

REAVES UTILITY INCOME FUND  
Form N-PX  
August 28, 2009

**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: 811-21432

**REAVES UTILITY INCOME FUND**

(Exact name of registrant as specified in charter)

**1290 Broadway, Suite 1100, Denver, Colorado 80203**

(Address of principal executive offices) (Zip code)

**JoEllen L. Legg**

**Reaves Utility Income Fund**

**1290 Broadway, Suite 1100**

**Denver, Colorado 80203**

(Name and address of agent for service)

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Registrant's Telephone Number, including Area Code: **(303) 623-2577**

Date of fiscal year end: **October 31**

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

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**Item 1. Proxy Voting Record.**

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*Investment Company Report*

**BT GROUP PLC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 05577E101    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | BT           | <b>Meeting Date</b> | 16-Jul-2008            |
| <b>ISIN</b>          | US05577E1010 | <b>Agenda</b>       | 932927253 - Management |

| <b>Item</b> | <b>Proposal</b>                    | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|------------------------------------|-------------|-------------|-------------------------------|
| 01          | REPORTS AND ACCOUNTS               | Management  | For         | For                           |
| 02          | REMUNERATION REPORT                | Management  | For         | For                           |
| 03          | FINAL DIVIDEND                     | Management  | For         | For                           |
| 04          | RE-ELECT HANIF LALANI              | Management  | For         | For                           |
| 05          | RE-ELECT CARL SYMON                | Management  | For         | For                           |
| 06          | ELECT SIR MICHAEL RAKE             | Management  | For         | For                           |
| 07          | ELECT GAVIN PATTERSON              | Management  | For         | For                           |
| 08          | ELECT J ERIC DANIELS               | Management  | For         | For                           |
| 09          | ELECT RT HON PATRICIA HEWITT MP    | Management  | For         | For                           |
| 10          | REAPPOINTMENT OF AUDITORS          | Management  | For         | For                           |
| 11          | REMUNERATION OF AUDITORS           | Management  | For         | For                           |
| 12          | AUTHORITY TO ALLOT SHARES          | Management  | For         | For                           |
| S13         | AUTHORITY TO ALLOT SHARES FOR CASH | Management  | For         | For                           |
| S14         | AUTHORITY TO PURCHASE OWN SHARES   | Management  | For         | For                           |
| 15          | AUTHORITY FOR POLITICAL DONATIONS  | Management  | For         | For                           |

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**VODAFONE GROUP PLC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 92857W209    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | VOD          | <b>Meeting Date</b> | 29-Jul-2008            |
| <b>ISIN</b>          | US92857W2098 | <b>Agenda</b>       | 932928990 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | TO RECEIVE THE COMPANY S ACCOUNTS AND REPORTS OF THE DIRECTORS AND AUDITORS FOR THE YEAR ENDED 31 MARCH 2008.  | Management | For  | For                    |
| 02   | TO RE-ELECT SIR JOHN BOND AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)   | Management | For  | For                    |
| 03   | TO RE-ELECT JOHN BUCHANAN AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE) (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)   | Management | For  | For                    |
| 04   | TO RE-ELECT VITTORIO COLAO AS A DIRECTOR   | Management | For  | For                    |
| 05   | TO RE-ELECT ANDY HALFORD AS A DIRECTOR   | Management | For  | For                    |
| 06   | TO RE-ELECT ALAN JEBSON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Management | For  | For                    |
| 07   | TO RE-ELECT NICK LAND AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Management | For  | For                    |
| 08   | TO RE-ELECT ANNE LAUVERGEON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Management | For  | For                    |
| 09   | TO RE-ELECT SIMON MURRAY AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Management | For  | For                    |
| 10   | TO RE-ELECT LUC VANDEVELDE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE) (MEMBER OF THE REMUNERATION COMMITTEE)   | Management | For  | For                    |
| 11   | TO RE-ELECT ANTHONY WATSON AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Management | For  | For                    |
| 12   | TO RE-ELECT PHILIP YEA AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Management | For  | For                    |
| 13   | TO APPROVE A FINAL DIVIDEND OF 5.02P PER ORDINARY SHARE  | Management | For  | For                    |
| 14   | TO APPROVE THE REMUNERATION REPORT   | Management | For  | For                    |
| 15   | TO RE-APPOINT DELOITTE & TOUCHE LLP AS AUDITORS  | Management | For  | For                    |
| 16   | TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITORS   | Management | For  | For                    |
| 17   | TO RENEW THE AUTHORITY TO ALLOT SHARES UNDER ARTICLE 16.2 OF THE COMPANY S ARTICLES OF ASSOCIATION   | Management | For  | For                    |
| 18   | TO RENEW THE AUTHORITY TO DIS-APPLY PRE-EMPTION RIGHTS UNDER ARTICLE 16.3 OF THE COMPANY S ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION)  | Management | For  | For                    |
| 19   | TO AUTHORISE THE COMPANY S PURCHASE OF ITS OWN SHARES (SECTION 166, COMPANIES ACT 1985) (SPECIAL RESOLUTION)   | Management | For  | For                    |
| 20   | TO AUTHORISE THE COMPANY TO MAKE DONATIONS TO POLITICAL PARTIES, AND/OR INDEPENDENT ELECTION CANDIDATES; TO POLITICAL ORGANIZATIONS OTHER THAN POLITICAL PARTIES; AND TO INCUR POLITICAL EXPENDITURE (PART 14, COMPANIES ACT 2006) | Management | For  | For                    |
| 21   | TO ADOPT NEW ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION)  | Management | For  | For                    |

22 TO APPROVE THE RULES OF THE VODAFONE GROUP 2008 Management For For  
SHARESAVE PLAN

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**GUARANTY FINANCIAL GROUP INC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 40108N106    | <b>Meeting Type</b> | Special                |
| <b>Ticker Symbol</b> | GFG          | <b>Meeting Date</b> | 29-Sep-2008            |
| <b>ISIN</b>          | US40108N1063 | <b>Agenda</b>       | 932954135 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | TO APPROVE THE MANDATORY CONVERSION OF OUR SERIES B MANDATORY CONVERTIBLE PERPETUAL CUMULATIVE PREFERRED STOCK INTO SHARES OF OUR COMMON STOCK. STOCKHOLDER APPROVAL AT THIS SPECIAL MEETING WILL APPLY TO SERIES B MANDATORY CONVERTIBLE PERPETUAL CUMULATIVE PREFERRED STOCK WE ISSUED TO INVESTORS AND WILL ISSUE TO INVESTORS THROUGH OUR RECENT PRIVATE PLACEMENT TRANSACTIONS. | Management | For  | For                    |

**TELECOM CORPORATION OF NEW ZEALAND LTD.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 879278208    | <b>Meeting Type</b> | Contested-Annual       |
| <b>Ticker Symbol</b> | NZT          | <b>Meeting Date</b> | 02-Oct-2008            |
| <b>ISIN</b>          | US8792782083 | <b>Agenda</b>       | 932953448 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS.                       | Management | For  | For                    |
| 02   | TO RE-ELECT MR ROD MCGEOCH AS A DIRECTOR - DIRECTOR NOMINATIONS SUPPORTED BY THE BOARD.   | Management | For  | For                    |
| 03   | TO RE-ELECT MR KEVIN ROBERTS AS A DIRECTOR - DIRECTOR NOMINATIONS SUPPORTED BY THE BOARD. | Management | For  | For                    |
| 04   | TO ELECT MR MARK CROSS AS A DIRECTOR - DIRECTOR NOMINATIONS NOT SUPPORTED BY THE BOARD.   | Management | For  | Against                |
| 05   | TO ELECT MR MARK TUME AS A DIRECTOR - DIRECTOR NOMINATIONS NOT SUPPORTED BY THE BOARD.    | Management | For  | Against                |

