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MFS SPECIAL VALUE TRUST
Form N-PX
August 25, 2011

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-5912

MFS SPECIAL VALUE TRUST

(Exact name of registrant as specified in charter)

500 Boylston Street, Boston, Massachusetts 02116

(Address of principal executive offices) (Zip code)

Susan S. Newton
Massachusetts Financial Services Company
500 Boylston Street
Boston, Massachusetts 02116

(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

Date of fiscal year end: October 31

Date of reporting period: July 1, 2010 - June 30, 2011

ITEM 1. PROXY VOTING RECORD.

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

ICA File Number: 811-05912
Reporting Period: 07/01/2010 - 06/30/2011
MFS Special Value Trust

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===== MFS SPECIAL VALUE TRUST =====

3M COMPANY

Ticker: MMM Security ID: 88579Y101
 Meeting Date: MAY 10, 2011 Meeting Type: Annual
 Record Date: MAR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Linda G. Alvarado | For | For | Management |
| 2 | Elect Director George W. Buckley | For | For | Management |
| 3 | Elect Director Vance D. Coffman | For | For | Management |
| 4 | Elect Director Michael L. Eskew | For | For | Management |
| 5 | Elect Director W. James Farrell | For | For | Management |
| 6 | Elect Director Herbert L. Henkel | For | For | Management |
| 7 | Elect Director Edward M. Liddy | For | For | Management |
| 8 | Elect Director Robert S. Morrison | For | For | Management |
| 9 | Elect Director Aulana L. Peters | For | For | Management |
| 10 | Elect Director Robert J. Ulrich | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 14 | Report on Political Contributions | Against | For | Shareholder |

 ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100
 Meeting Date: APR 29, 2011 Meeting Type: Annual
 Record Date: MAR 02, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|----------|-----------|-------------|
| 1.1 | Elect Director Robert J. Alpern | For | For | Management |
| 1.2 | Elect Director Roxanne S. Austin | For | For | Management |
| 1.3 | Elect Director W. James Farrell | For | For | Management |
| 1.4 | Elect Director H. Laurance Fuller | For | For | Management |
| 1.5 | Elect Director Edward M. Liddy | For | For | Management |
| 1.6 | Elect Director Phebe N. Novakovic | For | For | Management |
| 1.7 | Elect Director William A. Osborn | For | For | Management |
| 1.8 | Elect Director Samuel C. Scott III | For | For | Management |
| 1.9 | Elect Director Glenn F. Tilton | For | For | Management |
| 1.10 | Elect Director Miles D. White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Adopt Policy on Pharmaceutical Price Restraint | Against | Against | Shareholder |

 ACCURIDE CORPORATION

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Ticker: ACW Security ID: 00439TAA5
 Meeting Date: NOV 18, 2010 Meeting Type: Special
 Record Date: OCT 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------|---------|-----------|------------|
| 1 | Approve Reverse Stock Split | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

ACCURIDE CORPORATION

Ticker: ACW Security ID: 00439T206
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: MAR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Keith E. Busse | For | Withhold | Management |
| 1.2 | Elect Director Richard F. Dauch | For | For | Management |
| 1.3 | Elect Director Benjamin C. Duster, IV | For | Withhold | Management |
| 1.4 | Elect Director Robert J. Kelly | For | Withhold | Management |
| 1.5 | Elect Director William M. Lasky | For | For | Management |
| 1.6 | Elect Director Stephen S. Ledoux | For | For | Management |
| 1.7 | Elect Director John W. Risner | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

AGL RESOURCES INC.

Ticker: AGL Security ID: 001204106
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: FEB 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Sandra N. Bane | For | For | Management |
| 1.2 | Elect Director Thomas D. Bell, Jr. | For | For | Management |
| 1.3 | Elect Director Arthur E. Johnson | For | For | Management |
| 1.4 | Elect Director Dean R. O'Hare | For | For | Management |
| 1.5 | Elect Director James A. Rubright | For | For | Management |
| 1.6 | Elect Director John W. Somerhalder II | For | For | Management |
| 1.7 | Elect Director Bettina M. Whyte | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Nonqualified Employee Stock Purchase Plan | For | For | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 6 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

AGL RESOURCES INC.

Ticker: AGL Security ID: 001204106

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Meeting Date: JUN 14, 2011 Meeting Type: Special

Record Date: APR 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Issue Shares in Connection with Acquisition | For | For | Management |
| 2 | Approve Increase in Size of Board | For | For | Management |
| 3 | Adjourn Meeting | For | For | Management |

AIR PRODUCTS AND CHEMICALS, INC.

