERRED STOCK AND MAKE OTHER TECHNICAL CHANGES.	Mgmt	For
05	STOCKHOLDER PROPOSAL TO ELECT DIRECTORS BY A MAJORITY VOTE.	Shr	Against
06	STOCKHOLDER PROPOSAL FOR A SIMPLE MAJORITY VOTE OF STOCKHOLDERS.	Shr	Against

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MASCO CORPORATION Agen

Security: 574599106
Meeting Type: Annual

Meeting Date: 09-May-2006
Ticker: MAS
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	THOMAS G. DENOMME	Mgmt	For
	RICHARD A. MANOOGIAN	Mgmt	For
	MARY ANN VAN LOKEREN	Mgmt	For
02	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE COMPANY FOR THE YEAR 2006.	Mgmt	For

MAYTAG CORPORATION Agen

Security: 578592107
Meeting Type: Special
Meeting Date: 22-Dec-2005
Ticker: MYG
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 22, 2005, BY AND AMONG WHIRLPOOL CORPORATION, WHIRLPOOL ACQUISITION CO., AND MAYTAG CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME.	Mgmt	For
02	IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE ON SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING OF STOCKHOLDERS OR ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING OF STOCKHOLDERS, INCLUDING ANY PROCEDURAL MATTERS INCIDENT TO THE CONDUCT OF THE MEETING OF STOCKHOLDERS, SUCH AS THE APPROVAL OF ANY PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE.	Mgmt	For

MERCK & CO., INC. Agen

Security: 589331107
Meeting Type: Annual
Meeting Date: 25-Apr-2006
Ticker: MRK
ISIN:

Prop.#	Proposal	Proposal	Proposal Vote

		Type	
01	DIRECTOR		
	RICHARD T. CLARK	Mgmt	For
	LAWRENCE A. BOSSIDY	Mgmt	For
	WILLIAM G. BOWEN	Mgmt	For
	JOHNNETTA B. COLE	Mgmt	For
	WILLIAM B. HARRISON, JR	Mgmt	For
	WILLIAM N. KELLEY	Mgmt	For
	ROCHELLE B. LAZARUS	Mgmt	For
	THOMAS E. SHENK	Mgmt	For
	ANNE M. TATLOCK	Mgmt	For
	SAMUEL O. THIER	Mgmt	For
	WENDELL P. WEEKS	Mgmt	For
	PETER C. WENDELL	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006	Mgmt	For
03	PROPOSAL TO ADOPT THE 2007 INCENTIVE STOCK PLAN	Mgmt	For
04	PROPOSAL TO ADOPT THE 2006 NON-EMPLOYEE DIRECTORS STOCK OPTION PLAN	Mgmt	For
05	STOCKHOLDER PROPOSAL CONCERNING STOCK OPTION AWARDS	Shr	Against
06	STOCKHOLDER PROPOSAL CONCERNING NON-DIRECTOR SHAREHOLDER VOTES	Shr	Against
07	STOCKHOLDER PROPOSAL CONCERNING AN ANIMAL WELFARE POLICY REPORT	Shr	Against

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MICROSOFT CORPORATION Agen

Security: 594918104
Meeting Type: Annual
Meeting Date: 09-Nov-2005
Ticker: MSFT
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WILLIAM H. GATES III	Mgmt	For
	STEVEN A. BALLMER	Mgmt	For
	JAMES I. CASH JR.	Mgmt	For
	DINA DUBLON	Mgmt	For
	RAYMOND V. GILMARTIN	Mgmt	For
	A. MCLAUGHLIN KOROLOGOS	Mgmt	For
	DAVID F. MARQUARDT	Mgmt	For
	CHARLES H. NOSKI	Mgmt	For
	HELMUT PANKE	Mgmt	For
	JON A. SHIRLEY	Mgmt	For

