

LMP CAPITAL & INCOME FUND INC.

Form N-PX

August 12, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-PX

**ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number: 811-21467

LMP Capital and Income Fund Inc.

(Exact name of registrant as specified in charter)

55 WATER STREET, NEW YORK, NEW YORK 10041

(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.

100 First Stamford Place, 2nd Floor

Stamford, Connecticut 06902

(Name and address of agent for service)

Registrant's telephone number, including area code: 888-777-0102

Date of fiscal year end: October 31

Date of reporting period: July 1, 2008 - June 30, 2009

Item 1. Proxy Voting Record

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<PRE>

***** FORM N-Px REPORT *****

ICA File Number: 811-21467
Reporting Period: 07/01/2008 - 06/30/2009
LMP Capital and Income Fund Inc.

===== LMP CAPITAL AND INCOME FUND INC. =====

AGNICO-EAGLE MINES LIMITED

Ticker: AEM Security ID: 008474108
Meeting Date: APR 30, 2009 Meeting Type: Annual/Special
Record Date: MAR 24, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1.1 | Elect Director Leanne M. Baker | For | For | Management |
| 1.2 | Elect Director Douglas R. Beaumont | For | For | Management |
| 1.3 | Elect Director Sean Boyd | For | For | Management |
| 1.4 | Elect Director Clifford Davis | For | For | Management |
| 1.5 | Elect Director David Garofalo | For | For | Management |
| 1.6 | Elect Director Bernard Kraft | For | For | Management |
| 1.7 | Elect Director Mel Leiderman | For | For | Management |
| 1.8 | Elect Director James D. Nasso | For | For | Management |
| 1.9 | Elect Director J. Merfyn Roberts | For | For | Management |
| 1.10 | Elect Director Eberhard Scherkus | For | For | Management |
| 1.11 | Elect Director Howard R. Stockford | For | For | Management |
| 1.12 | Elect Director Pertti Voutilainen | For | For | Management |
| 2 | Approve Ernst & Young LLP as Auditors
and Authorize Board to Fix Their
Remuneration | For | For | Management |
| 3 | Amend Employee Stock Purchase Plan | For | Against | Management |
| 4 | Amend Stock Option Plan | For | For | Management |
| 5 | Amend Bylaws | For | For | Management |

AIR PRODUCTS & CHEMICALS, INC.

Ticker: APD Security ID: 009158106
Meeting Date: JAN 22, 2009 Meeting Type: Annual
Record Date: NOV 30, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mario L. Baeza | For | For | Management |
| 1.2 | Elect Director Edward E. Hagenlocker | For | For | Management |
| 1.3 | Elect Director John E. McGlade | For | For | Management |
| 1.4 | Elect Director Charles H. Noski | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ALCON INC.

Ticker: ACL Security ID: H01301102

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Meeting Date: MAY 5, 2009 Meeting Type: Annual

Record Date: MAR 19, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | APPROVAL OF THE 2008 ANNUAL REPORT AND ACCOUNTS OF ALCON, INC.AND THE 2008 CONSOLIDATED FINANCIAL STATEMENTS OF ALCON, INC.AND SUBSIDIARIES | For | For | Management |
| 2 | APPROPRIATION OF AVAILABLE EARNINGS AND PROPOSED DIVIDEND TOSHAREHOLDERS FOR THE FINANCIAL YEAR 2008 | For | For | Management |
| 3 | DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THEFINANCIAL YEAR 2008 | For | For | Management |
| 4 | ELECTION OF KPMG AG, ZUG, AS GROUP AND PARENT COMPANY AUDITORS | For | For | Management |
| 5 | ELECTION OF OBT AG, ZURICH, AS SPECIAL AUDITORS | For | For | Management |
| 6 | ELECTION TO THE BOARD OF DIRECTORS: KEVIN BUEHLER | For | For | Management |
| 7 | ELECTION TO THE BOARD OF DIRECTORS: PAUL BULCKE | For | For | Management |
| 8 | ELECTION TO THE BOARD OF DIRECTORS: JOAN MILLER, M.D. | For | For | Management |
| 9 | ELECTION TO THE BOARD OF DIRECTORS: HERMANN WIRZ | For | For | Management |
| 10 | APPROVAL OF SHARE CANCELLATION | For | For | Management |
| 11 | EDITORIAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION | For | For | Management |

AMERICAN TOWER CORP.

Ticker: AMT Security ID: 029912201

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 10, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Raymond P. Dolan | For | For | Management |
| 1.2 | Elect Director Ronald M. Dykes | For | For | Management |
| 1.3 | Elect Director Carolyn F. Katz | For | For | Management |
| 1.4 | Elect Director Gustavo Lara Cantu | For | For | Management |
| 1.5 | Elect Director JoAnn A. Reed | For | For | Management |
| 1.6 | Elect Director Pamela D.A. Reeve | For | For | Management |
| 1.7 | Elect Director David E. Sharbutt | For | For | Management |
| 1.8 | Elect Director James D. Taiclet, Jr. | For | For | Management |
| 1.9 | Elect Director Samme L. Thompson | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ARCH CAPITAL GROUP LTD

Ticker: ACGL Security ID: G0450A105

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Constantine Iordanou as Director | For | For | Management |
| 1.2 | Elect James J. Meenaghan as Director | For | For | Management |