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**LLOYDS BANKING GROUP PLC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 539439109    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | LYG          | <b>Meeting Date</b> | 19-Nov-2008            |
| <b>ISIN</b>          | US5394391099 | <b>Agenda</b>       | 932972145 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| O1   | TO AUTHORISE THE ACQUISITION OF HBOS PLC  | Management | For  | For                    |
| O2   | TO AUTHORISE THE WAIVER BY THE PANEL IN RELATION TO THE ACQUISITION OF SHARES BY HM TREASURY                | Management | For  | For                    |
| O3   | TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND AUTHORISE THE DIRECTORS TO ALLOT THE NEW SHARES | Management | For  | For                    |
| O4   | TO APPROVE A CAPITALISATION OF THE COMPANY RESERVES TO PAY UP NEW BONUS SHARES                              | Management | For  | For                    |
| O5   | DIRECTORS FEES  | Management | For  | For                    |
| O6   | TO AUTHORISE A BUYBACK OF THE PREFERENCE SHARES TO BE ISSUED TO HM TREASURY                                 | Management | For  | For                    |
| S7   | DIRECTORS POWER TO ISSUE SHARES FOR CASH  | Management | For  | For                    |
| S8   | TO CHANGE THE NAME OF THE COMPANY   | Management | For  | For                    |

**GENERAL MARITIME CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | Y2692M103    | <b>Meeting Type</b> | Special                |
| <b>Ticker Symbol</b> | GMR          | <b>Meeting Date</b> | 16-Dec-2008            |
| <b>ISIN</b>          | MHY2692M1030 | <b>Agenda</b>       | 932970925 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | ADOPTION OF AGREEMENT AND PLAN OF MERGER AND AMALGAMATION, DATED AS OF AUGUST 5, 2008, BY AND AMONG ARLINGTON TANKERS LTD., GALILEO HOLDING CORPORATION, ARCHER AMALGAMATION LIMITED, GALILEO MERGER CORPORATION AND GENERAL MARITIME CORPORATION.   | Management | For  | For                    |
| 02   | APPROVAL OF ANY ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT DESCRIBED ABOVE AS ITEM 1. | Management | For  | For                    |



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**CENTURYTEL, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 156700106    | <b>Meeting Type</b> | Special                |
| <b>Ticker Symbol</b> | CTL          | <b>Meeting Date</b> | 27-Jan-2009            |
| <b>ISIN</b>          | US1567001060 | <b>Agenda</b>       | 932986790 - Management |

| <b>Item</b> | <b>Proposal</b>   | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|---|-------------|-------------|-------------------------------|
| 01          | A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF THE COMPANY IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 26, 2008, BY AND AMONG EMBARQ CORPORATION, THE COMPANY, AND CAJUN ACQUISITION COMPANY, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME.          | Management  | For         | For                           |
| 02          | A PROPOSAL TO AMEND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE COMPANY TO ELIMINATE THE RIGHTS OF PERSONS WHO HAVE CONTINUOUSLY OWNED SHARES OF COMMON STOCK SINCE MAY 30, 1987 TO TEN VOTES PER SHARE OF SUCH STOCK AND TO PROVIDE INSTEAD THAT ALL HOLDERS OF COMMON STOCK WILL BE ENTITLED TO ONE VOTE PER SHARE. | Management  | For         | For                           |
| 03          | A PROPOSAL TO AMEND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE COMPANY TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF CENTURYTEL COMMON STOCK FROM 350,000,000 TO 800,000,000.   | Management  | For         | For                           |
| 04          | A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES FOR THE PROPOSAL TO ISSUE COMMON STOCK OF THE COMPANY IN CONNECTION WITH THE MERGER.  | Management  | For         | For                           |

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**EMBARQ CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 29078E105    | <b>Meeting Type</b> | Special                |
| <b>Ticker Symbol</b> | EQ           | <b>Meeting Date</b> | 27-Jan-2009            |
| <b>ISIN</b>          | US29078E1055 | <b>Agenda</b>       | 932987211 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, AMONG CENTURYTEL, INC., CAJUN ACQUISITION COMPANY, A WHOLLY OWNED SUBSIDIARY OF CENTURYTEL, INC., AND EMBARQ CORPORATION. UPON APPROVAL, CAJUN ACQUISITION COMPANY WILL BE MERGED WITH AND INTO EMBARQ AND EACH OUTSTANDING SHARE OF COMMON STOCK OF EMBARQ WILL BE CONVERTED INTO RIGHT TO RECEIVE 1.37 SHARES OF COMMON STOCK OF CENTURYTEL. | Management | For  | For                    |

**BCE INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 05534B760    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | BCE          | <b>Meeting Date</b> | 17-Feb-2009            |
| <b>ISIN</b>          | CA05534B7604 | <b>Agenda</b>       | 932992274 - Management |

| Item | Proposal                          | Type        | Vote    | For/Against Management |
|------|-----------------------------------|-------------|---------|------------------------|
| 01   | DIRECTOR                          | Management  |         |                        |
| 1    | A. BÉRARD                         |             | For     | For                    |
| 2    | R.A. BRENNEMAN                    |             | For     | For                    |
| 3    | G.A. COPE                         |             | For     | For                    |
| 4    | A.S. FELL                         |             | For     | For                    |
| 5    | D. SOBLE KAUFMAN                  |             | For     | For                    |
| 6    | B.M. LEVITT                       |             | For     | For                    |
| 7    | E.C. LUMLEY                       |             | For     | For                    |
| 8    | T.C. O NEILL                      |             | For     | For                    |
| 9    | J.A. PATTISON                     |             | For     | For                    |
| 10   | P.M. TELLIER                      |             | For     | For                    |
| 11   | V.L. YOUNG                        |             | For     | For                    |
| 02   | DELOITTE & TOUCHE LLP AS AUDITORS | Management  | For     | For                    |
| 03   | SHAREHOLDER PROPOSAL NO. 1        | Shareholder | Against | For                    |
| 04   | SHAREHOLDER PROPOSAL NO. 2        | Shareholder | Against | For                    |
| 05   | SHAREHOLDER PROPOSAL NO. 3        | Shareholder | Against | For                    |
| 06   | SHAREHOLDER PROPOSAL NO. 4        | Shareholder | Against | For                    |
| 07   | SHAREHOLDER PROPOSAL NO. 5        | Shareholder | Against | For                    |
| 08   | SHAREHOLDER PROPOSAL NO. 6        | Shareholder | Against | For                    |
| 09   | SHAREHOLDER PROPOSAL NO. 7        | Shareholder | Against | For                    |
| 10   | SHAREHOLDER PROPOSAL NO. 8        | Shareholder | Against | For                    |
| 11   | SHAREHOLDER PROPOSAL NO. 9        | Shareholder | Against | For                    |

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**BP P.L.C.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 055622104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | BP           | <b>Meeting Date</b> | 16-Apr-2009            |
| <b>ISIN</b>          | US0556221044 | <b>Agenda</b>       | 933008888 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | TO RECEIVE THE DIRECTORS ANNUAL REPORT AND ACCOUNTS  | Management | For  | For                    |
| 02   | TO APPROVE THE DIRECTORS REMUNERATION REPORT   | Management | For  | For                    |
| 03   | DIRECTOR   | Management |      |                        |
| 1    | MR A BURGMAINS   |            | For  | For                    |
| 2    | MRS C B CARROLL  |            | For  | For                    |
| 3    | SIR WILLIAM CASTELL  |            | For  | For                    |
| 4    | MR I C CONN  |            | For  | For                    |
| 5    | MR G DAVID   |            | For  | For                    |
| 6    | MR E B DAVIS, JR   |            | For  | For                    |
| 7    | MR R DUDLEY  |            | For  | For                    |
| 8    | MR D J FLINT   |            | For  | For                    |
| 9    | DR B E GROTE   |            | For  | For                    |
| 10   | DR A B HAYWARD   |            | For  | For                    |
| 11   | MR A G INGLIS  |            | For  | For                    |
| 12   | DR D S JULIUS  |            | For  | For                    |
| 13   | SIR TOM MCKILLOP   |            | For  | For                    |
| 14   | SIR IAN PROSSER  |            | For  | For                    |
| 15   | MR P D SUTHERLAND  |            | For  | For                    |
| 18   | TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION  | Management | For  | For                    |
| S19  | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY  | Management | For  | For                    |
| 20   | TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT   | Management | For  | For                    |
| S21  | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS                            | Management | For  | For                    |
| S22  | SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS | Management | For  | For                    |

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**PUBLIC SERVICE ENTERPRISE GROUP INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 744573106    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | PEG          | <b>Meeting Date</b> | 21-Apr-2009            |
| <b>ISIN</b>          | US7445731067 | <b>Agenda</b>       | 933012433 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | DIRECTOR   | Management |      |                        |
| 1    | ALBERT R. GAMPER, JR.  |            | For  | For                    |
| 2    | CONRAD K. HARPER   |            | For  | For                    |
| 3    | SHIRLEY ANN JACKSON  |            | For  | For                    |
| 4    | DAVID LILLEY   |            | For  | For                    |
| 5    | THOMAS A. RENYI  |            | For  | For                    |
| 6    | HAK CHEOL SHIN   |            | For  | For                    |
| 02   | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2009. | Management | For  | For                    |