02	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITOR	Mgmt	For

NOKIA CORPORATION — Agen

Security: 654902204
Meeting Type: Annual
Meeting Date: 13-Mar-2006
Ticker: NOK
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
02	APPROVAL OF THE INCOME STATEMENTS AND THE BALANCE SHEETS.	Mgmt	For
03	PROPOSAL TO THE ANNUAL GENERAL MEETING OF A DIVIDEND OF EUR 0.37 PER SHARE.	Mgmt	For
04	APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY.	Mgmt	For
05	APPROVAL OF THE REMUNERATION TO BE PAID TO THE MEMBERS OF THE BOARD OF DIRECTORS.	Mgmt	For
06	PROPOSAL ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS AS PROPOSED BY THE CORPORATE GOVERNANCE AND NOMINATION COMMITTEE.	Mgmt	For
07	DIRECTOR		
	PAUL J. COLLINS	Mgmt	For
	GEORG EHRNROOTH	Mgmt	For
	DANIEL R. HESSE	Mgmt	For
	BENGT HOLMSTROM	Mgmt	For
	PER KARLSSON	Mgmt	For
	EDOUARD MICHELIN	Mgmt	For
	JORMA OLLILA	Mgmt	For
	MARJORIE SCARDINO	Mgmt	For
	KEIJO SUILA	Mgmt	For
	VESA VAINIO	Mgmt	For
08	APPROVAL OF THE REMUNERATION TO BE PAID TO THE AUDITOR.	Mgmt	For
09	APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2006.	Mgmt	For
10	PROPOSAL OF THE BOARD TO REDUCE THE SHARE CAPITAL THROUGH CANCELLATION OF NOKIA SHARES HELD BY COMPANY.	Mgmt	For
11	AUTHORIZATION TO THE BOARD TO INCREASE THE SHARE CAPITAL OF THE COMPANY.	Mgmt	For
12	AUTHORIZATION TO THE BOARD TO REPURCHASE NOKIA	Mgmt	For

	SHARES.		
13	AUTHORIZATION TO THE BOARD TO DISPOSE NOKIA SHARES HELD BY THE COMPANY.	Mgmt	For
14	MARK THE FOR BOX IF YOU WISH TO INSTRUCT NOKIA S LEGAL COUNSELS TO VOTE IN THEIR DISCRETION ON YOUR BEHALF ONLY UPON ITEM 14.	Mgmt	For

OMV AG, WIEN — Agen

Security: A51460110
Meeting Type: AGM
Meeting Date: 24-May-2006
Ticker:
ISIN: AT0000743059

Prop.#	Proposal	Proposal Type	Proposal Vote
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 304877 DUE TO ADDITION OF RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	No Action
1.	Receive the annual report and approve the reporting of the Supervisory Board for the 2005 business year	Mgmt	No Action
2.	Approve the allocation of net income	Mgmt	No Action
3.	Approve the actions of the Managing Board and the Supervisory Board for the FY 2005	Mgmt	No Action
4.	Approve the statuary allowance of the Supervisory Board	Mgmt	No Action
5.A	Authorize the Managing Board to buy own shares within the next 18 months and authorize the Managing Board to use own shares for the purpose of tendering stock option for employees	Mgmt	No Action
5.B	Authorize the Managing Board to use own shares for the purpose of tendering convertible bonds	Mgmt	No Action
5.C	Authorize the Managing Board to decrease the Company s share capital by collecting own shares; authorize the Supervisory Board to change the related statutes of the Articles of Association	Mgmt	No Action
5.D	Authorize the Managing Board to sell own shares at the stock exchange or by official offer	Mgmt	No Action
6.	Ratify Deloitte Wirtschaftspruefungs GmbH Auditors	Mgmt	No Action
7.	Approve 2006 Stock Option Plan for Key Employees	Mgmt	No Action

and creation of EUR 80,000 of capital to Guarantee Conversion Rights

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PETROCHINA COMPANY LIMITED — Agen