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| | | | | |
|------|--|-----|-----|------------|
| 1.3 | Elect John M. Pasquesi as Director | For | For | Management |
| 2.1 | Elect William Beveridge as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.2 | Elect Dennis Brand as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.3 | Elect Knud Christensen as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.4 | Elect Graham B. Collis as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.5 | Elect William J. Cooney as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.6 | Elect Elizabeth Fullerton-Rome as
Designated Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.7 | Elect Rutger H.W. Funnekotter as
Designated Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.8 | Elect Marc Grandisson as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.9 | Elect Michael A. Greene as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.10 | Elect John C.R. Hele as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.11 | Elect David Hipkin as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.12 | Elect W. Preston Hutchings as
Designated Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.13 | Elect Constantine Iordanou as
Designated Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.14 | Elect Wolbert H. Kamphuijs as
Designated Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.15 | Elect Michael H. Kier as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.16 | Elect Mark D. Lyons as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.17 | Elect Michael Murphy as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.18 | Elect Martin J. Nilsen as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.19 | Elect Nicolas Papadopoulo as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.20 | Elect Michael Quinn as Designated
Company Director of Non-U.S.
Subsidiaries | For | For | Management |
| 2.21 | Elect Maamoun Rajeh as Designated | For | For | Management |

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| | | | | |
|------|--|-----|-----|------------|
| | Company Director of Non-U.S. Subsidiaries | | | |
| 2.22 | Elect Paul S. Robotham as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.23 | Elect Soren Scheuer as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.24 | Elect Budhi Singh as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.25 | Elect Helmut Sohler as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.26 | Elect Robert T. Van Gieson as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.27 | Elect Angus Watson as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 2.28 | Elect James Weatherstone as Designated Company Director of Non-U.S. Subsidiaries | For | For | Management |
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

BARRICK GOLD CORP.

Ticker: ABX Security ID: 067901108
 Meeting Date: APR 29, 2009 Meeting Type: Annual
 Record Date: MAR 4, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Howard L. Beck | For | For | Management |
| 1.2 | Elect Director C. William D. Birchall | For | For | Management |
| 1.3 | Elect Director Donald J. Carty | For | For | Management |
| 1.4 | Elect Director Gustavo Cisneros | For | For | Management |
| 1.5 | Elect Director Marshall A. Cohen | For | For | Management |
| 1.6 | Elect Director Peter A. Crossgrove | For | For | Management |
| 1.7 | Elect Director Robert M. Franklin | For | For | Management |
| 1.8 | Elect Director Peter C. Godsoe | For | For | Management |
| 1.9 | Elect Director J. Brett Harvey | For | For | Management |
| 1.10 | Elect Director Brian Mulroney | For | For | Management |
| 1.11 | Elect Director Anthony Munk | For | For | Management |
| 1.12 | Elect Director Peter Munk | For | For | Management |
| 1.13 | Elect Director Aaron W. Regent | For | For | Management |
| 1.14 | Elect Director Steven J. Shapiro | For | For | Management |
| 1.15 | Elect Director Gregory C. Wilkins | For | For | Management |
| 2 | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |
| 3 | Convene an Independent Third Party to Review Company's Community Engagement Practices | Against | Against | Shareholder |

CHARLES SCHWAB CORP., THE

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Ticker: SCHW Security ID: 808513105
 Meeting Date: MAY 14, 2009 Meeting Type: Annual
 Record Date: MAR 16, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Nancy H. Bechtle | For | For | Management |
| 1.2 | Elect Director Walter W. Bettinger II | For | For | Management |
| 1.3 | Elect Director C. Preston Butcher | For | For | Management |
| 2 | Report on Political Contributions | Against | Against | Shareholder |
| 3 | Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives | Against | For | Shareholder |
| 4 | Amend Corporate Executive Bonus Plan | Against | Against | Shareholder |

COMMERCIAL METALS CO.

Ticker: CMC Security ID: 201723103
 Meeting Date: JAN 22, 2009 Meeting Type: Annual
 Record Date: NOV 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Harold L. Adams | For | For | Management |
| 1.2 | Elect Director Anthony A. Massaro | For | For | Management |
| 1.3 | Elect Director Robert D. Neary | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation, Gender Identity and Gender Expression | Against | For | Shareholder |

COVANTA HOLDING CORP.

Ticker: CVA Security ID: 22282E102
 Meeting Date: MAY 7, 2009 Meeting Type: Annual
 Record Date: MAR 26, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David M. Barse | For | For | Management |
| 1.2 | Elect Director Ronald J. Broglio | For | For | Management |
| 1.3 | Elect Director Peter C.B. Bynoe | For | For | Management |
| 1.4 | Elect Director Linda J. Fisher | For | For | Management |
| 1.5 | Elect Director Joseph M. Holsten | For | For | Management |
| 1.6 | Elect Director Richard L. Huber | For | For | Management |
| 1.7 | Elect Director Anthony J. Orlando | For | For | Management |
| 1.8 | Elect Director William C. Pate | For | For | Management |
| 1.9 | Elect Director Robert S. Silberman | For | For | Management |
| 1.10 | Elect Director Jean Smith | For | For | Management |
| 1.11 | Elect Director Clayton Yeutter | For | For | Management |
| 1.12 | Elect Director Samuel Zell | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

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DEVON ENERGY CORP.

