

WESTERN ASSET VARIABLE RATE STRATEGIC FUND INC.

Form N-PX

August 08, 2014

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 811-21609

Western Asset Variable Rate Strategic Fund Inc.

(Exact name of registrant as specified in charter)

620 EIGHTH AVENUE, 49TH FLOOR, NEW YORK, NEW YORK 10018

(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.

100 First Stamford Place

Stamford, Connecticut 06902

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: September 30

Date of reporting period: July 1, 2013 June 30, 2014

Item 1. Proxy Voting Record

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

ICA File Number: 811-21609
Reporting Period: 07/01/2013 - 06/30/2014
Western Asset Variable Rate Strategic Fund Inc.

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NORTEK, INC.

Ticker: NTK Security ID: 656559309
Meeting Date: MAY 01, 2014 Meeting Type: Annual
Record Date: MAR 03, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1..1	Election of Directors-JEFFREY C. BLOOMBERG	For	For	Management
1..2	Election of Directors-JAMES B. HIRSHORN	For	For	Management
1..3	Election of Directors-CHRIS A. MCWILTON	For	For	Management
2.	14A Executive Compensation	For	For	Management
3.	Ratify Appointment of Independent Auditors	For	For	Management

===== END NPX REPORT

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.

Western Asset Variable Rate Strategic Fund Inc.

By: /s/ Kenneth D. Fuller

Kenneth D. Fuller

Chairman, President and Chief Executive Officer

Date August 8, 2014