Security: 71646E100
Meeting Type: Special
Meeting Date: 16-Aug-2005
Ticker: PTR
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	THAT THE CONDITIONAL CAPITAL CONTRIBUTION AGREEMENT DATED 9 JUNE 2005 ENTERED INTO BETWEEN CHINA NATIONAL OIL AND GAS EXPLORATION AND DEVELOPMENT CORPORATION, CENTRAL ASIA PETROLEUM COMPANY LIMITED, ZHONG YOU KAN TAN KAI FA COMPANY LIMITED AND THE COMPANY BE AND ARE HEREBY APPROVED	Mgmt	For
02	THAT THE CONDITIONAL SALE AND PURCHASE AGREEMENT DATED 9 JUNE 2005 ENTERED INTO BETWEEN ZHONG YOU KAN TAN KAI FA AND THE COMPANY AND THE TRANSACTIONS CONTEMPLATED THEREBY BE AND ARE HEREBY APPROVED	Mgmt	For
03A	THAT THE AGREEMENT DATED 9 JUNE 2005 ENTERED INTO BETWEEN THE COMPANY AND CNPC BE AND ARE HEREBY APPROVED	Mgmt	For
03B	THAT THE PROPOSED ANNUAL LIMIT OF EACH OF THE CONTINUING CONNECTED TRANSACTIONS BE AND ARE HEREBY APPROVED	Mgmt	For
04	THAT THE CHIEF FINANCIAL OFFICER OF THE COMPANY BE AND IS HEREBY AUTHORIZED TO DO ALL SUCH FURTHER ACTS AND THINGS AND EXECUTE SUCH FURTHER DOCUMENTS OR SUPPLEMENTAL AGREEMENTS OR DEEDS ON BEHALF OF THE COMPANY	Mgmt	For

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PETROCHINA COMPANY LIMITED — Agen

Security: 71646E100
Meeting Type: Special
Meeting Date: 08-Nov-2005
Ticker: PTR
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote

01	DIRECTOR		
	MR. SU SHULIN	Mgmt	Withheld
	MR. GONG HUAZHANG	Mgmt	Withheld
	MR. WANG YILIN	Mgmt	Withheld
	MR. ZENG YUKANG	Mgmt	Withheld
	MR. JIANG FAN	Mgmt	Withheld
	MR. CHEE-CHEN TUNG	Mgmt	Withheld
	MR. LIU HONGRU	Mgmt	Withheld
08	THE APPOINTMENT OF MR. WANG FUCHENG AS A SUPERVISOR TO TAKE EFFECT UPON THE CLOSE OF THIS MEETING, IS HEREBY APPROVED	Mgmt	For
09	THE APPOINTMENT OF MR. WEN QINGSHAN AS A SUPERVISOR TO TAKE EFFECT UPON THE CLOSE OF THIS MEETING, IS HEREBY APPROVED	Mgmt	For
10	THE APPOINTMENT OF MR. LI YONGWU AS AN INDEPENDENT SUPERVISOR TO TAKE EFFECT UPON THE CLOSE OF THIS MEETING, IS HEREBY APPROVED	Mgmt	For
11	THE APPOINTMENT OF MR. WU ZHIPAN AS AN INDEPENDENT SUPERVISOR TO TAKE EFFECT UPON THE CLOSE OF THIS MEETING, IS HEREBY APPROVED.	Mgmt	For
12	THE AGREEMENT DATED 1 SEPTEMBER 2005 ENTERED INTO BETWEEN THE COMPANY AND CHINA NATIONAL PETROLEUM CORPORATION (CNPC) IN RELATION TO CERTAIN AMENDMENTS OF THE COMPREHENSIVE PRODUCTS AND SERVICES AGREEMENT, AS SET OUT IN THE CIRCULAR.	Mgmt	For
13	THE AGREEMENT DATED 1 SEPTEMBER 2005 ENTERED INTO BETWEEN THE COMPANY AND CHINA RAILWAY MATERIALS AND SUPPLIES CORPORATION (CRMSC) IN RELATION TO THE PROVISION OF CERTAIN PRODUCTS AND SERVICES (CRMSC PRODUCTS AND SERVICES AGREEMENT), A COPY OF WHICH HAS BEEN INITIALED BY THE CHAIRMAN AND FOR THE PURPOSE OF IDENTIFICATION, AS SET OUT IN THE CIRCULAR.	Mgmt	For
14	THE ONGOING CONNECTED TRANSACTIONS, AS SET OUT IN THE CIRCULAR OF THE COMPANY, BE AND ARE HEREBY APPROVED.	Mgmt	For
15	THE PROPOSED ANNUAL CAPS OF EACH OF THE ONGOING CONNECTED TRANSACTIONS, AS SET OUT IN THE CIRCULAR BE AND ARE HEREBY APPROVED.	Mgmt	For
16	THE PROPOSED ANNUAL CAPS IN RESPECT OF THE PRODUCTS AND SERVICES TO BE PROVIDED BY THE GROUP TO CRMSC ARE HEREBY APPROVED	Mgmt	For