Ticker: DVN Security ID: 25179M103
 Meeting Date: JUN 3, 2009 Meeting Type: Annual
 Record Date: APR 6, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director Robert L. Howard | For | For | Management |
| 1.2 | Elect Director Michael M. Kanovsky | For | For | Management |
| 1.3 | Elect Director J. Todd Mitchell | For | For | Management |
| 1.4 | Elect Director J. Larry Nichols | For | For | Management |
| 2 | Elect Director Robert A. Mosbacher, Jr. | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

EL PASO CORP

Ticker: EP Security ID: 28336L109
 Meeting Date: MAY 6, 2009 Meeting Type: Annual
 Record Date: MAR 11, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Juan Carlos Braniff | For | For | Management |
| 1.2 | Elect Director James L. Dunlap | For | For | Management |
| 1.3 | Elect Director Douglas L. Foshee | For | For | Management |
| 1.4 | Elect Director Robert W. Goldman | For | For | Management |
| 1.5 | Elect Director Anthony W. Hall, Jr. | For | For | Management |
| 1.6 | Elect Director Thomas R. Hix | For | For | Management |
| 1.7 | Elect Director Ferrell P. McClean | For | For | Management |
| 1.8 | Elect Director Steven J. Shapiro | For | For | Management |
| 1.9 | Elect Director J. Michael Talbert | For | For | Management |
| 1.10 | Elect Director Robert F. Vagt | For | For | Management |
| 1.11 | Elect Director John L. Whitmire | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

EMC CORPORATION

Ticker: EMC Security ID: 268648102
 Meeting Date: MAY 6, 2009 Meeting Type: Annual
 Record Date: MAR 5, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Michael W. Brown | For | For | Management |
| 2 | Elect Director Randolph L. Cowen | For | For | Management |
| 3 | Elect Director Michael J. Cronin | For | For | Management |
| 4 | Elect Director Gail Deegan | For | For | Management |
| 5 | Elect Director John R. Egan | For | For | Management |
| 6 | Elect Director W. Paul Fitzgerald | For | For | Management |
| 7 | Elect Director Edmund F. Kelly | For | For | Management |
| 8 | Elect Director Windle B. Priem | For | For | Management |
| 9 | Elect Director Paul Sagan | For | For | Management |

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| | | | | |
|----|--|---------|-----|-------------|
| 10 | Elect Director David N. Strohm | For | For | Management |
| 11 | Elect Director Joseph M. Tucci | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 14 | Permit Right to Call Special Meeting | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103
 Meeting Date: APR 22, 2009 Meeting Type: Annual
 Record Date: FEB 23, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director James I. Cash, Jr. | For | For | Management |
| 1.2 | Elect Director William M. Castell | For | For | Management |
| 1.3 | Elect Director Ann M. Fudge | For | For | Management |
| 1.4 | Elect Director Susan Hockfield | For | For | Management |
| 1.5 | Elect Director Jeffrey R. Immelt | For | For | Management |
| 1.6 | Elect Director Andrea Jung | For | For | Management |
| 1.7 | Elect Director Alan G. (A.G.) Lafley | For | Against | Management |
| 1.8 | Elect Director Robert W. Lane | For | For | Management |
| 1.9 | Elect Director Ralph S. Larsen | For | For | Management |
| 1.10 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 1.11 | Elect Director James J. Mulva | For | For | Management |
| 1.12 | Elect Director Sam Nunn | For | For | Management |
| 1.13 | Elect Director Roger S. Penske | For | For | Management |
| 1.14 | Elect Director Robert J. Swieringa | For | For | Management |
| 1.15 | Elect Director Douglas A. Warner III | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 5 | Evaluate the Potential Conversion of the Corporation's Business Units into Four or More Public Corporations and Distribute New Shares | Against | Against | Shareholder |
| 6 | Adopt Policy to Cease the Payments of Dividends or Equivalent Payments to Senior Executives for Shares Not Owned | Against | For | Shareholder |
| 7 | Submit Severance Agreement (Change in Control) to shareholder Vote | Against | For | Shareholder |

HALLIBURTON CO.

Ticker: HAL Security ID: 406216101
 Meeting Date: MAY 20, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Alan M. Bennett | For | For | Management |
| 1.2 | Elect Director James R. Boyd | For | For | Management |
| 1.3 | Elect Director Milton Carroll | For | For | Management |
| 1.4 | Elect Director S. Malcolm Gillis | For | For | Management |

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| | | | | |
|------|--|---------|---------|-------------|
| 1.5 | Elect Director James T. Hackett | For | For | Management |
| 1.6 | Elect Director David J. Lesar | For | For | Management |
| 1.7 | Elect Director Robert A. Malone | For | For | Management |
| 1.8 | Elect Director J. Landis Martin | For | For | Management |
| 1.9 | Elect Director Jay A. Precourt | For | For | Management |
| 1.10 | Elect Director Debra L. Reed | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 5 | Review and Assess Human Rights Policies | Against | For | Shareholder |
| 6 | Report on Political Contributions | Against | For | Shareholder |
| 7 | Adopt Low Carbon Energy Policy | Against | Against | Shareholder |
| 8 | Disclose Information on Compensation Consultant | Against | Against | Shareholder |
| 9 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 10 | Establish Independent Director Committee to Review and Report on Financial Misconducts and Human Rights Abuses | Against | For | Shareholder |

HLTH CORP.