**ENCANA CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 292505104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | ECA          | <b>Meeting Date</b> | 22-Apr-2009            |
| <b>ISIN</b>          | CA2925051047 | <b>Agenda</b>       | 933020062 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | RALPH S. CUNNINGHAM   |            | For  | For                    |
| 2    | PATRICK D. DANIEL   |            | For  | For                    |
| 3    | IAN W. DELANEY  |            | For  | For                    |
| 4    | RANDALL K. ERESMAN  |            | For  | For                    |
| 5    | CLAIRE S. FARLEY  |            | For  | For                    |
| 6    | MICHAEL A. GRANDIN  |            | For  | For                    |
| 7    | BARRY W. HARRISON   |            | For  | For                    |
| 8    | VALERIE A.A. NIELSEN  |            | For  | For                    |
| 9    | DAVID P. O BRIEN  |            | For  | For                    |
| 10   | JANE L. PEVERETT  |            | For  | For                    |
| 11   | ALLAN P. SAWIN  |            | For  | For                    |
| 12   | WAYNE G. THOMSON  |            | For  | For                    |
| 13   | CLAYTON H. WOITAS   |            | For  | For                    |
| 02   | APPOINTMENT OF AUDITORS - PRICEWATERHOUSECOOPERS LLP AT A REMUNERATION TO BE FIXED BY THE BOARD OF DIRECTORS. | Management | For  | For                    |

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**GENERAL ELECTRIC COMPANY**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 369604103    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | GE           | <b>Meeting Date</b> | 22-Apr-2009            |
| <b>ISIN</b>          | US3696041033 | <b>Agenda</b>       | 933003713 - Management |

| Item | Proposal                                    | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| A1   | ELECTION OF DIRECTOR: JAMES I. CASH, JR.    | Management  | For  | For                    |
| A2   | ELECTION OF DIRECTOR: WILLIAM M. CASTELL    | Management  | For  | For                    |
| A3   | ELECTION OF DIRECTOR: ANN M. FUDGE          | Management  | For  | For                    |
| A4   | ELECTION OF DIRECTOR: SUSAN HOCKFIELD       | Management  | For  | For                    |
| A5   | ELECTION OF DIRECTOR: JEFFREY R. IMMELT     | Management  | For  | For                    |
| A6   | ELECTION OF DIRECTOR: ANDREA JUNG           | Management  | For  | For                    |
| A7   | ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY | Management  | For  | For                    |
| A8   | ELECTION OF DIRECTOR: ROBERT W. LANE        | Management  | For  | For                    |
| A9   | ELECTION OF DIRECTOR: RALPH S. LARSEN       | Management  | For  | For                    |
| A10  | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS   | Management  | For  | For                    |
| A11  | ELECTION OF DIRECTOR: JAMES J. MULVA        | Management  | For  | For                    |
| A12  | ELECTION OF DIRECTOR: SAM NUNN              | Management  | For  | For                    |
| A13  | ELECTION OF DIRECTOR: ROGER S. PENSKE       | Management  | For  | For                    |
| A14  | ELECTION OF DIRECTOR: ROBERT J. SWIERINGA   | Management  | For  | For                    |
| A15  | ELECTION OF DIRECTOR: DOUGLAS A. WARNER III | Management  | For  | For                    |
| B    | RATIFICATION OF KPMG                        | Management  | For  | For                    |
| C1   | CUMULATIVE VOTING                           | Shareholder | For  | Against                |
| C2   | EXECUTIVE COMPENSATION ADVISORY VOTE        | Shareholder | For  | Against                |
| C3   | INDEPENDENT STUDY REGARDING BREAKING UP GE  | Shareholder | For  | Against                |
| C4   | DIVIDEND POLICY                             | Shareholder | For  | Against                |
| C5   | SHAREHOLDER VOTE ON GOLDEN PARACHUTES       | Shareholder | For  | Against                |

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**PFIZER INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 717081103    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | PFE          | <b>Meeting Date</b> | 23-Apr-2009            |
| <b>ISIN</b>          | US7170811035 | <b>Agenda</b>       | 933011176 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO  | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: MICHAEL S. BROWN  | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: M. ANTHONY BURNS  | Management  | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: ROBERT N. BURT  | Management  | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: W. DON CORNWELL   | Management  | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: WILLIAM H. GRAY, III  | Management  | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: CONSTANCE J. HORNER   | Management  | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: JAMES M. KILTS  | Management  | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: JEFFREY B. KINDLER  | Management  | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: GEORGE A. LORCH   | Management  | For  | For                    |
| 1K   | ELECTION OF DIRECTOR: DANA G. MEAD  | Management  | For  | For                    |
| 1L   | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON  | Management  | For  | For                    |
| 1M   | ELECTION OF DIRECTOR: STEPHEN W. SANGER   | Management  | For  | For                    |
| 1N   | ELECTION OF DIRECTOR: WILLIAM C. STEERE, JR.  | Management  | For  | For                    |
| 02   | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Management  | For  | For                    |
| 03   | PROPOSAL TO APPROVE THE PFIZER INC. 2004 STOCK PLAN, AS AMENDED AND RESTATED.                           | Management  | For  | For                    |
| 04   | SHAREHOLDER PROPOSAL REGARDING STOCK OPTIONS.   | Shareholder | For  | Against                |
| 05   | SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                 | Shareholder | For  | Against                |
| 06   | SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING.   | Shareholder | For  | Against                |
| 07   | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.  | Shareholder | For  | Against                |

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**SCANA CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 80589M102    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | SCG          | <b>Meeting Date</b> | 23-Apr-2009            |
| <b>ISIN</b>          | US80589M1027 | <b>Agenda</b>       | 933014831 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | DIRECTOR   | Management |      |                        |
| 1    | JAMES A. BENNETT   |            | For  | For                    |
| 2    | LYNNE M. MILLER  |            | For  | For                    |
| 3    | JAMES W. ROQUEMORE   |            | For  | For                    |
| 4    | MACEO K. SLOAN   |            | For  | For                    |
| 02   | APPROVAL OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management | For  | For                    |

**SOUTHERN CALIFORNIA EDISON COMPANY**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 842400400    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | SCEPRD       | <b>Meeting Date</b> | 23-Apr-2009            |
| <b>ISIN</b>          | US8424004005 | <b>Agenda</b>       | 933008535 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | VANESSA C.L. CHANG  |            | For  | For                    |
| 2    | FRANCE A. CORDOVA   |            | For  | For                    |
| 3    | THEODORE F. CRAVER, JR.   |            | For  | For                    |
| 4    | CHARLES B. CURTIS   |            | For  | For                    |
| 5    | ALAN J. FOHRER  |            | For  | For                    |
| 6    | BRADFORD M. FREEMAN   |            | For  | For                    |
| 7    | LUIS G. NOGALES   |            | For  | For                    |
| 8    | RONALD L. OLSON   |            | For  | For                    |
| 9    | JAMES M. ROSSER   |            | For  | For                    |
| 10   | R.T. SCHLOSBERG, III  |            | For  | For                    |
| 11   | THOMAS C. SUTTON  |            | For  | For                    |
| 12   | BRETT WHITE   |            | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT PUBLIC ACCOUNTING FIRM | Management | For  | For                    |

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**AT&T INC.**  
**Security**  
**Ticker Symbol**  
**ISIN**