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PETROCHINA COMPANY LIMITED Agen

Security: 71646E100
Meeting Type: Annual
Meeting Date: 26-May-2006

Ticker: PTR
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2005.	Mgmt	For
02	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2005.	Mgmt	For
03	TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2005.	Mgmt	For
04	TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF A FINAL DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2005.	Mgmt	For
05	APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDEND FOR THE YEAR 2006.	Mgmt	For
06	APPOINTMENT OF PRICEWATERHOUSECOOPERS, AS THE INTERNATIONAL AUDITORS OF THE COMPANY AND PRICEWATERHOUSECOOPERS ZHONG TIAN CPAS COMPANY LIMITED, AS THE DOMESTIC AUDITORS OF THE COMPANY, FOR THE YEAR 2006 AND TO FIX THEIR REMUNERATION.	Mgmt	For
07	TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. ZHENG HU AS A DIRECTOR OF THE COMPANY.	Mgmt	For
08	TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. FRANCO BERNABE AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Mgmt	For
09	AUTHORISE THE BOARD OF DIRECTORS TO ISSUE ALLOT AND DEAL WITH ADDITIONAL DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES.	Mgmt	For
10	TO CONSIDER AND APPROVE OTHER MATTERS IF ANY.	Mgmt	For

PFIZER INC. Agen

Security: 717081103
Meeting Type: Annual
Meeting Date: 27-Apr-2006
Ticker: PFE
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	MICHAEL S. BROWN	Mgmt	For
	M. ANTHONY BURNS	Mgmt	For

	ROBERT N. BURT	Mgmt	For
	W. DON CORNWELL	Mgmt	For
	WILLIAM H. GRAY III	Mgmt	For
	CONSTANCE J. HORNER	Mgmt	For
	WILLIAM R. HOWELL	Mgmt	Withheld
	STANLEY O. IKENBERRY	Mgmt	For
	GEORGE A. LORCH	Mgmt	For
	HENRY A. MCKINNELL	Mgmt	For
	DANA G. MEAD	Mgmt	For
	RUTH J. SIMMONS	Mgmt	For
	WILLIAM C. STEERE, JR.	Mgmt	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006.	Mgmt	For
03	MANAGEMENT PROPOSAL TO AMEND COMPANY S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS AND FAIR PRICE PROVISION.	Mgmt	For
04	SHAREHOLDER PROPOSAL RELATING TO TERM LIMITS FOR DIRECTORS.	Shr	Against
05	SHAREHOLDER PROPOSAL REQUESTING REPORTING ON PHARMACEUTICAL PRICE RESTRAINT.	Shr	Against
06	SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING.	Shr	Against
07	SHAREHOLDER PROPOSAL REQUESTING SEPARATION OF ROLES OF CHAIRMAN AND CEO.	Shr	Against
08	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
09	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON THE FEASIBILITY OF AMENDING PFIZER S CORPORATE POLICY ON LABORATORY ANIMAL CARE AND USE.	Shr	Against
10	SHAREHOLDER PROPOSAL REQUESTING JUSTIFICATION FOR FINANCIAL CONTRIBUTIONS WHICH ADVANCE ANIMAL-BASED TESTING METHODOLOGIES.	Shr	Against