Ticker: HLTH Security ID: 40422Y101
 Meeting Date: DEC 10, 2008 Meeting Type: Annual
 Record Date: OCT 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Neil F. Dimick | For | For | Management |
| 1.2 | Elect Director Joseph E. Smith | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

INVESCO LTD. (FORMERLY INVESCO PLC)

Ticker: IVZ Security ID: G491BT108
 Meeting Date: MAY 21, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Election Of Director: Martin L. Flanagan | For | For | Management |
| 2 | Election Of Director: Ben F. Johnson, III | For | For | Management |
| 3 | Election Of Director: J. Thomas Presby, Cpa | For | For | Management |
| 4 | To Appoint Ernst & Young Llp As The Company S Independentregistered Public Accounting Firm For The Fiscal Year Endingdecember 31, 2009 | For | For | Management |

JOHNSON & JOHNSON

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Ticker: JNJ Security ID: 478160104
 Meeting Date: APR 23, 2009 Meeting Type: Annual
 Record Date: FEB 24, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Mary Sue Coleman | For | For | Management |
| 1.2 | Elect Director James G. Cullen | For | For | Management |
| 1.3 | Elect Director Michael M.E. Johns | For | For | Management |
| 1.4 | Elect Director Arnold G. Langbo | For | For | Management |
| 1.5 | Elect Director Susan L. Lindquist | For | For | Management |
| 1.6 | Elect Director Leo F. Mullin | For | For | Management |
| 1.7 | Elect Director William D. Perez | For | For | Management |
| 1.8 | Elect Director Charles Prince | For | For | Management |
| 1.9 | Elect Director David Satcher | For | For | Management |
| 1.10 | Elect Director William C. Weldon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107
 Meeting Date: JAN 21, 2009 Meeting Type: Annual
 Record Date: NOV 20, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Dennis W. Archer | For | For | Management |
| 1.2 | Elect Director Richard Goodman | For | For | Management |
| 1.3 | Elect Director Southwood J. Morcott | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adopt Policy to Obtain Shareholder Approval of Survivor Benefits | Against | For | Shareholder |

KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103
 Meeting Date: APR 30, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director John R. Alm | For | For | Management |
| 1.2 | Elect Director Dennis R. Beresford | For | For | Management |
| 1.3 | Elect Director John F. Bergstrom | For | For | Management |
| 1.4 | Elect Director Abelardo E. Bru | For | For | Management |
| 1.5 | Elect Director Robert W. Decherd | For | For | Management |
| 1.6 | Elect Director Thomas J. Falk | For | For | Management |
| 1.7 | Elect Director Mae C. Jemison | For | For | Management |
| 1.8 | Elect Director Ian C. Read | For | For | Management |
| 1.9 | Elect Director G. Craig Sullivan | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Provide Right to Call Special Meeting | For | Against | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Provide for Cumulative Voting | Against | Against | Shareholder |

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KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104
 Meeting Date: MAY 20, 2009 Meeting Type: Annual
 Record Date: MAR 12, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director Ajay Banga | For | For | Management |
| 1.2 | Elect Director Myra M. Hart | For | For | Management |
| 1.3 | Elect Director Lois D. Juliber | For | For | Management |
| 1.4 | Elect Director Mark D. Ketchum | For | For | Management |
| 1.5 | Elect Director Richard A. Lerner | For | For | Management |
| 1.6 | Elect Director John C. Pope | For | For | Management |
| 1.7 | Elect Director Fredric G. Reynolds | For | For | Management |
| 1.8 | Elect Director Irene B. Rosenfeld | For | For | Management |
| 1.9 | Elect Director Deborah C. Wright | For | For | Management |
| 1.10 | Elect Director Frank G. Zarb | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Amend Articles/Bylaws/Charter -- Call
Special Meetings | Against | For | Shareholder |

 L-3 COMMUNICATIONS HOLDINGS, INC.

Ticker: LLL Security ID: 502424104
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Robert B. Millard | For | For | Management |
| 1.2 | Elect Director Arthur L. Simon | For | For | Management |
| 2 | Approve Qualified Employee Stock
Purchase Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

 LAMAR ADVERTISING COMPANY

Ticker: LAMR Security ID: 512815101
 Meeting Date: MAY 28, 2009 Meeting Type: Annual
 Record Date: APR 2, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director John Maxwell Hamilton | For | For | Management |
| 1.2 | Elect Director John E. Koerner, III | For | For | Management |
| 1.3 | Elect Director Edward H. McDermott | For | For | Management |
| 1.4 | Elect Director Stephen P. Mumblow | For | For | Management |
| 1.5 | Elect Director Thomas V. Reifenheiser | For | For | Management |
| 1.6 | Elect Director Anna Reilly | For | For | Management |
| 1.7 | Elect Director Kevin P. Reilly, Jr. | For | For | Management |
| 1.8 | Elect Director Wendell Reilly | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Approve Qualified Employee Stock
Purchase Plan | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

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MCDERMOTT INTERNATIONAL, INC.