00206R102  
T  
US00206R1023

**Meeting Type**  
**Meeting Date**  
**Agenda**

Annual  
24-Apr-2009  
933004195 - Management

| Item | Proposal   | Type        | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON          | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: WILLIAM F. ALDINGER III        | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: GILBERT F. AMELIO              | Management  | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: REUBEN V. ANDERSON             | Management  | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: JAMES H. BLANCHARD             | Management  | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: AUGUST A. BUSCH III            | Management  | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: JAIME CHICO PARDO              | Management  | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: JAMES P. KELLY                 | Management  | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: JON C. MADONNA                 | Management  | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: LYNN M. MARTIN                 | Management  | For  | For                    |
| 1K   | ELECTION OF DIRECTOR: JOHN B. MCCOY                  | Management  | For  | For                    |
| 1L   | ELECTION OF DIRECTOR: MARY S. METZ                   | Management  | For  | For                    |
| 1M   | ELECTION OF DIRECTOR: JOYCE M. ROCHE                 | Management  | For  | For                    |
| 1N   | ELECTION OF DIRECTOR: LAURA D ANDREA TYSON           | Management  | For  | For                    |
| 1O   | ELECTION OF DIRECTOR: PATRICIA P. UPTON              | Management  | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Management  | For  | For                    |
| 03   | AMENDMENT TO INCREASE AUTHORIZED SHARES.             | Management  | For  | For                    |
| 04   | REPORT ON POLITICAL CONTRIBUTIONS.                   | Shareholder | For  | Against                |
| 05   | SPECIAL STOCKHOLDER MEETINGS.                        | Shareholder | For  | Against                |
| 06   | CUMULATIVE VOTING.                                   | Shareholder | For  | Against                |
| 07   | BYLAW REQUIRING INDEPENDENT CHAIRMAN.                | Shareholder | For  | Against                |
| 08   | ADVISORY VOTE ON COMPENSATION.                       | Shareholder | For  | Against                |
| 09   | PENSION CREDIT POLICY.                               | Shareholder | For  | Against                |



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**AMEREN CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 023608102    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | AEE          | <b>Meeting Date</b> | 28-Apr-2009            |
| <b>ISIN</b>          | US0236081024 | <b>Agenda</b>       | 933008701 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 01   | DIRECTOR  | Management  |      |                        |
| 1    | STEPHEN F. BRAUER   |             | For  | For                    |
| 2    | SUSAN S. ELLIOTT  |             | For  | For                    |
| 3    | ELLEN M. FITZSIMMONS  |             | For  | For                    |
| 4    | WALTER J. GALVIN  |             | For  | For                    |
| 5    | GAYLE P.W. JACKSON  |             | For  | For                    |
| 6    | JAMES C. JOHNSON  |             | For  | For                    |
| 7    | CHARLES W. MUELLER  |             | For  | For                    |
| 8    | DOUGLAS R. OBERHELMAN   |             | For  | For                    |
| 9    | GARY L. RAINWATER   |             | For  | For                    |
| 10   | HARVEY SALIGMAN   |             | For  | For                    |
| 11   | PATRICK T. STOKES   |             | For  | For                    |
| 12   | THOMAS R. VOSS  |             | For  | For                    |
| 13   | JACK D. WOODARD   |             | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management  | For  | For                    |
| 03   | SHAREHOLDER PROPOSAL RELATING TO RELEASES FROM THE CALLAWAY PLANT.            | Shareholder | For  | Against                |

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**EXELON CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 30161N101    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | EXC          | <b>Meeting Date</b> | 28-Apr-2009            |
| <b>ISIN</b>          | US30161N1019 | <b>Agenda</b>       | 933010984 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: JOHN A. CANNING, JR.  | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: M. WALTER D ALESSIO   | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: BRUCE DEMARS  | Management  | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: NELSON A. DIAZ  | Management  | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: ROSEMARIE B. GRECO  | Management  | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: PAUL L. JOSKOW  | Management  | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: JOHN M. PALMS   | Management  | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: JOHN W. ROGERS, JR.   | Management  | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: JOHN W. ROWE  | Management  | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: STEPHEN D. STEINOUR   | Management  | For  | For                    |
| 02   | THE RENEWAL OF THE EXELON CORPORATION ANNUAL INCENTIVE PLAN FOR SENIOR EXECUTIVES EFFECTIVE JANUARY 1, 2009.  | Management  | For  | For                    |
| 03   | THE RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS EXELON S INDEPENDENT ACCOUNTANT FOR 2009.   | Management  | For  | For                    |
| 04   | A SHAREHOLDER RECOMMENDATION TO PREPARE A REPORT SHOWING THAT EXELON S ACTIONS TO REDUCEGLOBAL WARMING HAVE REDUCED MEAN GLOBAL TEMPERATURE OR AVOIDED DISASTERS. | Shareholder | For  | Against                |

**TECO ENERGY, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 872375100    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | TE           | <b>Meeting Date</b> | 29-Apr-2009            |
| <b>ISIN</b>          | US8723751009 | <b>Agenda</b>       | 933014918 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: SHERRILL W. HUDSON  | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: JOSEPH P. LACHER  | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: LORETTA A. PENN   | Management  | For  | For                    |
| 02   | VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2009.      | Management  | For  | For                    |
| 03   | RE-APPROVAL OF PERFORMANCE CRITERIA UNDER THE COMPANY S 2004 EQUITY INCENTIVE PLAN. | Management  | For  | For                    |
| 04   | DECLASSIFICATION OF BOARD.  | Shareholder | For  | Against                |

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**NSTAR**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 67019E107    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | NST          | <b>Meeting Date</b> | 30-Apr-2009            |
| <b>ISIN</b>          | US67019E1073 | <b>Agenda</b>       | 933012863 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | DIRECTOR   | Management |      |                        |
| 1    | THOMAS G. DIGNAN, JR.  |            | For  | For                    |
| 2    | MATINA S. HORNER   |            | For  | For                    |
| 3    | GERALD L. WILSON   |            | For  | For                    |
| 02   | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2009.                         | Management | For  | For                    |
| 03   | TO AMEND SECTION 52 OF THE COMPANY'S DECLARATION OF TRUST TO REQUIRE A MAJORITY VOTE STANDARD FOR THE ELECTION OF TRUSTEES IN UNCONTESTED ELECTIONS. | Management | For  | For                    |

**SEMPRA ENERGY**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 816851109    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | SRE          | <b>Meeting Date</b> | 30-Apr-2009            |
| <b>ISIN</b>          | US8168511090 | <b>Agenda</b>       | 933013637 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 01   | ELECTION OF DIRECTOR: JAMES G. BROCKSMITH JR.                       | Management  | For  | For                    |
| 02   | ELECTION OF DIRECTOR: RICHARD A. COLLATO                            | Management  | For  | For                    |
| 03   | ELECTION OF DIRECTOR: DONALD E. FELSINGER                           | Management  | For  | For                    |
| 04   | ELECTION OF DIRECTOR: WILFORD D. GODBOLD JR.                        | Management  | For  | For                    |
| 05   | ELECTION OF DIRECTOR: WILLIAM D. JONES                              | Management  | For  | For                    |
| 06   | ELECTION OF DIRECTOR: RICHARD G. NEWMAN                             | Management  | For  | For                    |
| 07   | ELECTION OF DIRECTOR: WILLIAM G. OUCHI                              | Management  | For  | For                    |
| 08   | ELECTION OF DIRECTOR: CARLOS RUIZ                                   | Management  | For  | For                    |
| 09   | ELECTION OF DIRECTOR: WILLIAM C. RUSNACK                            | Management  | For  | For                    |
| 10   | ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE                           | Management  | For  | For                    |
| 11   | ELECTION OF DIRECTOR: LYNN SCHENK                                   | Management  | For  | For                    |
| 12   | ELECTION OF DIRECTOR: NEAL E. SCHMALE                               | Management  | For  | For                    |
| 13   | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM       | Management  | For  | For                    |
| 14   | SHAREHOLDER PROPOSAL FOR AN ADVISORY VOTE ON EXECUTIVE COMPENSATION | Shareholder | For  | Against                |
| 15   | SHAREHOLDER PROPOSAL FOR NORTH DAKOTA REINCORPORATION               | Shareholder | For  | Against                |

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**TRANSALTA CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 89346D107    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | TAC          | <b>Meeting Date</b> | 30-Apr-2009            |
| <b>ISIN</b>          | CA89346D1078 | <b>Agenda</b>       | 933029313 - Management |

| <b>Item</b> | <b>Proposal</b>   | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|---|-------------|-------------|-------------------------------|
| 01          | DIRECTOR  | Management  |             |                               |
| 1           | W.D. ANDERSON   |             | For         | For                           |
| 2           | S.L. BAUM   |             | For         | For                           |
| 3           | S.J. BRIGHT   |             | For         | For                           |
| 4           | T.W. FAITHFULL  |             | For         | For                           |
| 5           | G.D. GIFFIN   |             | For         | For                           |
| 6           | C.K. JESPERSEN  |             | For         | For                           |
| 7           | M.M. KANOVSKY   |             | For         | For                           |
| 8           | D.S. KAUFMAN  |             | For         | For                           |
| 9           | G.S. LACKENBAUER  |             | For         | For                           |
| 10          | M.C. PIPER  |             | For         | For                           |
| 11          | S.G. SNYDER   |             | For         | For                           |
| 02          | APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS AT A REMUNERATION TO BE FIXED BY THE BOARD OF DIRECTORS. | Management  | For         | For                           |