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R.R. DONNELLEY & SONS COMPANY — Agen

Security: 257867101
Meeting Type: Annual
Meeting Date: 25-May-2006
Ticker: RRD
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	THOMAS S. JOHNSON	Mgmt	For
	JOHN C. POPE	Mgmt	For

	LIONEL H. SCHIPPER, CM	Mgmt	For
	NORMAN H. WESLEY	Mgmt	For
02	RATIFICATION OF THE COMPANY S AUDITORS.	Mgmt	For
03	STOCKHOLDER PROPOSAL TO ELECT EACH DIRECTOR ANNUALLY.	Shr	Against

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RAYTHEON COMPANY — Agen

Security: 755111507
Meeting Type: Annual
Meeting Date: 03-May-2006
Ticker: RTN
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	BARBARA M. BARRETT	Mgmt	For
	VERNON E. CLARK	Mgmt	For
	F. COLLOREDO-MANSFELD	Mgmt	For
	JOHN M. DEUTCH	Mgmt	For
	FREDERIC M. POSES	Mgmt	For
	MICHAEL C. RUETTGERS	Mgmt	For
	RONALD L. SKATES	Mgmt	For
	WILLIAM R. SPIVEY	Mgmt	For
	LINDA G. STUNTZ	Mgmt	For
	WILLIAM H. SWANSON	Mgmt	For
02	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
03	TERMS OF PERFORMANCE AWARDS UNDER LONG-TERM PERFORMANCE PLAN	Mgmt	For
04	MAJORITY VOTING FOR DIRECTORS	Shr	Against
05	CUMULATIVE VOTING	Shr	Against
06	SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN	Shr	Against
07	INDEPENDENT BOARD CHAIRMAN	Shr	Against

REYNOLDS AMERICAN INC. — Agen

Security: 761713106
Meeting Type: Annual
Meeting Date: 03-May-2006
Ticker: RAI
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	A. MONTEIRO DE CASTRO	Mgmt	For
	H.G.L. (HUGO) POWELL	Mgmt	For
	JOSEPH P. VIVIANO	Mgmt	For
	THOMAS C. WAJNERT	Mgmt	For
02	RATIFICATION OF KPMG LLP AS INDEPENDENT AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL ON IMPACT ON YOUTH OF FLAVORED CIGARETTES	Shr	Against
04	SHAREHOLDER PROPOSAL ON LAWS COMBATING USE OF TOBACCO	Shr	Against

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RPM INTERNATIONAL INC. Agen

Security: 749685103
Meeting Type: Annual
Meeting Date: 07-Oct-2005
Ticker: RPM
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	DR. MAX D. AMSTUTZ	Mgmt	For
	CHARLES A. RATNER	Mgmt	For
	WILLIAM B. SUMMERS, JR.	Mgmt	For
	DR. JERRY SUE THORNTON	Mgmt	For

SARA LEE CORPORATION Agen

Security: 803111103
Meeting Type: Annual
Meeting Date: 27-Oct-2005
Ticker: SLE
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	B. BARNES	Mgmt	For
	J.T. BATTENBERG III	Mgmt	For
	C. COKER	Mgmt	For
	J. CROWN	Mgmt	For
	W. DAVIS	Mgmt	For
	L. KOELLNER	Mgmt	For