Ticker: MDR Security ID: 580037109
Meeting Date: MAY 8, 2009 Meeting Type: Annual
Record Date: MAR 9, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Roger A. Brown as Director | For | For | Management |
| 1.2 | Elect John A. Fees as Director | For | For | Management |
| 1.3 | Elect Oliver D. Kingsley, Jr. as Director | For | For | Management |
| 1.4 | Elect D. Bradley McWilliams as Director | For | For | Management |
| 1.5 | Elect Richard W. Mies as Director | For | For | Management |
| 1.6 | Elect Thomas C. Schievelbein as Director | For | For | Management |
| 2 | Approve 2009 McDermott International, Inc. Long Term Incentive Plan | For | For | Management |
| 3 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106
Meeting Date: AUG 21, 2008 Meeting Type: Annual
Record Date: JUN 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Victor J. Dzau | For | For | Management |
| 1.2 | Elect Director William A. Hawkins | For | For | Management |
| 1.3 | Elect Director Shirley A. Jackson | For | For | Management |
| 1.4 | Elect Director Denise M. O'Leary | For | For | Management |
| 1.5 | Elect Director Jean-Pierre Rosso | For | For | Management |
| 1.6 | Elect Director Jack W. Schuler | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |

MONSANTO CO.

Ticker: MON Security ID: 61166W101
Meeting Date: JAN 14, 2009 Meeting Type: Annual
Record Date: NOV 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Janice L. Fields | For | For | Management |
| 2 | Elect Director Hugh Grant | For | For | Management |
| 3 | Elect Director C. Steven McMillan | For | For | Management |
| 4 | Elect Director Robert J. Stevens | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

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NATIONAL FUEL GAS CO.

Ticker: NFG Security ID: 636180101
 Meeting Date: MAR 12, 2009 Meeting Type: Annual
 Record Date: JAN 15, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director R. Don Cash | For | For | Management |
| 1.2 | Elect Director Stephen E. Ewing | For | For | Management |
| 1.3 | Elect Director George L. Mazanec | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Non-Employee Director Restricted Stock Plan | For | For | Management |

NATIONAL OILWELL VARCO, INC.

Ticker: NOV Security ID: 637071101
 Meeting Date: MAY 13, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Merrill A. Miller, Jr. | For | For | Management |
| 1.2 | Elect Director Greg L. Armstrong | For | For | Management |
| 1.3 | Elect Director David D. Harrison | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |

NEWMONT MINING CORP.

Ticker: NEM Security ID: 651639106
 Meeting Date: APR 29, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Glen A. Barton | For | For | Management |
| 1.2 | Elect Director Vincent A. Calarco | For | For | Management |
| 1.3 | Elect Director Joseph A. Carrabba | For | For | Management |
| 1.4 | Elect Director Noreen Doyle | For | For | Management |
| 1.5 | Elect Director Veronica M. Hagen | For | For | Management |
| 1.6 | Elect Director Michael S. Hamson | For | For | Management |
| 1.7 | Elect Director Robert J. Miller | For | For | Management |
| 1.8 | Elect Director Richard T. O'Brien | For | For | Management |
| 1.9 | Elect Director John B. Prescott | For | For | Management |
| 1.10 | Elect Director Donald C. Roth | For | For | Management |
| 1.11 | Elect Director James V. Taranik | For | For | Management |
| 1.12 | Elect Director Simon Thompson | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 4 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

NOKIA CORP.

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Ticker: NOK Security ID: 654902204
 Meeting Date: APR 23, 2009 Meeting Type: Annual
 Record Date: FEB 17, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-------|--|---------|-----------|------------|
| 1 | Open Meeting | None | None | Management |
| 2 | Calling the Meeting to Order | None | None | Management |
| 3 | Designate Inspector or Shareholder Representative(s) of Minutes of Meeting | None | None | Management |
| 4 | Acknowledge Proper Convening of Meeting | None | None | Management |
| 5 | Prepare and Approve List of Shareholders | None | None | Management |
| 6 | Receive Financial Statements and Statutory Reports; Receive CEO's Review | None | None | Management |
| 7 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 8 | Approve Allocation of Income and Dividends of EUR 0.40 Per Share | For | For | Management |
| 9 | Approve Discharge of Board and President | For | For | Management |
| 10 | Approve Remuneration of Directors in the Amount of EUR 440,000 for Chairman, EUR 150,000 for Vice Chairman, and EUR 130,000 for Other Directors; Approve Remuneration for Committee Work | For | For | Management |
| 11 | Fix Number of Directors at 11 | For | For | Management |
| 12.1 | Reelect Georg Ehrnrooth as Director | For | For | Management |
| 12.2 | Reelect Lalita D. Gupte as Director | For | For | Management |
| 12.3 | Reelect Bengt Holmstrom as Director | For | For | Management |
| 12.4 | Reelect Henning Kagermann as Director | For | For | Management |
| 12.5 | Reelect Olli-Pekka Kallasvuo as Director | For | For | Management |
| 12.6 | Reelect Per Karlsson as Director | For | For | Management |
| 12.7 | Reelect Jorma Ollila as Director | For | For | Management |
| 12.8 | Reelect Marjorie Scardino as Director | For | For | Management |
| 12.9 | Reelect Risto Siilasmaa as Director | For | For | Management |
| 12.10 | Reelect Keijo Suila as Directors as Director | For | For | Management |
| 12.11 | Elect Isabel Marey-Semper as New Director | For | For | Management |
| 13 | Approve Remuneration of Auditors | For | For | Management |
| 14 | Ratify PricewaterhouseCoopers Oy as Auditors | For | For | Management |
| 15 | Authorize Repurchase of up to 360 Million Nokia Shares | For | For | Management |
| 16 | Close Meeting | None | None | Management |
| 17 | MARK THE FOR BOX IF YOU WISH TO INSTRUCT THE DEPOSITARY TO GIVE A PROXY TO LEENA SIIRALA OR ESA NIINIMAKI, BOTH LEGALCOUNSELS OF NOKIA CORPORATION, TO VOTE, IN THEIR DISCRETION, ONYOUR BEHALF ONLY UPON ITEM 17. | None | For | Management |