Ticker: APD Security ID: 009158106

Meeting Date: JAN 27, 2011 Meeting Type: Annual

Record Date: NOV 30, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|------------|
| 1.1 | Elect Director Chadwick C. Deaton | For | For | Management |
| 1.2 | Elect Director Michael J. Donahue | For | For | Management |
| 1.3 | Elect Director Ursula O. Fairbairn | For | For | Management |
| 1.4 | Elect Director Lawrence S. Smith | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 5 | Approve Executive Incentive Bonus Plan | For | For | Management |

APACHE CORPORATION

Ticker: APA Security ID: 037411105

Meeting Date: MAY 05, 2011 Meeting Type: Annual

Record Date: MAR 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director G. Steven Farris | For | For | Management |
| 2 | Elect Director Randolph M. Ferlic | For | For | Management |
| 3 | Elect Director A.D. Frazier, Jr. | For | For | Management |
| 4 | Elect Director John A. Kocur | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 7 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 8 | Increase Authorized Common Stock | For | For | Management |
| 9 | Increase Authorized Preferred Stock | For | For | Management |
| 10 | Approve Omnibus Stock Plan | For | For | Management |

AVON PRODUCTS, INC.

Ticker: AVP Security ID: 054303102

Meeting Date: MAY 05, 2011 Meeting Type: Annual

Record Date: MAR 17, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|------|--|----------|----------|------------|
| 1.1 | Elect Director W. Don Cornwell | For | For | Management |
| 1.2 | Elect Director V. Ann Hailey | For | For | Management |
| 1.3 | Elect Director Fred Hassan | For | For | Management |
| 1.4 | Elect Director Andrea Jung | For | For | Management |
| 1.5 | Elect Director Maria Elena Lagomasino | For | For | Management |
| 1.6 | Elect Director Ann S. Moore | For | For | Management |
| 1.7 | Elect Director Paul S. Pressler | For | For | Management |
| 1.8 | Elect Director Gary M. Rodkin | For | For | Management |
| 1.9 | Elect Director Paula Stern | For | For | Management |
| 1.10 | Elect Director Lawrence A. Weinbach | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Reduce Supermajority Vote Requirement | For | For | Management |

BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: MAY 11, 2011 Meeting Type: Annual

Record Date: MAR 16, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director Mukesh D. Ambani | For | For | Management |
| 2 | Elect Director Susan S. Bies | For | For | Management |
| 3 | Elect Director Frank P. Bramble, Sr. | For | For | Management |
| 4 | Elect Director Virgis W. Colbert | For | For | Management |
| 5 | Elect Director Charles K. Gifford | For | For | Management |
| 6 | Elect Director Charles O. Holliday, Jr. | For | For | Management |
| 7 | Elect Director D. Paul Jones, Jr. | For | For | Management |
| 8 | Elect Director Monica C. Lozano | For | For | Management |
| 9 | Elect Director Thomas J. May | For | For | Management |
| 10 | Elect Director Brian T. Moynihan | For | For | Management |
| 11 | Elect Director Donald E. Powell | For | For | Management |
| 12 | Elect Director Charles O. Rossotti | For | For | Management |
| 13 | Elect Director Robert W. Scully | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Disclose Prior Government Service | Against | Against | Shareholder |
| 18 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 19 | Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations | Against | Against | Shareholder |
| 20 | Report on Lobbying Expenses | Against | For | Shareholder |
| 21 | Report on Collateral in Derivatives Trading | Against | For | Shareholder |
| 22 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 23 | Claw-back of Payments under Restatements | Against | For | Shareholder |
| 24 | Prohibit Certain Relocation Benefits to Senior Executives | Against | Against | Shareholder |

BECTON, DICKINSON AND COMPANY

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Ticker: BDJ Security ID: 075887109
 Meeting Date: FEB 01, 2011 Meeting Type: Annual
 Record Date: DEC 10, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Basil L. Anderson | For | For | Management |
| 1.2 | Elect Director Henry P. Becton, Jr. | For | For | Management |
| 1.3 | Elect Director Edward F. Degraan | For | For | Management |
| 1.4 | Elect Director C.M. Fraser-Liggett | For | For | Management |
| 1.5 | Elect Director Christopher Jones | For | For | Management |
| 1.6 | Elect Director Marshall O. Larsen | For | For | Management |
| 1.7 | Elect Director Edward J. Ludwig | For | For | Management |
| 1.8 | Elect Director Adel A.F. Mahmoud | For | For | Management |
| 1.9 | Elect Director Gary A. Mecklenburg | For | For | Management |
| 1.10 | Elect Director Cathy E. Minehan | For | For | Management |
| 1.11 | Elect Director James F. Orr | For | For | Management |
| 1.12 | Elect Director Willard J. Overlock, Jr | For | For | Management |
| 1.13 | Elect Director Bertram L. Scott | For | For | Management |
| 1.14 | Elect Director Alfred Sommer | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | None | One Year | Management |
| 5 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 6 | Provide for Cumulative Voting | Against | Against | Shareholder |

CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106
 Meeting Date: AUG 24, 2010 Meeting Type: Special
 Record Date: JUL 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Issue Shares in Connection with Acquisition | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106
 Meeting Date: MAY 18, 2011 Meeting Type: Annual
 Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Virginia Boulet | For | For | Management |
| 1.2 | Elect Director Peter C. Brown | For | For | Management |
| 1.3 | Elect Director Richard A. Gephardt | For | For | Management |
| 1.4 | Elect Director Gregory J. McCray | For | For | Management |
| 1.5 | Elect Director Michael J. Roberts | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director Maureen Scannell Bateman | For | For | Management |
| 2 | Elect Director Gary W. Edwards | For | For | Management |
| 3 | Elect Director Alexis M. Herman | For | For | Management |
| 4 | Elect Director Donald C. Hintz | For | For | Management |
| 5 | Elect Director J. Wayne Leonard | For | For | Management |
| 6 | Elect Director Stuart L. Levenick | For | For | Management |
| 7 | Elect Director Blanche L. Lincoln | For | For | Management |
| 8 | Elect Director Stewart C. Myers | For | For | Management |
| 9 | Elect Director William A. Percy, II | For | For | Management |
| 10 | Elect Director W.J. Tauzin | For | For | Management |
| 11 | Elect Director Steven V. Wilkinson | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 15 | Approve Omnibus Stock Plan | For | For | Management |

EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: APR 06, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|-------------|-----------|-------------|
| 1.1 | Elect Director M.J. Boskin | For | For | Management |
| 1.2 | Elect Director P. Brabeck-Letmathe | For | For | Management |
| 1.3 | Elect Director L.R. Faulkner | For | For | Management |
| 1.4 | Elect Director J.S. Fishman | For | For | Management |
| 1.5 | Elect Director K.C. Frazier | For | For | Management |
| 1.6 | Elect Director W.W. George | For | For | Management |
| 1.7 | Elect Director M.C. Nelson | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director S.S. Reinemund | For | For | Management |
| 1.10 | Elect Director R.W. Tillerson | For | For | Management |
| 1.11 | Elect Director E.E. Whitacre, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 5 | Require Independent Board Chairman | Against | Against | Shareholder |
| 6 | Report on Political Contributions | Against | For | Shareholder |
| 7 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity | Against | Against | Shareholder |
| 8 | Adopt Policy on Human Right to Water | Against | Against | Shareholder |
| 9 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For | Shareholder |
| 10 | Report on Environmental Impacts of Natural Gas Fracturing | Against | For | Shareholder |
| 11 | Report on Energy Technologies Development | Against | Against | Shareholder |
| 12 | Adopt Quantitative GHG Goals for Products and Operations | Against | Against | Shareholder |

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GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104
 Meeting Date: SEP 27, 2010 Meeting Type: Annual
 Record Date: JUL 29, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Bradbury H. Anderson | For | For | Management |
| 2 | Elect Director R. Kerry Clark | For | For | Management |
| 3 | Elect Director Paul Danos | For | For | Management |
| 4 | Elect Director William T. Esrey | For | For | Management |
| 5 | Elect Director Raymond V. Gilmartin | For | For | Management |
| 6 | Elect Director Judith Richards Hope | For | For | Management |
| 7 | Elect Director Heidi G. Miller | For | For | Management |
| 8 | Elect Director Hilda Ochoa-Brillembourg | For | For | Management |
| 9 | Elect Director Steve Odland | For | For | Management |
| 10 | Elect Director Kendall J. Powell | For | For | Management |
| 11 | Elect Director Lois E. Quam | For | For | Management |
| 12 | Elect Director Michael D. Rose | For | For | Management |
| 13 | Elect Director Robert L. Ryan | For | For | Management |
| 14 | Elect Director Dorothy A. Terrell | For | For | Management |
| 15 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

HASBRO, INC.

Ticker: HAS Security ID: 418056107
 Meeting Date: MAY 19, 2011 Meeting Type: Annual
 Record Date: MAR 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|----------|-----------|------------|
| 1.1 | Elect Director Basil L. Anderson | For | For | Management |
| 1.2 | Elect Director Alan R. Batkin | For | For | Management |
| 1.3 | Elect Director Frank J. Biondi, Jr. | For | For | Management |
| 1.4 | Elect Director Kenneth A. Bronfin | For | For | Management |
| 1.5 | Elect Director John M. Connors, Jr. | For | For | Management |
| 1.6 | Elect Director Michael W.O. Garrett | For | For | Management |
| 1.7 | Elect Director Lisa Gersh | For | For | Management |
| 1.8 | Elect Director Brian D. Goldner | For | For | Management |
| 1.9 | Elect Director Jack M. Greenberg | For | For | Management |
| 1.10 | Elect Director Alan G. Hassenfeld | For | For | Management |
| 1.11 | Elect Director Tracy A. Leinbach | For | For | Management |
| 1.12 | Elect Director Edward M. Philip | For | For | Management |
| 1.13 | Elect Director Alfred J. Verrecchia | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Auditors | For | For | Management |

HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103
 Meeting Date: MAR 23, 2011 Meeting Type: Annual

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Record Date: JAN 24, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director M. L. Andreessen | For | For | Management |
| 2 | Elect Director L. Apotheker | For | Against | Management |
| 3 | Elect Director L.T. Babbio, Jr. | For | Against | Management |
| 4 | Elect Director S.M. Baldauf | For | Against | Management |
| 5 | Elect Director S. Banerji | For | For | Management |
| 6 | Elect Director R.L. Gupta | For | Against | Management |
| 7 | Elect Director J.H. Hammergren | For | Against | Management |
| 8 | Elect Director R.J. Lane | For | For | Management |
| 9 | Elect Director G.M. Reiner | For | For | Management |
| 10 | Elect Director P.F. Russo | For | For | Management |
| 11 | Elect Director D. Senequier | For | For | Management |
| 12 | Elect Director G.K. Thompson | For | Against | Management |
| 13 | Elect Director M.C. Whitman | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 17 | Approve Qualified Employee Stock Purchase Plan | For | For | Management |
| 18 | Amend Executive Incentive Bonus Plan | For | For | Management |

INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: FEB 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-----------|-------------|
| 1 | Elect Director A. J. P. Belda | For | For | Management |
| 2 | Elect Director W. R. Brody | For | For | Management |
| 3 | Elect Director K. I. Chenault | For | For | Management |
| 4 | Elect Director M. L. Eskew | For | For | Management |
| 5 | Elect Director S. A. Jackson | For | For | Management |
| 6 | Elect Director A. N. Liveris | For | For | Management |
| 7 | Elect Director W. J. McNerney, Jr. | For | For | Management |
| 8 | Elect Director J. W. Owens | For | For | Management |
| 9 | Elect Director S. J. Palmisano | For | For | Management |
| 10 | Elect Director J. E. Spero | For | For | Management |
| 11 | Elect Director S. Taurel | For | For | Management |
| 12 | Elect Director L. H. Zambrano | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 16 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 17 | Report on Political Contributions | Against | For | Shareholder |
| 18 | Report on Lobbying Expenses | Against | For | Shareholder |

JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107
 Meeting Date: JAN 26, 2011 Meeting Type: Annual

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Record Date: NOV 18, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|------------|
| 1.1 | Elect Director Natalie A. Black | For | For | Management |
| 1.2 | Elect Director Robert A. Cornog | For | For | Management |
| 1.3 | Elect Director William H. Lacy | For | For | Management |
| 1.4 | Elect Director Stephen A. Roell | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adopt Majority Voting for Uncontested Election of Directors | For | For | Management |
| 4 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 5 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 7 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
 Meeting Date: MAY 17, 2011 Meeting Type: Annual
 Record Date: MAR 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director Crandall C. Bowles | For | For | Management |
| 2 | Elect Director Stephen B. Burke | For | For | Management |
| 3 | Elect Director David M. Cote | For | For | Management |
| 4 | Elect Director James S. Crown | For | For | Management |
| 5 | Elect Director James Dimon | For | For | Management |
| 6 | Elect Director Ellen V. Futter | For | Against | Management |
| 7 | Elect Director William H. Gray, III | For | For | Management |
| 8 | Elect Director Laban P. Jackson, Jr. | For | For | Management |
| 9 | Elect Director David C. Novak | For | For | Management |
| 10 | Elect Director Lee R. Raymond | For | For | Management |
| 11 | Elect Director William C. Weldon | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 15 | Amend Omnibus Stock Plan | For | Against | Management |
| 16 | Affirm Political Non-Partisanship | Against | Against | Shareholder |
| 17 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 18 | Report on Loan Modifications | Against | Against | Shareholder |
| 19 | Report on Political Contributions | Against | For | Shareholder |
| 20 | Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity | Against | Against | Shareholder |
| 21 | Require Independent Board Chairman | Against | Against | Shareholder |

KOHL'S CORPORATION

Ticker: KSS Security ID: 500255104
 Meeting Date: MAY 12, 2011 Meeting Type: Annual
 Record Date: MAR 09, 2011

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director Peter Boneparth | For | For | Management |
| 2 | Elect Director Steven A. Burd | For | For | Management |
| 3 | Elect Director John F. Herma | For | For | Management |
| 4 | Elect Director Dale E. Jones | For | For | Management |
| 5 | Elect Director William S. Kellogg | For | For | Management |
| 6 | Elect Director Kevin Mansell | For | For | Management |
| 7 | Elect Director Frank V. Sica | For | For | Management |
| 8 | Elect Director Peter M. Sommerhauser | For | For | Management |
| 9 | Elect Director Stephanie A. Streeter | For | For | Management |
| 10 | Elect Director Nina G. Vaca | For | For | Management |
| 11 | Elect Director Stephen E. Watson | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Reduce Supermajority Vote Requirement Relating to Director Elections | For | For | Management |
| 14 | Reduce Supermajority Vote Requirement | For | For | Management |
| 15 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 17 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 18 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 19 | Adopt Policy on Succession Planning | Against | Against | Shareholder |

NOBLE ENERGY, INC.