	C. VAN LEDE	Mgmt	Withheld
	I. PROSSER	Mgmt	For
	R. RIDGWAY	Mgmt	For
	R. THOMAS	Mgmt	For
	J. WARD	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS SARA LEE S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2006.	Mgmt	For
03	TO VOTE ON APPROVAL OF THE 2005 INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
04	TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING SARA LEE S CODE OF CONDUCT.	Shr	Against
05	TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING SARA LEE S SEVERANCE ARRANGEMENTS.	Shr	For
06	TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING SARA LEE S RIGHTS AGREEMENT.	Shr	For

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SPRINT CORPORATION Agen

Security: 852061100
Meeting Type: Annual
Meeting Date: 13-Jul-2005
Ticker: S
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	AMENDMENT TO SPRINT S ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF SPRINT SERIES 1 COMMON STOCK.	Mgmt	For
02	AMENDMENT TO SPRINT S ARTICLES OF INCORPORATION TO CREATE THE CLASS OF NON-VOTING COMMON STOCK AND CREATE THE NINTH SERIES PREFERRED STOCK AND ADD A PROVISION STATING THAT STOCKHOLDER APPROVAL IS NOT REQUIRED FOR THE ACQUISITION BY SPRINT NEXTEL OF NON-VOTING COMMON STOCK OR THE NINTH SERIES PREFERRED STOCK FROM A HOLDER OF THAT STOCK.	Mgmt	For
03	ADOPTION OF THE SPRINT NEXTEL AMENDED AND RESTATED ARTICLES OF INCORPORATION.	Mgmt	For
04	ISSUANCE OF SPRINT NEXTEL SERIES 1 COMMON STOCK, NON-VOTING COMMON STOCK AND THE NINTH SERIES PREFERRED STOCK IN THE MERGER.	Mgmt	For
05	POSSIBLE ADJOURNMENT OF THE SPRINT ANNUAL MEETING.	Mgmt	For
06	DIRECTOR		
	GORDON M. BETHUNE	Mgmt	For

	DR. E. LINN DRAPER, JR.	Mgmt	For
	JAMES H. HANCE, JR.	Mgmt	For
	DEBORAH A. HENRETTA	Mgmt	For
	IRVINE O. HOCKADAY, JR.	Mgmt	For
	LINDA KOCH LORIMER	Mgmt	For
	GERALD L. STORCH	Mgmt	For
	WILLIAM H. SWANSON	Mgmt	For
07	TO RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF SPRINT FOR 2005.	Mgmt	For
08	STOCKHOLDER PROPOSAL CONCERNING SENIOR EXECUTIVE RETIREMENT BENEFITS.	Shr	Against

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STATE STREET CORPORATION Agen

Security: 857477103
Meeting Type: Annual
Meeting Date: 19-Apr-2006
Ticker: STT
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	T. ALBRIGHT	Mgmt	For
	K. BURNES	Mgmt	For
	N. DAREHSHORI	Mgmt	For
	A. GOLDSTEIN	Mgmt	For
	D. GRUBER	Mgmt	For
	L. HILL	Mgmt	For
	C. LAMANTIA	Mgmt	For
	R. LOGUE	Mgmt	For
	R. SERGEL	Mgmt	For
	R. SKATES	Mgmt	For
	G. SUMME	Mgmt	For
	D. WALSH	Mgmt	For
	R. WEISSMAN	Mgmt	For
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2006.	Mgmt	For
03	TO APPROVE THE 2006 EQUITY INCENTIVE PLAN.	Mgmt	For
04	TO APPROVE THE MATERIAL TERMS OF THE 2006 RESTATED SENIOR EXECUTIVE ANNUAL INCENTIVE PLAN.	Mgmt	For
05	TO VOTE ON A SHAREHOLDER PROPOSAL TO REQUEST THE DIRECTORS TO REDEEM THE OUTSTANDING RIGHTS UNDER THE COMPANY S RIGHTS AGREEMENT, AND TO REQUIRE SHAREHOLDER RATIFICATION OF ANY FUTURE RIGHTS AGREEMENT.	Shr	For