 NOVARTIS AG

Ticker: NVS Security ID: 66987V109
 Meeting Date: FEB 24, 2009 Meeting Type: Annual
 Record Date: JAN 23, 2009

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-------|---|---------|-----------|-------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Discharge of Board and Senior Management | For | For | Management |
| 3 | Approve Allocation of Income and Dividends of CHF 2 per Share | For | For | Management |
| 4 | Approve CHF 3 Million Reduction in Share Capital via Cancellation of Repurchased Shares | For | For | Management |
| 5.1 | Amend Articles Re: Require Annual Advisory Vote on Remuneration Report, incl. Disclosure of Compensation Amount Paid to Board of Directors and Executive Management | Against | For | Shareholder |
| 5.2 | Amend Corporate Purpose Re: Sustainability | For | For | Management |
| 5.3 | Amend Articles Re: Auditors | For | For | Management |
| 6.1 | Retirement of Peter Burckhardt and William George as Directors (Non-Voting) | None | None | Management |
| 6.2.1 | Reelect Srikant Datar as Director | For | For | Management |
| 6.2.2 | Reelect Andreas von Planta as Director | For | For | Management |
| 6.2.3 | Reelect Wendelin Wiedeking as Director | For | For | Management |
| 6.2.4 | Reelect Rolf Zinkernagel as Director | For | For | Management |
| 6.3 | Elect William Brody as Director | For | For | Management |
| 7 | Ratify PricewaterhouseCoopers AG as Auditors | For | For | Management |

OCH-ZIFF CAPITAL MANAGEMENT GROUP LLC

Ticker: OZM Security ID: 67551U105
 Meeting Date: MAY 13, 2009 Meeting Type: Annual
 Record Date: APR 6, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David Windreich | For | For | Management |
| 1.2 | Elect Director William C. Cobb | For | For | Management |
| 1.3 | Elect Director Jeffrey R. Leeds | For | For | Management |
| 2 | Ratify Auditors | For | Against | Management |

PETROHAWK ENERGY CORPORATION

Ticker: HK Security ID: 716495106
 Meeting Date: JUN 18, 2009 Meeting Type: Annual
 Record Date: APR 27, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director James W. Christmas | For | For | Management |
| 1.2 | Elect Director James L. Irish III | For | For | Management |
| 1.3 | Elect Director Robert C. Stone, Jr. | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |

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| | | | | |
|---|--|-----|---------|------------|
| 5 | Permit Board to Amend Bylaws Without Shareholder Consent | For | Against | Management |
| 6 | Ratify Auditors | For | For | Management |

QUALCOMM INC

Ticker: QCOM Security ID: 747525103
 Meeting Date: MAR 3, 2009 Meeting Type: Annual
 Record Date: JAN 2, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Barbara T. Alexander | For | For | Management |
| 1.2 | Elect Director Stephen M. Bennett | For | For | Management |
| 1.3 | Elect Director Donald G. Cruickshank | For | For | Management |
| 1.4 | Elect Director Raymond V. Dittamore | For | For | Management |
| 1.5 | Elect Director Thomas W. Horton | For | For | Management |
| 1.6 | Elect Director Irwin Mark Jacobs | For | For | Management |
| 1.7 | Elect Director Paul E. Jacobs | For | For | Management |
| 1.8 | Elect Director Robert E. Kahn | For | For | Management |
| 1.9 | Elect Director Sherry Lansing | For | For | Management |
| 1.10 | Elect Director Duane A. Nelles | For | For | Management |
| 1.11 | Elect Director Marc I. Stern | For | For | Management |
| 1.12 | Elect Director Brent Scowcroft | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

RANGE RESOURCES CORPORATION

Ticker: RRC Security ID: 75281A109
 Meeting Date: MAY 20, 2009 Meeting Type: Annual
 Record Date: MAR 27, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Charles L. Blackburn | For | For | Management |
| 1.2 | Elect Director Anthony V. Dub | For | For | Management |
| 1.3 | Elect Director V. Richard Eales | For | For | Management |
| 1.4 | Elect Director Allen Finkelson | For | For | Management |
| 1.5 | Elect Director James M. Funk | For | For | Management |
| 1.6 | Elect Director Jonathan S. Linker | For | For | Management |
| 1.7 | Elect Director Kevin S. McCarthy | For | For | Management |
| 1.8 | Elect Director John H. Pinkerton | For | For | Management |
| 1.9 | Elect Director Jeffrey L. Ventura | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Other Business | For | For | Management |

REDWOOD TRUST, INC.