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**GREAT PLAINS ENERGY INCORPORATED**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 391164100    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | GXP          | <b>Meeting Date</b> | 05-May-2009            |
| <b>ISIN</b>          | US3911641005 | <b>Agenda</b>       | 933016998 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | D.L. BODDE  |            | For  | For                    |
| 2    | M.J. CHESSE   |            | For  | For                    |
| 3    | W.H. DOWNEY   |            | For  | For                    |
| 4    | R.C. FERGUSON, JR.  |            | For  | For                    |
| 5    | G.D. FORSEE   |            | For  | For                    |
| 6    | J.A. MITCHELL   |            | For  | For                    |
| 7    | W.C. NELSON   |            | For  | For                    |
| 8    | L.H. TALBOTT  |            | For  | For                    |
| 9    | R.H. WEST   |            | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2009.  | Management | For  | For                    |
| 03   | THE APPROVAL OF AN AMENDMENT TO THE COMPANY SARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK, WITHOUT PAR VALUE, FROM 150,000,000 TO 250,000,000. | Management | For  | For                    |

**WINDSTREAM CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 97381W104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | WIN          | <b>Meeting Date</b> | 06-May-2009            |
| <b>ISIN</b>          | US97381W1045 | <b>Agenda</b>       | 933018649 - Management |

| Item | Proposal   | Type        | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1    | DIRECTOR   | Management  |      |                        |
| 1    | CAROL B. ARMITAGE  |             | For  | For                    |
| 2    | SAMUEL E. BEALL, III   |             | For  | For                    |
| 3    | DENNIS E. FOSTER   |             | For  | For                    |
| 4    | FRANCIS X. FRANTZ  |             | For  | For                    |
| 5    | JEFFERY R. GARDNER   |             | For  | For                    |
| 6    | JEFFREY T. HINSON  |             | For  | For                    |
| 7    | JUDY K. JONES  |             | For  | For                    |
| 8    | WILLIAM A. MONTGOMERY  |             | For  | For                    |
| 9    | FRANK E. REED  |             | For  | For                    |
| 2    | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS, LLP AS WINDSTREAM INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2009 | Management  | For  | For                    |
| 3    | EXECUTIVE COMPENSATION ADVISORY VOTE   | Shareholder | For  | Against                |
| 4    | PROPOSAL TO REQUIRE AN INDEPENDENT CHAIRMAN OF THE BOARD   | Shareholder | For  | Against                |

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**BCE INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 05534B760    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | BCE          | <b>Meeting Date</b> | 07-May-2009            |
| <b>ISIN</b>          | CA05534B7604 | <b>Agenda</b>       | 933033615 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 01   | DIRECTOR  | Management  |      |                        |
| 1    | B.K. ALLEN  |             | For  | For                    |
| 2    | A. BÉRARD   |             | For  | For                    |
| 3    | R.A. BRENNEMAN  |             | For  | For                    |
| 4    | R.E. BROWN  |             | For  | For                    |
| 5    | G.A. COPE   |             | For  | For                    |
| 6    | A.S. FELL   |             | For  | For                    |
| 7    | D. SOBLE KAUFMAN  |             | For  | For                    |
| 8    | B.M. LEVITT   |             | For  | For                    |
| 9    | E.C. LUMLEY   |             | For  | For                    |
| 10   | T.C. O NEILL  |             | For  | For                    |
| 11   | P.M. TELLIER  |             | For  | For                    |
| 12   | P.R. WEISS  |             | For  | For                    |
| 13   | V.L. YOUNG  |             | For  | For                    |
| 02   | DELOITTE & TOUCHE LLP AS AUDITORS.  | Management  | For  | For                    |
| 3A   | CEASE AND DESIST BUYING SHARES PURSUANT TO THE SHARE BUYBACK DATED DECEMBER 12, 2008.   | Shareholder | For  | Against                |
| 3B   | DECLARING AS A SPECIAL DIVIDEND AN AMOUNT EQUAL TO THE DIVIDEND OF THE BCE COMMON SHARES THAT WOULD HAVE BEEN PAID IN JULY AND OCTOBER 2008.  | Shareholder | For  | Against                |
| 3C   | MISSED DIVIDEND PAYMENTS TO SHAREHOLDERS FOR THE PERIOD OF JULY 15, 2008 AND OCTOBER 15, 2008.  | Shareholder | For  | Against                |
| 3D   | CUT BOARD OF DIRECTORS, PRESIDENT AND CEO, AND TOP MANAGEMENT SALARIES, BONUSES, STOCK OPTION BENEFITS, OTHER BENEFITS AND PERKS BY 50% IN 2009 AND 2010, AND CAP THEM TO A MAXIMUM OF \$ 500,000 PER PERSON, PER YEAR FOR 2009 AND 2010. | Shareholder | For  | Against                |
| 3E   | INDEPENDENCE OF COMPENSATION COMMITTEE MEMBERS AND EXTERNAL COMPENSATION ADVISORS.  | Shareholder | For  | Against                |
| 3F   | SHAREHOLDER ADVISORY VOTE ON THE EXECUTIVE COMPENSATION POLICY.   | Shareholder | For  | For                    |
| 3G   | FEMALE REPRESENTATION ON BOARD OF DIRECTORS.  | Shareholder | For  | Against                |
| 3H   | LIMIT ON THE NUMBER OF DIRECTORSHIPS.   | Shareholder | For  | Against                |

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**CENTURYTEL, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 156700106    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | CTL          | <b>Meeting Date</b> | 07-May-2009            |
| <b>ISIN</b>          | US1567001060 | <b>Agenda</b>       | 933046080 - Management |

| <b>Item</b> | <b>Proposal</b>  | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|--|-------------|-------------|-------------------------------|
| 01          | DIRECTOR   | Management  |             |                               |
| 1           | FRED R. NICHOLS  |             | For         | For                           |
| 2           | HARVEY P. PERRY  |             | For         | For                           |
| 3           | JIM D. REPPOND   |             | For         | For                           |
| 4           | JOSEPH R. ZIMMEL   |             | For         | For                           |
| 02          | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY S INDEPENDENT AUDITOR FOR 2009. | Management  | For         | For                           |
| 03          | TO ACT UPON A SHAREHOLDER PROPOSAL REGARDING DIRECTOR ELECTION VOTING STANDARDS.   | Shareholder | For         | Against                       |
| 04          | TO ACT UPON A SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION.               | Shareholder | For         | Against                       |
| 05          | TO ACT UPON A SHAREHOLDER PROPOSAL REGARDING NETWORK MANAGEMENT PRACTICES.         | Shareholder | For         | Against                       |

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**DUKE ENERGY CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 26441C105    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | DUK          | <b>Meeting Date</b> | 07-May-2009            |
| <b>ISIN</b>          | US26441C1053 | <b>Agenda</b>       | 933019728 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | DIRECTOR   | Management |      |                        |
| 1    | WILLIAM BARNET, III  |            | For  | For                    |
| 2    | G. ALEX BERNHARDT, SR.   |            | For  | For                    |
| 3    | MICHAEL G. BROWNING  |            | For  | For                    |
| 4    | DANIEL R. DIMICCO  |            | For  | For                    |
| 5    | ANN MAYNARD GRAY   |            | For  | For                    |
| 6    | JAMES H. HANCE, JR.  |            | For  | For                    |
| 7    | JAMES T. RHODES  |            | For  | For                    |
| 8    | JAMES E. ROGERS  |            | For  | For                    |
| 9    | PHILIP R. SHARP  |            | For  | For                    |
| 10   | DUDLEY S. TAFT   |            | For  | For                    |
| 02   | RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION S INDEPENDENT PUBLICACCOUNTANT FOR 2009 | Management | For  | For                    |