Ticker: NBL Security ID: 655044105
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: MAR 08, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1 | Elect Director Jeffrey L. Berenson | For | For | Management |
| 2 | Elect Director Michael A. Cawley | For | For | Management |
| 3 | Elect Director Edward F. Cox | For | For | Management |
| 4 | Elect Director Charles D. Davidson | For | For | Management |
| 5 | Elect Director Thomas J. Edelman | For | For | Management |
| 6 | Elect Director Eric P. Grubman | For | For | Management |
| 7 | Elect Director Kirby L. Hedrick | For | For | Management |
| 8 | Elect Director Scott D. Urban | For | For | Management |
| 9 | Elect Director William T. Van Kleef | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 12 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 13 | Amend Omnibus Stock Plan | For | For | Management |

NORTEK, INC.

Ticker: NTKS Security ID: 656559309
 Meeting Date: NOV 09, 2010 Meeting Type: Annual
 Record Date: SEP 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John T. Coleman | For | For | Management |
| 1.2 | Elect Director Thomas A. Keenan | For | For | Management |
| 1.3 | Elect Director J. David Smith | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

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3 Approve Omnibus Stock Plan For For Management

PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|-------------|
| 1.1 | Elect Director Stephen F. Angel | For | For | Management |
| 1.2 | Elect Director Hugh Grant | For | For | Management |
| 1.3 | Elect Director Michele J. Hooper | For | For | Management |
| 1.4 | Elect Director Robert Mehrabian | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 6 | Ratify Auditors | For | For | Management |
| 7 | Report on Community Environmental Impact Disclosure Process | Against | Against | Shareholder |

PRUDENTIAL FINANCIAL, INC.

Ticker: PRU Security ID: 744320102
 Meeting Date: MAY 10, 2011 Meeting Type: Annual
 Record Date: MAR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Thomas J. Baltimore, Jr. | For | For | Management |
| 2 | Elect Director Gordon M. Bethune | For | For | Management |
| 3 | Elect Director Gaston Caperton | For | For | Management |
| 4 | Elect Director Gilbert F. Casellas | For | For | Management |
| 5 | Elect Director James G. Cullen | For | For | Management |
| 6 | Elect Director William H. Gray, III | For | For | Management |
| 7 | Elect Director Mark B. Grier | For | For | Management |
| 8 | Elect Director Constance J. Horner | For | For | Management |
| 9 | Elect Director Martina Hund-Mejean | For | For | Management |
| 10 | Elect Director Karl J. Krapek | For | For | Management |
| 11 | Elect Director Christine A. Poon | For | For | Management |
| 12 | Elect Director John R. Strangfield | For | For | Management |
| 13 | Elect Director James A. Unruh | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 17 | Reduce Supermajority Vote Requirement | For | For | Shareholder |
| 18 | Report on Lobbying Contributions and Expenses | Against | Against | Shareholder |

QUAD/GRAPHICS, INC.

Ticker: QUAD Security ID: 747301109

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Meeting Date: MAY 16, 2011 Meeting Type: Annual

Record Date: MAR 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|------------|
| 1.1 | Elect Director William J. Abraham, Jr. | For | Withhold | Management |
| 1.2 | Elect Director Mark A. Angelson | For | Withhold | Management |
| 1.3 | Elect Director Douglas P. Buth | For | For | Management |
| 1.4 | Elect Director Christopher B. Harned | For | Withhold | Management |
| 1.5 | Elect Director Betty Ewens Quadracci | For | Withhold | Management |
| 1.6 | Elect Director J. Joel Quadracci | For | Withhold | Management |
| 1.7 | Elect Director Thomas O. Ryder | For | For | Management |
| 1.8 | Elect Director John S. Shiely | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |

REYNOLDS AMERICAN INC.