Ticker: RWT Security ID: 758075402
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: MAR 31, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director George E. Bull, III | For | For | Management |

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| | | | | |
|-----|--|-----|-----|------------|
| 1.2 | Elect Director Thomas C. Brown | For | For | Management |
| 1.3 | Elect Director Diane L. Merdian | For | For | Management |
| 1.4 | Elect Director Georganne C. Proctor | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Increase Authorized Common Stock | For | For | Management |

SPECTRA ENERGY CORP.

Ticker: SE Security ID: 847560109
 Meeting Date: MAY 7, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1 | Declassify the Board of Directors | For | For | Management |
| 2.1 | Elect Director Gregory L. Ebel | For | For | Management |
| 2.2 | Elect Director Peter B. Hamilton | For | For | Management |
| 2.3 | Elect Director Michael E. J. Phelps | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

THOMSON REUTERS PLC

Ticker: TRIL Security ID: G8847Z105
 Meeting Date: MAY 13, 2009 Meeting Type: Annual
 Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Re-elect David Thomson as Director | For | For | Management |
| 2 | Re-elect Geoffrey Beattie as Director | For | For | Management |
| 3 | Re-elect Niall FitzGerald as Director | For | For | Management |
| 4 | Re-elect Thomas Glocer as Director | For | For | Management |
| 5 | Elect Manvinder Banga as Director | For | For | Management |
| 6 | Re-elect Mary Cirillo as Director | For | For | Management |
| 7 | Re-elect Steven Denning as Director | For | For | Management |
| 8 | Re-elect Lawton Fitt as Director | For | For | Management |
| 9 | Re-elect Roger Martin as Director | For | For | Management |
| 10 | Re-elect Sir Deryck Maughan as Director | For | For | Management |
| 11 | Re-elect Ken Olisa as Director | For | For | Management |
| 12 | Re-elect Vance Opperman as Director | For | For | Management |
| 13 | Re-elect John Thompson as Director | For | For | Management |
| 14 | Re-elect Peter Thomson as Director | For | For | Management |
| 15 | Re-elect John Tory as Director | For | For | Management |
| 16 | Reappoint PricewaterhouseCoopers LLP (Canada) as Auditors of Thomson Reuters Corp. and Auth. Board to Fix Their Remuneration; Reappoint PricewaterhouseCoopers LLP (UK) as Auditors of Thomson Reuters plc and Auth. Board to Fix Their Remuneration | | | |
| 17 | Receive the Financial Statements and Auditors' Report of Thomson Reuters for the Year Ended December 31, 2008 | For | For | Management |
| 18 | Receive the Directors' Report of Thomson Reuters plc for the Year Ended December 31, 2008 | For | For | Management |

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| | | | | |
|----|---|-----|---------|------------|
| 19 | Approve Remuneration Report | For | Against | Management |
| 20 | Authorise Issue of Equity or
Equity-Linked Securities with
Pre-emptive Rights Under a General
Authority up to Aggregate Nominal
Amount of GBP 15,102,436 and an
Additional Amount Pursuant to a Rights
Issue of up to GBP 15,102,436 | For | For | Management |
| 21 | Authorise Issue of Equity or
Equity-Linked Securities without
Pre-emptive Rights up to Aggregate
Nominal Amount of GBP 2,265,365 | For | For | Management |
| 22 | Authorise 27,184,386 Ordinary Shares
for Market Purchase | For | For | Management |
| 23 | Approve a Continuing Authority for
Thomson Reuters plc to Call a General
Meeting of Shareholders Other Than an
Annual General Meeting in Accordance
with Thomson Reuters plc's Articles of
Association Upon Not Less Than 14 Clear
Days' Notice | For | For | Management |

TIME WARNER INC

Ticker: TWX Security ID: 887317105
 Meeting Date: JAN 16, 2009 Meeting Type: Special
 Record Date: NOV 20, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------|---------|-----------|------------|
| 1 | Approve Reverse Stock Split | For | For | Management |

TIME WARNER INC

Ticker: TWX Security ID: 887317303
 Meeting Date: MAY 28, 2009 Meeting Type: Annual
 Record Date: APR 3, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director Herbert M. Allison, Jr. | For | For | Management |
| 1.2 | Elect Director James L. Barksdale | For | For | Management |
| 1.3 | Elect Director Jeffrey L. Bewkes | For | For | Management |
| 1.4 | Elect Director Stephen F. Bollenbach | For | For | Management |
| 1.5 | Elect Director Frank J. Caufield | For | For | Management |
| 1.6 | Elect Director Robert C. Clark | For | For | Management |
| 1.7 | Elect Director Mathias Dopfner | For | For | Management |
| 1.8 | Elect Director Jessica P. Einhorn | For | For | Management |
| 1.9 | Elect Director Michael A. Miles | For | For | Management |
| 1.10 | Elect Director Kenneth J. Novack | For | For | Management |
| 1.11 | Elect Director Deborah C. Wright | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 4 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 5 | Amend Articles/Bylaws/Charter -- Call
Special Meetings | Against | For | Shareholder |
| 6 | Advisory Vote to Ratify Named Executive
Officers' Compensation | Against | For | Shareholder |