TECO ENERGY, INC. — Agen

Security: 872375100
Meeting Type: Annual
Meeting Date: 26-Apr-2006
Ticker: TE
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	SARA L. BALDWIN	Mgmt	For
	LUIS GUINOT, JR.	Mgmt	For
	SHERRILL W. HUDSON	Mgmt	For
	LORETTA A. PENN	Mgmt	For
	WILLIAM P. SOVEY	Mgmt	For
02	RATIFICATION OF THE CORPORATION S INDEPENDENT AUDITOR	Mgmt	For

THE MAY DEPARTMENT STORES COMPANY — Agen

Security: 577778103
Meeting Type: Annual
Meeting Date: 13-Jul-2005
Ticker: MAY
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 27, 2005, BY AND AMONG THE MAY DEPARTMENT STORES COMPANY, FEDERATED DEPARTMENT STORES, INC. AND MILAN ACQUISITION LLC, A WHOLLY OWNED SUBSIDIARY OF FEDERATED DEPARTMENT STORES, INC. AND THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT, INCLUDING THE MERGER.	Mgmt	For
02	DIRECTOR		
	MARSHA J. EVANS	Mgmt	For
	DAVID B. RICKARD	Mgmt	For
	JOYCE M. ROCHE	Mgmt	For
	R. DEAN WOLFE	Mgmt	For
03	ADOPT AN AMENDMENT TO MAY S CERTIFICATE OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF DIRECTORS.	Mgmt	For
04	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

05	APPROVE ADJOURNMENTS OR POSTPONEMENTS OF THE MAY ANNUAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE MAY ANNUAL MEETING TO APPROVE THE ABOVE PROPOSALS.	Mgmt	For

THE READER'S DIGEST ASSOCIATION, INC — Agen

Security: 755267101
Meeting Type: Annual
Meeting Date: 18-Nov-2005
Ticker: RDA
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	LEE CAUDILL	Mgmt	For
	WALTER ISAACSON	Mgmt	For
	JOHN T. REID	Mgmt	For
	THOMAS O. RYDER	Mgmt	For
02	APPROVAL OF THE 2005 KEY EMPLOYEE LONG TERM INCENTIVE PLAN.	Mgmt	For
03	APPROVAL OF THE BUSINESS CRITERIA, MAXIMUM AMOUNT AND ELIGIBLE EMPLOYEES FOR AWARDS UNDER THE SENIOR MANAGEMENT INCENTIVE PLAN.	Mgmt	For
04	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL 2006.	Mgmt	For

TUPPERWARE BRANDS CORPORATION — Agen

Security: 899896104
Meeting Type: Annual
Meeting Date: 17-May-2006
Ticker: TUP
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	KRISS CLONINGER III	Mgmt	For
	JOE R. LEE	Mgmt	For
	BOB MARBUT	Mgmt	For
	DAVID R. PARKER	Mgmt	For
	J. PATRICK SPAINHOUR	Mgmt	For
02	THE PROPOSAL TO RATIFY THE APPOINTMENT OF INDEPENDENT	Mgmt	For

	REGISTERED PUBLIC ACCOUNTING FIRM		
03	THE PROPOSAL TO AMEND THE TUPPERWARE BRANDS CORPORATION DIRECTOR STOCK PLAN	Mgmt	For
04	THE PROPOSAL TO ADOPT THE TUPPERWARE BRANDS CORPORATION 2006 INCENTIVE PLAN	Mgmt	For

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VERIZON COMMUNICATIONS INC. Agen