**SPECTRA ENERGY CORP**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 847560109    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | SE           | <b>Meeting Date</b> | 07-May-2009            |
| <b>ISIN</b>          | US8475601097 | <b>Agenda</b>       | 933017065 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | APPROVAL OF AN AMENDMENT TO SPECTRA ENERGY SCERTIFICATE OF INCORPORATION TO ELIMINATE THE CLASSIFIED STRUCTURE OF ITS BOARD OF DIRECTORS.            | Management | For  | For                    |
| 02   | DIRECTOR   | Management |      |                        |
| 1    | GREGORY L. EBEL  |            | For  | For                    |
| 2    | PETER B. HAMILTON  |            | For  | For                    |
| 3    | MICHAEL E.J. PHELPS  |            | For  | For                    |
| 03   | RATIFICATION OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED DECEMBER 31, 2009. | Management | For  | For                    |



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**VERIZON COMMUNICATIONS INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 92343V104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | VZ           | <b>Meeting Date</b> | 07-May-2009            |
| <b>ISIN</b>          | US92343V1044 | <b>Agenda</b>       | 933018017 - Management |

| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: RICHARD L. CARRION  | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: M. FRANCES KEETH  | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: ROBERT W. LANE  | Management  | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: SANDRA O. MOOSE   | Management  | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: JOSEPH NEUBAUER   | Management  | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN  | Management  | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: THOMAS H. O BRIEN   | Management  | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: CLARENCE OTIS, JR.  | Management  | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: HUGH B. PRICE   | Management  | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG  | Management  | For  | For                    |
| 1K   | ELECTION OF DIRECTOR: JOHN W. SNOW  | Management  | For  | For                    |
| 1L   | ELECTION OF DIRECTOR: JOHN R. STAFFORD  | Management  | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management  | For  | For                    |
| 03   | ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION   | Management  | For  | For                    |
| 04   | APPROVAL OF LONG-TERM INCENTIVE PLAN  | Management  | For  | For                    |
| 05   | APPROVAL OF SHORT-TERM INCENTIVE PLAN   | Management  | For  | For                    |
| 06   | PROHIBIT GRANTING STOCK OPTIONS   | Shareholder | For  | Against                |
| 07   | SHAREHOLDER ABILITY TO CALL SPECIAL MEETING   | Shareholder | For  | Against                |
| 08   | SEPARATE OFFICES OF CHAIRMAN AND CEO  | Shareholder | For  | Against                |
| 09   | CUMULATIVE VOTING   | Shareholder | For  | Against                |
| 10   | SHAREHOLDER APPROVAL OF BENEFITS PAID AFTER DEATH   | Shareholder | For  | Against                |

**AMERICAN WATER WORKS COMPANY, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 030420103    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | AWK          | <b>Meeting Date</b> | 08-May-2009            |
| <b>ISIN</b>          | US0304201033 | <b>Agenda</b>       | 933023436 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1    | DIRECTOR   | Management |      |                        |
| 1    | DONALD L. CORRELL  |            | For  | For                    |
| 2    | MARTHA CLARK GOSS  |            | For  | For                    |
| 3    | DR. MANFRED DOSS   |            | For  | For                    |
| 4    | RICHARD R. GRIGG   |            | For  | For                    |
| 5    | JULIA L. JOHNSON   |            | For  | For                    |
| 6    | GEORGE MACKENZIE   |            | For  | For                    |
| 7    | WILLIAM J. MARRAZZO  |            | For  | For                    |
| 8    | DR. ROLF POHLIG  |            | For  | For                    |
| 9    | ANDREAS G. ZETZSCHE  |            | For  | For                    |
| 2    | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED DECEMBER 31, 2009. | Management | For  | For                    |
| 3    |  | Management | For  | For                    |

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PROPOSAL TO APPROVE AMENDMENTS TO THE AMERICAN WATER  
WORKS COMPANY, INC. 2007 OMNIBUS EQUITY COMPENSATION PLAN.

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**NISOURCE INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 65473P105    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | NI           | <b>Meeting Date</b> | 12-May-2009            |
| <b>ISIN</b>          | US65473P1057 | <b>Agenda</b>       | 933033297 - Management |

| <b>Item</b> | <b>Proposal</b>  | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|--|-------------|-------------|-------------------------------|
| 1A          | ELECTION OF DIRECTOR: RICHARD A. ABDOO                       | Management  | For         | For                           |
| 1B          | ELECTION OF DIRECTOR: STEVEN C. BEERING                      | Management  | For         | For                           |
| 1C          | ELECTION OF DIRECTOR: DENNIS E. FOSTER                       | Management  | For         | For                           |
| 1D          | ELECTION OF DIRECTOR: MICHAEL E. JESANIS                     | Management  | For         | For                           |
| 1E          | ELECTION OF DIRECTOR: MARTY K. KITTRELL                      | Management  | For         | For                           |
| 1F          | ELECTION OF DIRECTOR: W. LEE NUTTER                          | Management  | For         | For                           |
| 1G          | ELECTION OF DIRECTOR: DEBORAH S. PARKER                      | Management  | For         | For                           |
| 1H          | ELECTION OF DIRECTOR: IAN M. ROLLAND                         | Management  | For         | For                           |
| 1I          | ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.                  | Management  | For         | For                           |
| 1J          | ELECTION OF DIRECTOR: RICHARD L. THOMPSON                    | Management  | For         | For                           |
| 1K          | ELECTION OF DIRECTOR: CAROLYN Y. WOO                         | Management  | For         | For                           |
| II          | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.   | Management  | For         | For                           |
| III         | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS. | Shareholder | For         | Against                       |

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**INTEGRYS ENERGY GROUP INC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 45822P105    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | TEG          | <b>Meeting Date</b> | 13-May-2009            |
| <b>ISIN</b>          | US45822P1057 | <b>Agenda</b>       | 933035405 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | KEITH E. BAILEY   |            | For  | For                    |
| 2    | K.M. HASSELBLAD-PASCALE   |            | For  | For                    |
| 3    | JOHN W. HIGGINS   |            | For  | For                    |
| 4    | JAMES L. KEMERLING  |            | For  | For                    |
| 5    | CHARLES A. SCHROCK  |            | For  | For                    |
| 02   | RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR INTEGRYS ENERGY GROUP AND ITS SUBSIDIARIES FOR 2009. | Management | For  | For                    |

**PROGRESS ENERGY, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 743263105    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | PGN          | <b>Meeting Date</b> | 13-May-2009            |
| <b>ISIN</b>          | US7432631056 | <b>Agenda</b>       | 933026266 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | ELECTION OF DIRECTOR: JAMES E. BOSTIC, JR.   | Management | For  | For                    |
| 02   | ELECTION OF DIRECTOR: HARRIS E. DELOACH, JR.   | Management | For  | For                    |
| 03   | ELECTION OF DIRECTOR: JAMES B. HYLER, JR.  | Management | For  | For                    |
| 04   | ELECTION OF DIRECTOR: WILLIAM D. JOHNSON   | Management | For  | For                    |
| 05   | ELECTION OF DIRECTOR: ROBERT W. JONES  | Management | For  | For                    |
| 06   | ELECTION OF DIRECTOR: W. STEVEN JONES  | Management | For  | For                    |
| 07   | ELECTION OF DIRECTOR: E. MARIE MCKEE   | Management | For  | For                    |
| 08   | ELECTION OF DIRECTOR: JOHN H. MULLIN, III  | Management | For  | For                    |
| 09   | ELECTION OF DIRECTOR: CHARLES W. PRYOR, JR.  | Management | For  | For                    |
| 10   | ELECTION OF DIRECTOR: CARLOS A. SALADRIGAS   | Management | For  | For                    |
| 11   | ELECTION OF DIRECTOR: THERESA M. STONE   | Management | For  | For                    |
| 12   | ELECTION OF DIRECTOR: ALFRED C. TOLLISON, JR.  | Management | For  | For                    |
| 13   | RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY.            | Management | For  | For                    |
| 14   | TO APPROVE THE PROGRESS ENERGY, INC. 2009 EXECUTIVE INCENTIVE PLAN TO COMPLY WITH SECTION 162(M) OF THE INTERNAL REVENUE CODE. | Management | For  | For                    |