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TOTAL SA

Ticker: TOT Security ID: 89151E109
Meeting Date: MAY 15, 2009 Meeting Type: Annual/Special
Record Date: APR 7, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Approve Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Consolidated Financial Statements and Statutory Reports | For | For | Management |
| 3 | Approve Allocation of Income and Dividends of EUR 2.28 per Share | For | For | Management |
| 4 | Approve Special Auditors' Report Presenting Ongoing Related-Party Transactions | For | For | Management |
| 5 | Approve Transaction with Thierry Desmarest | For | For | Management |
| 6 | Approve Transaction with Christophe de Margerie | For | Against | Management |
| 7 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 8 | Reelect Anne Lauvergeon as Director | For | For | Management |
| 9 | Reelect Daniel Bouton as Director | For | For | Management |
| 10 | Reelect Bertrand Collomb as Director | For | For | Management |
| 11 | Reelect Christophe de Margerie as Director | For | For | Management |
| 12 | Reelect Michel Pebereau as Director | For | For | Management |
| 13 | Electe Patrick Artus as Director | For | For | Management |
| 14 | Amend Article 12 of Bylaws Re: Age Limit for Chairman | For | For | Management |
| A | Amend Article 19 of Bylaws Re: Disclosure of Individual Stock Option Plans | Against | Against | Shareholder |
| B | Amend Article 11 of Bylaws Re: Nomination of Employee's Shareholder Representative to the Board of Directors | Against | Against | Shareholder |
| C | Approve Restricted Stock Plan for Employee | Against | Against | Shareholder |

TRANSDIGM GROUP INC.

Ticker: TDG Security ID: 893641100
Meeting Date: FEB 17, 2009 Meeting Type: Annual
Record Date: JAN 5, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director W. Nicholas Howley | For | For | Management |
| 1.2 | Elect Director David A. Barr | For | For | Management |
| 1.3 | Elect Director Dudley P. Sheffler | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

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TRAVELERS COMPANIES, INC., THE

Ticker: TRV Security ID: 89417E109
 Meeting Date: MAY 5, 2009 Meeting Type: Annual
 Record Date: MAR 6, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Alan L. Beller | For | For | Management |
| 1.2 | Elect Director John H. Dasburg | For | For | Management |
| 1.3 | Elect Director Janet M. Dolan | For | For | Management |
| 1.4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 1.5 | Elect Director Jay S. Fishman | For | For | Management |
| 1.6 | Elect Director Lawrence G. Graev | For | For | Management |
| 1.7 | Elect Director Patricia L. Higgins | For | For | Management |
| 1.8 | Elect Director Thomas R. Hodgson | For | For | Management |
| 1.9 | Elect Director Cleve L. Killingsworth, Jr. | For | For | Management |
| 1.10 | Elect Director Robert I. Lipp | For | For | Management |
| 1.11 | Elect Director Blythe J. McGarvie | For | For | Management |
| 1.12 | Elect Director Laurie J. Thomsen | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Report on Political Contributions | Against | Against | Shareholder |

 UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109
 Meeting Date: APR 8, 2009 Meeting Type: Annual
 Record Date: FEB 10, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Louis R. Chenevert | For | For | Management |
| 1.2 | Elect Director George David | For | For | Management |
| 1.3 | Elect Director John V. Faraci | For | For | Management |
| 1.4 | Elect Director Jean-Pierre Garnier | For | For | Management |
| 1.5 | Elect Director Jamie S. Gorelick | For | For | Management |
| 1.6 | Elect Director Carlos M. Gutierrez | For | For | Management |
| 1.7 | Elect Director Edward A. Kangas | For | For | Management |
| 1.8 | Elect Director Charles R. Lee | For | For | Management |
| 1.9 | Elect Director Richard D. McCormick | For | For | Management |
| 1.10 | Elect Director Harold McGraw III | For | For | Management |
| 1.11 | Elect Director Richard B. Myers | For | For | Management |
| 1.12 | Elect Director H. Patrick Swygert | For | For | Management |
| 1.13 | Elect Director Andre Villeneuve | For | For | Management |
| 1.14 | Elect Director Christine Todd Whitman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Foreign Military Sales Offsets | Against | Against | Shareholder |

 WARNER MUSIC GROUP CORP.

Ticker: WMG Security ID: 934550104
 Meeting Date: FEB 23, 2009 Meeting Type: Annual
 Record Date: JAN 9, 2009

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edgar Bronfman, Jr. | For | For | Management |
| 1.2 | Elect Director Shelby W. Bonnie | For | For | Management |
| 1.3 | Elect Director Richard Bressler | For | Withhold | Management |
| 1.4 | Elect Director John P. Connaughton | For | Withhold | Management |
| 1.5 | Elect Director Phyllis E. Grann | For | For | Management |
| 1.6 | Elect Director Michele J. Hooper | For | For | Management |
| 1.7 | Elect Director Scott L. Jaeckel | For | Withhold | Management |
| 1.8 | Elect Director Seth W. Lawry | For | Withhold | Management |
| 1.9 | Elect Director Thomas H. Lee | For | For | Management |
| 1.10 | Elect Director Ian Loring | For | Withhold | Management |
| 1.11 | Elect Director Mark Nunnelly | For | Withhold | Management |
| 1.12 | Elect Director Scott M. Sperling | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

=====
=====END NPX REPORT=====

</PRE>

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.

LMP Capital and Income Fund Inc.

By:

/s/ R. Jay Gerken

R. Jay Gerken

Chairman, President and Chief Executive Officer of LMP Capital and Income Fund Inc.

Date: August 12, 2009