Ticker: RAI Security ID: 761713106

Meeting Date: MAY 06, 2011 Meeting Type: Annual

Record Date: MAR 14, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|-------------|
| 1.1 | Elect Director Luc Jobin | For | For | Management |
| 1.2 | Elect Director Nana Mensah | For | For | Management |
| 1.3 | Elect Director John J. Zillmer | For | For | Management |
| 1.4 | Elect Director John P. Daly | For | For | Management |
| 1.5 | Elect Director Daniel M. Delen | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Increase Authorized Common Stock | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Declassify the Board of Directors | Against | For | Shareholder |
| 7 | Cease Production of Flavored Tobacco Products | Against | Against | Shareholder |
| 8 | Adopt Human Rights Protocols for Company and Suppliers | Against | Against | Shareholder |

SCHLUMBERGER LIMITED

Ticker: SLB Security ID: 806857108

Meeting Date: APR 06, 2011 Meeting Type: Annual

Record Date: FEB 16, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|--------------|------------|
| 1.1 | Elect Director Philippe Camus | For | Did Not Vote | Management |
| 1.2 | Elect Director Peter L.S. Currie | For | Did Not Vote | Management |
| 1.3 | Elect Director Andrew Gould | For | Did Not Vote | Management |
| 1.4 | Elect Director Tony Isaac | For | Did Not Vote | Management |
| 1.5 | Elect Director K. Vaman Kamath | For | Did Not Vote | Management |
| 1.6 | Elect Director Nikolay Kudryavtsev | For | Did Not Vote | Management |
| 1.7 | Elect Director Adrian Lajous | For | Did Not Vote | Management |
| 1.8 | Elect Director Michael E. Marks | For | Did Not Vote | Management |

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| | | | | |
|------|--|-----------|--------------|------------|
| 1.9 | Elect Director Elizabeth Moler | For | Did Not Vote | Management |
| 1.10 | Elect Director Leo Rafael Reif | For | Did Not Vote | Management |
| 1.11 | Elect Director Tore I. Sandvold | For | Did Not Vote | Management |
| 1.12 | Elect Director Henri Seydoux | For | Did Not Vote | Management |
| 1.13 | Elect Director Paal Kibsgaard | For | Did Not Vote | Management |
| 1.14 | Elect Director Lubna S. Olayan | For | Did Not Vote | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Did Not Vote | Management |
| 3 | Advisory Vote on Say on Pay Frequency | Two Years | Did Not Vote | Management |
| 4 | Increase Authorized Common Stock | For | Did Not Vote | Management |
| 5 | Adopt Plurality Voting for Contested Election of Directors | For | Did Not Vote | Management |
| 6 | Adopt and Approve Financials and Dividends | For | Did Not Vote | Management |
| 7 | Ratify PricewaterhouseCoopers LLP as Auditors | For | Did Not Vote | Management |

TARGET CORPORATION

Ticker: TGT Security ID: 87612E106
 Meeting Date: JUN 08, 2011 Meeting Type: Annual
 Record Date: APR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Roxanne S. Austin | For | For | Management |
| 2 | Elect Director Calvin Darden | For | For | Management |
| 3 | Elect Director Mary N. Dillon | For | For | Management |
| 4 | Elect Director James A. Johnson | For | For | Management |
| 5 | Elect Director Mary E. Minnick | For | For | Management |
| 6 | Elect Director Anne M. Mulcahy | For | For | Management |
| 7 | Elect Director Derica W. Rice | For | For | Management |
| 8 | Elect Director Stephen W. Sanger | For | For | Management |
| 9 | Elect Director Gregg W. Steinhafel | For | For | Management |
| 10 | Elect Director John G. Stumpf | For | For | Management |
| 11 | Elect Director Solomon D. Trujillo | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Approve Omnibus Stock Plan | For | Against | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 16 | Adopt Compensation Benchmarking Policy | Against | Against | Shareholder |
| 17 | Report on Electronics Recycling and Preventing E-Waste Export | Against | Against | Shareholder |

TCF FINANCIAL CORPORATION

Ticker: TCB Security ID: 872275102
 Meeting Date: APR 27, 2011 Meeting Type: Annual
 Record Date: FEB 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Raymond L. Barton | For | For | Management |
| 1.2 | Elect Director Peter Bell | For | Withhold | Management |
| 1.3 | Elect Director William F. Bieber | For | Withhold | Management |
| 1.4 | Elect Director Theodore J. Bigos | For | Withhold | Management |
| 1.5 | Elect Director William A. Cooper | For | Withhold | Management |

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| | | | | | |
|------|--|----------------------|----------|----------|------------|
| 1.6 | Elect Director | Thomas A. Cusick | For | Withhold | Management |
| 1.7 | Elect Director | Luella G. Goldberg | For | Withhold | Management |
| 1.8 | Elect Director | Karen L. Grandstrand | For | For | Management |
| 1.9 | Elect Director | George G. Johnson | For | Withhold | Management |
| 1.10 | Elect Director | Vance K. Opperman | For | Withhold | Management |
| 1.11 | Elect Director | Gregory J. Pulles | For | Withhold | Management |
| 1.12 | Elect Director | Gerald A. Schwalbach | For | Withhold | Management |
| 1.13 | Elect Director | Ralph Strangis | For | Withhold | Management |
| 1.14 | Elect Director | Barry N. Winslow | For | Withhold | Management |
| 1.15 | Elect Director | Richard A. Zona | For | For | Management |
| 2 | Amend Nonqualified Employee Stock Purchase Plan | | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | | For | For | Management |
| 4 | Amend Omnibus Stock Plan | | For | For | Management |
| 5 | Reduce Supermajority Vote Requirement | | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | | For | Against | Management |
| 7 | Advisory Vote on Say on Pay Frequency | | One Year | One Year | Management |
| 8 | Ratify Auditors | | For | For | Management |