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**COPANO ENERGY, L.L.C.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 217202100    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | CPNO         | <b>Meeting Date</b> | 14-May-2009            |
| <b>ISIN</b>          | US2172021006 | <b>Agenda</b>       | 933038158 - Management |

| <b>Item</b> | <b>Proposal</b>  | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|--|-------------|-------------|-------------------------------|
| 01          | DIRECTOR   | Management  |             |                               |
| 1           | JAMES G. CRUMP   |             | For         | For                           |
| 2           | ERNIE L. DANNER  |             | For         | For                           |
| 3           | JOHN R. ECKEL, JR.   |             | For         | For                           |
| 4           | SCOTT A. GRIFFITHS   |             | For         | For                           |
| 5           | MICHAEL L. JOHNSON   |             | For         | For                           |
| 6           | T. WILLIAM PORTER  |             | For         | For                           |
| 7           | WILLIAM L. THACKER   |             | For         | For                           |
| 02          | APPROVAL OF AN AMENDMENT TO COPANO S AMENDEEDAND RESTATED LONG-TERM INCENTIVE PLAN.              | Management  | For         | For                           |
| 03          | RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Management  | For         | For                           |

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**FRONTIER COMMUNICATIONS CORP**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 35906A108    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | FTR          | <b>Meeting Date</b> | 14-May-2009            |
| <b>ISIN</b>          | US35906A1088 | <b>Agenda</b>       | 933048363 - Management |

| Item | Proposal   | Type        | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 01   | DIRECTOR   | Management  |      |                        |
| 1    | KATHLEEN Q. ABERNATHY  |             | For  | For                    |
| 2    | LEROY T. BARNES, JR.   |             | For  | For                    |
| 3    | PETER C.B. BYNOE   |             | For  | For                    |
| 4    | MICHAEL T. DUGAN   |             | For  | For                    |
| 5    | JERI B. FINARD   |             | For  | For                    |
| 6    | LAWTON WEHLE FITT  |             | For  | For                    |
| 7    | WILLIAM M. KRAUS   |             | For  | For                    |
| 8    | HOWARD L. SCHROTT  |             | For  | For                    |
| 9    | LARRAINE D. SEGIL  |             | For  | For                    |
| 10   | DAVID H. WARD  |             | For  | For                    |
| 11   | MYRON A. WICK, III   |             | For  | For                    |
| 12   | MARY AGNES WILDEROTTER   |             | For  | For                    |
| 02   | TO ADOPT THE 2009 EQUITY INCENTIVE PLAN.   | Management  | For  | For                    |
| 03   | TO CONSIDER AND VOTE UPON A STOCKHOLDER PROPOSAL, IF PRESENTED AT THE MEETING.                     | Shareholder | For  | Against                |
| 04   | TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Management  | For  | For                    |

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**TOTAL S.A.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 89151E109    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | TOT          | <b>Meeting Date</b> | 15-May-2009            |
| <b>ISIN</b>          | US89151E1091 | <b>Agenda</b>       | 933065193 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| O1   | APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS   | Management | For  | For                    |
| O2   | APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS   | Management | For  | For                    |
| O3   | ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND   | Management | For  | For                    |
| O4   | AGREEMENTS COVERED BY ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE   | Management | For  | For                    |
| O5   | COMMITMENTS UNDER ARTICLE L. 225-42-1 OF THE FRENCH COMMERCIAL CODE CONCERNING MR. THIERRY DESMAREST  | Management | For  | For                    |
| O6   | COMMITMENTS UNDER ARTICLE L. 225-42-1 OF THE FRENCH COMMERCIAL CODE CONCERNING MR. CHRISTOPHE DE MARGERIE   | Management | For  | For                    |
| O7   | AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE SHARES OF THE COMPANY   | Management | For  | For                    |
| O8   | RENEWAL OF THE APPOINTMENT OF MRS. ANNE LAUVERGEON AS A DIRECTOR  | Management | For  | For                    |
| O9   | RENEWAL OF THE APPOINTMENT OF MR. DANIEL BOUTON AS A DIRECTOR   | Management | For  | For                    |
| O10  | RENEWAL OF THE APPOINTMENT OF MR. BERTRAND COLLOMB AS A DIRECTOR  | Management | For  | For                    |
| O11  | RENEWAL OF THE APPOINTMENT OF MR. CHRISTOPHE DE MARGERIE AS A DIRECTOR  | Management | For  | For                    |
| O12  | RENEWAL OF THE APPOINTMENT OF MR. MICHEL PEBEREAU AS A DIRECTOR   | Management | For  | For                    |
| O13  | APPOINTMENT OF MR. PATRICK ARTUS AS A DIRECTOR  | Management | For  | For                    |
| E14  | AMENDMENT TO ARTICLE 12 OF THE COMPANY S ARTICLES OF ASSOCIATION REGARDING THE LIMIT ON THE AGE OF THE CHAIRMAN OF THE BOARD  | Management | For  | For                    |
| A    | AMENDMENT TO THE COMPANY S ARTICLES OF ASSOCIATION WITH THE INTENT OF DISCLOSING INDIVIDUAL ALLOCATIONS OF STOCK OPTIONS AND RESTRICTED SHARES AS PROVIDED BY LAW   | Management | For  | Against                |
| B    | FOR THE PURPOSE OF AMENDING TO THE ARTICLES OF ASSOCIATION REGARDING A NEW PROCEDURE FOR SELECTING A SHAREHOLDER-EMPLOYEE AS BOARD MEMBER WITH A VIEW TO IMPROVING HIS OR HER REPRESENTATION AND INDEPENDENCE | Management | For  | Against                |
| C    | AUTHORIZATION TO GRANT RESTRICTED SHARES OF THE COMPANY TO ALL EMPLOYEES OF THE GROUP   | Management | For  | Against                |

**CONSOLIDATED EDISON, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 209115104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | ED           | <b>Meeting Date</b> | 18-May-2009            |
| <b>ISIN</b>          | US2091151041 | <b>Agenda</b>       | 933045634 - Management |

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| Item | Proposal  | Type        | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: K. BURKE                          | Management  | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: V.A. CALARCO                      | Management  | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: G. CAMPBELL, JR.                  | Management  | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: G.J. DAVIS                        | Management  | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: M.J. DEL GIUDICE                  | Management  | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: E.V. FUTTER                       | Management  | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: J.F. HENNESSY III                 | Management  | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: S. HERNANDEZ                      | Management  | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: J.F. KILLIAN                      | Management  | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: E.R. MCGRATH                      | Management  | For  | For                    |
| 1K   | ELECTION OF DIRECTOR: M.W. RANGER                       | Management  | For  | For                    |
| 1L   | ELECTION OF DIRECTOR: L.F. SUTHERLAND                   | Management  | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS. | Management  | For  | For                    |
| 03   | ADDITIONAL COMPENSATION INFORMATION.                    | Shareholder | For  | Against                |



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**ITC HOLDINGS CORP.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 465685105    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | ITC          | <b>Meeting Date</b> | 20-May-2009            |
| <b>ISIN</b>          | US4656851056 | <b>Agenda</b>       | 933048971 - Management |

| <b>Item</b> | <b>Proposal</b>   | <b>Type</b> | <b>Vote</b> | <b>For/Against Management</b> |
|-------------|---|-------------|-------------|-------------------------------|
| 01          | DIRECTOR  | Management  |             |                               |
| 1           | EDWARD G. JEPSEN  |             | For         | For                           |
| 2           | RICHARD D. MCLELLAN   |             | For         | For                           |
| 3           | WILLIAM J. MUSELER  |             | For         | For                           |
| 4           | HAZEL R. O LEARY  |             | For         | For                           |
| 5           | G. BENNETT STEWART, III   |             | For         | For                           |
| 6           | LEE C. STEWART  |             | For         | For                           |
| 7           | JOSEPH L. WELCH   |             | For         | For                           |
| 02          | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2009. | Management  | For         | For                           |

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**PPL CORPORATION**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 69351T106    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | PPL          | <b>Meeting Date</b> | 20-May-2009            |
| <b>ISIN</b>          | US69351T1060 | <b>Agenda</b>       | 933052968 - Management |

| Item | Proposal   | Type        | Vote    | For/Against Management |
|------|--|-------------|---------|------------------------|
| 01   | DIRECTOR   | Management  |         |                        |
| 1    | JOHN W. CONWAY   |             | For     | For                    |
| 2    | E. ALLEN DEAVER  |             | For     | For                    |
| 3    | JAMES H. MILLER  |             | For     | For                    |
| 02   | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management  | For     | For                    |
| 03   | SHAREOWNER PROPOSAL - ELECT EACH DIRECTOR ANNUALLY                               | Shareholder | Against | For                    |