Security: 92343V104
Meeting Type: Annual
Meeting Date: 04-May-2006
Ticker: VZ
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	J.R. BARKER	Mgmt	For
	R.L. CARRION	Mgmt	For
	R.W. LANE	Mgmt	For
	S.O. MOOSE	Mgmt	For
	J. NEUBAUER	Mgmt	For
	D.T. NICOLAISEN	Mgmt	For
	T.H. O'BRIEN	Mgmt	For
	C. OTIS, JR.	Mgmt	For
	H.B. PRICE	Mgmt	For
	I.G. SEIDENBERG	Mgmt	For
	W.V. SHIPLEY	Mgmt	For
	J.R. STAFFORD	Mgmt	For
	R.D. STOREY	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED ACCOUNTING FIRM	Mgmt	For
03	CUMULATIVE VOTING	Shr	Against
04	MAJORITY VOTE REQUIRED FOR ELECTION OF DIRECTORS	Shr	Against
05	COMPOSITION OF BOARD OF DIRECTORS	Shr	Against
06	DIRECTORS ON COMMON BOARDS	Shr	Against
07	SEPARATE CHAIRMAN AND CEO	Shr	Against
08	PERFORMANCE-BASED EQUITY COMPENSATION	Shr	Against
09	DISCLOSURE OF POLITICAL CONTRIBUTIONS	Shr	Against

WASHINGTON MUTUAL, INC. Agen

Security: 939322103
Meeting Type: Annual
Meeting Date: 18-Apr-2006
Ticker: WM
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	KERRY K. KILLINGER*	Mgmt	For
	THOMAS C. LEPPERT*	Mgmt	For
	CHARLES M. LILLIS*	Mgmt	For
	MICHAEL K. MURPHY*	Mgmt	For
	ORIN C. SMITH*	Mgmt	For
	REGINA MONTOYA**	Mgmt	For
02	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR 2006	Mgmt	For
03	TO APPROVE THE WASHINGTON MUTUAL, INC. AMENDED AND RESTATED 2003 EQUITY INCENTIVE PLAN, INCLUDING AN INCREASE IN THE NUMBER OF SHARES THAT MAY BE SUBJECT TO AWARDS MADE THEREUNDER	Mgmt	For
04	TO APPROVE THE WASHINGTON MUTUAL, INC. EXECUTIVE INCENTIVE COMPENSATION PLAN	Mgmt	For
05	TO APPROVE THE COMPANY PROPOSAL TO AMEND THE WASHINGTON MUTUAL, INC. ARTICLES OF INCORPORATION (AS AMENDED) TO DECLASSIFY THE BOARD OF DIRECTORS AND ESTABLISH ANNUAL ELECTIONS FOR ALL COMPANY DIRECTORS COMMENCING WITH THE 2007 ANNUAL MEETING, RATHER THAN THE CURRENT STAGGERED THREE-YEAR TERMS	Mgmt	For
06	SHAREHOLDER PROPOSAL RELATING TO DISCLOSURE OF THE COMPANY S POLITICAL CONTRIBUTIONS	Shr	Against

WASTE MANAGEMENT, INC. Agen

Security: 94106L109
Meeting Type: Annual
Meeting Date: 05-May-2006
Ticker: WMI
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	PASTORA S.J. CAFFERTY	Mgmt	For
	FRANK M. CLARK, JR.	Mgmt	For
	THOMAS I. MORGAN	Mgmt	For
	JOHN C. POPE	Mgmt	Withheld

	W. ROBERT REUM	Mgmt	For
	STEVEN G. ROTHMEIER	Mgmt	For
	DAVID P. STEINER	Mgmt	For
	THOMAS H. WEIDEMEYER	Mgmt	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006.	Mgmt	For
03	PROPOSAL TO AMEND THE COMPANY S 1997 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN.	Mgmt	For
04	PROPOSAL RELATING TO ELECTION OF DIRECTORS BY MAJORITY VOTE, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against

* 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)	CALAMOS STRATEGIC TOTAL RETURN FUND
By (Signature)	/s/ John P. Calamos, Sr.
Name	John P. Calamos, Sr.
Title	President
Date	08/28/2006