THE BANK OF NEW YORK MELLON CORPORATION

Ticker: BK Security ID: 064058100
 Meeting Date: APR 12, 2011 Meeting Type: Annual
 Record Date: FEB 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Ruth E. Bruch | For | For | Management |
| 2 | Elect Director Nicholas M. Donofrio | For | For | Management |
| 3 | Elect Director Gerald L. Hassell | For | For | Management |
| 4 | Elect Director Edmund F. Kelly | For | For | Management |
| 5 | Elect Director Robert P. Kelly | For | For | Management |
| 6 | Elect Director Richard J. Kogan | For | For | Management |
| 7 | Elect Director Michael J. Kowalski | For | For | Management |
| 8 | Elect Director John A. Luke, Jr. | For | For | Management |
| 9 | Elect Director Mark A. Nordenberg | For | For | Management |
| 10 | Elect Director Catherine A. Rein | For | For | Management |
| 11 | Elect Director William C. Richardson | For | For | Management |
| 12 | Elect Director Samuel C. Scott III | For | For | Management |
| 13 | Elect Director John P. Surma | For | For | Management |
| 14 | Elect Director Wesley W. von Schack | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 17 | Amend Omnibus Stock Plan | For | Against | Management |
| 18 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 19 | Ratify Auditors | For | For | Management |
| 20 | Provide for Cumulative Voting | Against | Against | Shareholder |

THE CHARLES SCHWAB CORPORATION

Ticker: SCHW Security ID: 808513105
 Meeting Date: MAY 17, 2011 Meeting Type: Annual
 Record Date: MAR 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|----|--|----------|----------|-------------|
| 1 | Elect Director Frank C. Herringer | For | For | Management |
| 2 | Elect Director Stephen T. McLin | For | For | Management |
| 3 | Elect Director Charles R. Schwab | For | For | Management |
| 4 | Elect Director Roger O. Walther | For | For | Management |
| 5 | Elect Director Robert N. Wilson | For | For | Management |
| 6 | Ratify Auditors | For | For | Management |
| 7 | Amend Omnibus Stock Plan | For | For | Management |
| 8 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 9 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 10 | Report on Political Contributions | Against | For | Shareholder |
| 11 | Declassify the Board of Directors | None | For | Shareholder |

THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104
 Meeting Date: MAY 06, 2011 Meeting Type: Annual
 Record Date: MAR 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Lloyd C. Blankfein | For | For | Management |
| 2 | Elect Director John H. Bryan | For | For | Management |
| 3 | Elect Director Gary D. Cohn | For | For | Management |
| 4 | Elect Director Claes Dahlback | For | For | Management |
| 5 | Elect Director Stephen Friedman | For | For | Management |
| 6 | Elect Director William W. George | For | For | Management |
| 7 | Elect Director James A. Johnson | For | For | Management |
| 8 | Elect Director Lois D. Juliber | For | For | Management |
| 9 | Elect Director Lakshmi N. Mittal | For | For | Management |
| 10 | Elect Director James J. Schiro | For | For | Management |
| 11 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 12 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 15 | Amend Bylaws-- Call Special Meetings | Against | For | Shareholder |
| 16 | Stock Retention/Holding Period | Against | Against | Shareholder |
| 17 | Review Executive Compensation | Against | Against | Shareholder |
| 18 | Report on Climate Change Business Risks | Against | Against | Shareholder |
| 19 | Report on Political Contributions | Against | Against | Shareholder |

THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109
 Meeting Date: OCT 12, 2010 Meeting Type: Annual
 Record Date: AUG 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------------|---------|-----------|------------|
| 1 | Elect Director Angela F. Braly | For | For | Management |
| 2 | Elect Director Kenneth I. Chenault | For | For | Management |
| 3 | Elect Director Scott D. Cook | For | For | Management |
| 4 | Elect Director Rajat K. Gupta | For | For | Management |
| 5 | Elect Director Robert A. Mcdonald | For | For | Management |
| 6 | Elect Director W. James Mcnerney, Jr. | For | For | Management |
| 7 | Elect Director Johnathan A. Rodgers | For | For | Management |
| 8 | Elect Director Mary A. Wilderotter | For | For | Management |

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| | | | | |
|----|-----------------------------------|---------|---------|-------------|
| 9 | Elect Director Patricia A. Woertz | For | For | Management |
| 10 | Elect Director Ernesto Zedillo | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Provide for Cumulative Voting | Against | Against | Shareholder |

THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109
 Meeting Date: MAY 26, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-----------|------------|
| 1 | Elect Director Alan L. Beller | For | For | Management |
| 2 | Elect Director John H. Dasburg | For | For | Management |
| 3 | Elect Director Janet M. Dolan | For | For | Management |
| 4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 5 | Elect Director Jay S. Fishman | For | For | Management |
| 6 | Elect Director Lawrence G. Graev | For | For | Management |
| 7 | Elect Director Patricia L. Higgins | For | For | Management |
| 8 | Elect Director Thomas R. Hodgson | For | For | Management |
| 9 | Elect Director Cleve L. Killingsworth, Jr. | For | For | Management |
| 10 | Elect Director Donald J. Shepard | For | For | Management |
| 11 | Elect Director Laurie J. Thomsen | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |

THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|-----------|-----------|-------------|
| 1 | Elect Director Thomas J. Lynch | For | For | Management |
| 2 | Elect Director William G. Parrett | For | For | Management |
| 3 | Elect Director Michael E. Porter | For | For | Management |
| 4 | Elect Director Scott M. Sperling | For | For | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 6 | Advisory Vote on Say on Pay Frequency | Two Years | One Year | Management |
| 7 | Ratify Auditors | For | For | Management |
| 8 | Declassify the Board of Directors | Against | For | Shareholder |

UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106
 Meeting Date: MAY 05, 2011 Meeting Type: Annual
 Record Date: MAR 07, 2011

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-----------|------------|
| 1 | Elect Director F. Duane Ackerman | For | For | Management |
| 2 | Elect Director Michael J. Burns | For | For | Management |
| 3 | Elect Director D. Scott Davis | For | For | Management |
| 4 | Elect Director Stuart E. Eizenstat | For | For | Management |
| 5 | Elect Director Michael L. Eskew | For | For | Management |
| 6 | Elect Director William R. Johnson | For | For | Management |
| 7 | Elect Director Ann M. Livermore | For | For | Management |
| 8 | Elect Director Rudy H.P. Markham | For | For | Management |
| 9 | Elect Director Clark T. Randt, Jr. | For | For | Management |
| 10 | Elect Director John W. Thompson | For | For | Management |
| 11 | Elect Director Carol B. Tome | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Other Business | For | Against | Management |

VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W209
 Meeting Date: JUL 27, 2010 Meeting Type: Annual
 Record Date: JUN 04, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Re-elect Sir John Bond as Director | For | For | Management |
| 3 | Re-elect John Buchanan as Director | For | For | Management |
| 4 | Re-elect Vittorio Colao as Director | For | For | Management |
| 5 | Re-elect Michel Combes as Director | For | For | Management |
| 6 | Re-elect Andy Halford as Director | For | For | Management |
| 7 | Re-elect Stephen Pusey as Director | For | For | Management |
| 8 | Re-elect Alan Jebson as Director | For | For | Management |
| 9 | Re-elect Samuel Jonah as Director | For | For | Management |
| 10 | Re-elect Nick Land as Director | For | For | Management |
| 11 | Re-elect Anne Lauvergeon as Director | For | For | Management |
| 12 | Re-elect Luc Vandavelde as Director | For | For | Management |
| 13 | Re-elect Anthony Watson as Director | For | For | Management |
| 14 | Re-elect Philip Yea as Director | For | For | Management |
| 15 | Approve Final Dividend | For | For | Management |
| 16 | Approve Remuneration Report | For | For | Management |
| 17 | Reappoint Deloitte LLP as Auditors | For | For | Management |
| 18 | Authorise Audit Committee to Fix Remuneration of Auditors | For | For | Management |
| 19 | Authorise Issue of Equity with Pre-emptive Rights | For | For | Management |
| 20 | Authorise Issue of Equity without Pre-emptive Rights | For | For | Management |
| 21 | Authorise Market Purchase | For | For | Management |
| 22 | Adopt New Articles of Association | For | For | Management |
| 23 | Authorise the Company to Call EGM with Two Weeks' Notice | For | For | Management |
| 24 | Approve Share Incentive Plan | For | For | Management |

===== END NPX REPORT

SIGNATURES

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

Registrant: MFS SPECIAL VALUE TRUST

By (Signature and Title): MARIA F. DIORIODWYER*

Maria F. DiOrioDwyer, Principal Executive Officer

Date: August 12, 2011

*By (Signature and Title) /s/ Susan S. Newton

Susan S. Newton, as attorney-in-fact

* Executed by Susan S. Newton on behalf of Maria F. DiOrioDwyer pursuant to a Power of Attorney dated October 26, 2010. (1)

(1) Incorporated by reference to MFS Series Trust XIII (File Nos. 2-74959 and 811-3327) Post-Effective Amendment No. 45 filed with the SEC via EDGAR on March 10, 2011.