**XCEL ENERGY INC**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 98389B100    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | XEL          | <b>Meeting Date</b> | 20-May-2009            |
| <b>ISIN</b>          | US98389B1008 | <b>Agenda</b>       | 933040026 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: C. CONEY BURGESS  | Management | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: FREDRIC W. CORRIGAN   | Management | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: RICHARD K. DAVIS  | Management | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: RICHARD C. KELLY  | Management | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: ALBERT F. MORENO  | Management | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: DR. MARGARET R. PRESKA  | Management | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: A. PATRICIA SAMPSON   | Management | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: RICHARD H. TRULY  | Management | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: DAVID A. WESTERLUND   | Management | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: TIMOTHY V. WOLF   | Management | For  | For                    |
| 02   | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Management | For  | For                    |

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**ONEOK, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 682680103    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | OKE          | <b>Meeting Date</b> | 21-May-2009            |
| <b>ISIN</b>          | US6826801036 | <b>Agenda</b>       | 933033172 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1A   | ELECTION OF DIRECTOR: JAMES C. DAY  | Management | For  | For                    |
| 1B   | ELECTION OF DIRECTOR: JULIE H. EDWARDS  | Management | For  | For                    |
| 1C   | ELECTION OF DIRECTOR: WILLIAM L. FORD   | Management | For  | For                    |
| 1D   | ELECTION OF DIRECTOR: JOHN W. GIBSON  | Management | For  | For                    |
| 1E   | ELECTION OF DIRECTOR: DAVID L. KYLE   | Management | For  | For                    |
| 1F   | ELECTION OF DIRECTOR: BERT H. MACKIE  | Management | For  | For                    |
| 1G   | ELECTION OF DIRECTOR: JIM W. MOGG   | Management | For  | For                    |
| 1H   | ELECTION OF DIRECTOR: PATTYE L. MOORE   | Management | For  | For                    |
| 1I   | ELECTION OF DIRECTOR: GARY D. PARKER  | Management | For  | For                    |
| 1J   | ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ  | Management | For  | For                    |
| 1K   | ELECTION OF DIRECTOR: DAVID J. TIPPECONNIC  | Management | For  | For                    |
| 02   | A PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2009. | Management | For  | For                    |

**FPL GROUP, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 302571104    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | FPL          | <b>Meeting Date</b> | 22-May-2009            |
| <b>ISIN</b>          | US3025711041 | <b>Agenda</b>       | 933040569 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | SHERRY S. BARRAT  |            | For  | For                    |
| 2    | ROBERT M. BEALL, II   |            | For  | For                    |
| 3    | J. HYATT BROWN  |            | For  | For                    |
| 4    | JAMES L. CAMAREN  |            | For  | For                    |
| 5    | J. BRIAN FERGUSON   |            | For  | For                    |
| 6    | LEWIS HAY, III  |            | For  | For                    |
| 7    | TONI JENNINGS   |            | For  | For                    |
| 8    | OLIVER D. KINGSLEY, JR.   |            | For  | For                    |
| 9    | RUDY E. SCHUPP  |            | For  | For                    |
| 10   | MICHAEL H. THAMAN   |            | For  | For                    |
| 11   | HANSEL E. TOOKES, II  |            | For  | For                    |
| 12   | PAUL R. TREGURTHA   |            | For  | For                    |
| 02   | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.   | Management | For  | For                    |
| 03   | APPROVAL OF THE MATERIAL TERMS UNDER THE FPL GROUP, INC. AMENDED AND RESTATED LONG TERM INCENTIVE PLAN FOR PAYMENT OF PERFORMANCE-BASED COMPENSATION AS REQUIRED BY INTERNAL REVENUE CODE SECTION 162(M). | Management | For  | For                    |

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**THE SOUTHERN COMPANY**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 842587107    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | SO           | <b>Meeting Date</b> | 27-May-2009            |
| <b>ISIN</b>          | US8425871071 | <b>Agenda</b>       | 933055534 - Management |

| Item | Proposal   | Type        | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 01   | DIRECTOR   | Management  |      |                        |
| 1    | J.P. BARANCO   |             | For  | For                    |
| 2    | F.S. BLAKE   |             | For  | For                    |
| 3    | J.A. BOSCIA  |             | For  | For                    |
| 4    | T.F. CHAPMAN   |             | For  | For                    |
| 5    | H.W. HABERMEYER, JR.   |             | For  | For                    |
| 6    | V.M. HAGEN   |             | For  | For                    |
| 7    | W.A. HOOD, JR.   |             | For  | For                    |
| 8    | D.M. JAMES   |             | For  | For                    |
| 9    | J.N. PURCELL   |             | For  | For                    |
| 10   | D.M. RATCLIFFE   |             | For  | For                    |
| 11   | W.G. SMITH, JR.  |             | For  | For                    |
| 12   | G.J. ST PE   |             | For  | For                    |
| 02   | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009 | Management  | For  | For                    |
| 03   | AMENDMENT OF COMPANY S BY-LAWS REGARDING MAJORITY VOTING AND CUMULATIVE VOTING   | Management  | For  | For                    |
| 04   | AMENDMENT OF COMPANY S CERTIFICATE OF INCORPORATION REGARDING CUMULATIVE VOTING  | Management  | For  | For                    |
| 05   | STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REPORT   | Shareholder | For  | Against                |
| 06   | STOCKHOLDER PROPOSAL ON PENSION POLICY   | Shareholder | For  | Against                |

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**ANNALY CAPITAL MANAGEMENT, INC.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 035710409    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | NLY          | <b>Meeting Date</b> | 29-May-2009            |
| <b>ISIN</b>          | US0357104092 | <b>Agenda</b>       | 933055306 - Management |

| Item | Proposal  | Type       | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01   | DIRECTOR  | Management |      |                        |
| 1    | W. DENAHAN-NORRIS   |            | For  | For                    |
| 2    | MICHAEL HAYLON  |            | For  | For                    |
| 3    | DONNELL A. SEGALAS  |            | For  | For                    |
| 02   | RATIFICATION OF THE APPOINTMENT OF DELOITTE AND TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2009 FISCAL YEAR. | Management | For  | For                    |

**TELEFONICA, S.A.**

|                      |              |                     |                        |
|----------------------|--------------|---------------------|------------------------|
| <b>Security</b>      | 879382208    | <b>Meeting Type</b> | Annual                 |
| <b>Ticker Symbol</b> | TEF          | <b>Meeting Date</b> | 22-Jun-2009            |
| <b>ISIN</b>          | US8793822086 | <b>Agenda</b>       | 933106886 - Management |

| Item | Proposal   | Type       | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01   | EXAMINATION AND APPROVAL, IF APPLICABLE, OF THE INDIVIDUAL ANNUAL ACCOUNTS, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE MANAGEMENT REPORT OF TELEFONICA, S.A. AND OF ITS CONSOLIDATED GROUP OF COMPANIES, AS WELL AS THE PROPOSED ALLOCATION OF PROFITS/LOSSES OF TELEFONICA, S.A. AND THE MANAGEMENT OF ITS BOARD OF DIRECTORS, ALL WITH RESPECT TO FISCAL YEAR 2008. | Management | For  | For                    |
| 02   | COMPENSATION OF SHAREHOLDERS: DISTRIBUTION OF A DIVIDEND TO BE CHARGED TO UNRESTRICTED RESERVES.   | Management | For  | For                    |
| 03   | APPROVAL OF AN INCENTIVE TELEFONICA, S.A. S SHARE PURCHASE PLAN FOR EMPLOYEES OF THE TELEFONICA GROUP.   | Management | For  | For                    |
| 04   | AUTHORIZATION FOR THE ACQUISITION OF THE COMPANY S OWN SHARES, DIRECTLY OR THROUGH COMPANIES OF THE GROUP.   | Management | For  | For                    |
| 05   | REDUCTION OF THE SHARE CAPITAL THROUGH THE CANCELLATION OF SHARES OF THE COMPANY S OWNSTOCK, EXCLUDING CREDITORS RIGHT TO OBJECT, AND AMENDMENT OF THE ARTICLE OF THE BY-LAWS RELATING TO THE SHARE CAPITAL.   | Management | For  | For                    |
| 06   | RE-ELECTION OF THE AUDITOR FOR FISCAL YEAR 2009.   | Management | For  | For                    |
| 07   | DELEGATION OF POWERS TO FORMALIZE, INTERPRET, CORRECT AND IMPLEMENT THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS MEETING.   | Management | For  | For                    |

**SIGNATURE**

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.

**Reaves Utility Income Fund**

By: /s/ Edmund J. Burke  
Edmund J. Burke  
President

Date: August 28, 2009