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TRI-CONTINENTAL CORP
Form N-PX
August 31, 2004

U.S. 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 811-266

Tri-Continental Corporation
(Exact name of registrant as specified charter)

100 Park Avenue, New York, NY 10017
(Address of principal executive offices) (Zip code)

Lawrence P. Vogel, Treasurer
100 Park Avenue, New York, NY 10017
(Name and address of agent for service)

Registrant's telephone number, including area code: 212-850-1864
Toll Free: 800-221-2450

Date of fiscal year end: December 31, 2004

Date of reporting period: July 1, 2003 - June 30, 2004

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

Tri-Continental Corporation

DELL COMPUTER CORPORATION

DELL

Meeting Date: 07/18/2003

Issuer: 247025

SEDOL:

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Proposal Number	Proposal	Proposal Type	Vote Cast	For or M
01	DIRECTOR	Management	Withheld	Ag
	MICHAEL A. MILES	Management	Withheld	Ag
	ALEX J. MANDL	Management	Withheld	Ag
	MORTON L. TOPFER	Management	Withheld	Ag
02	ELIMINATION OF CLASSIFIED BOARD	Management	For	F
03	CHANGE OF COMPANY NAME TO DELL INC.	Management	For	F
04	APPROVAL OF EXECUTIVE ANNUAL INCENTIVE BONUS PLAN	Management	For	F

FOREST LABORATORIES, INC. FRX Meeting Date: 08/11/2003

Issuer: 345838

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or M
01	DIRECTOR	Management	Withheld	Ag
	HOWARD SOLOMON	Management	Withheld	Ag
	WILLIAM J. CANDEE, III	Management	Withheld	Ag
	GEORGE S. COHAN	Management	Withheld	Ag
	DAN L. GOLDWASSER	Management	Withheld	Ag
	LESTER B. SALANS	Management	Withheld	Ag
	KENNETH E. GOODMAN	Management	Withheld	Ag
	PHILLIP M. SATOW	Management	Withheld	Ag
02	RATIFICATION OF AMENDMENT OF THE COMPANYS CERTIFICATE OF INCORPORATION TO AUTHORIZE ADDITIONAL SHARES OF THE COMPANY S COMMON STOCK.	Management	Against	Ag
03	RATIFICATION OF BDO SEIDMAN, LLP AS INDEPENDENT AUDITORS.	Management	For	F

BMC SOFTWARE, INC. BMC Meeting Date: 08/21/2003

Issuer: 055921

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	For	F
	B. GARLAND CUPP	Management	For	F
	ROBERT E. BEAUCHAMP	Management	For	F
	JON E. BARFIELD	Management	For	F

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		JOHN W. BARTER	Management	For	F
		MELDON K. GAFNER	Management	For	F
		L.W. GRAY	Management	For	F
		KATHLEEN A. O'NEIL	Management	For	F
		GEORGE F. RAYMOND	Management	For	F
		TOM C. TINSLEY	Management	For	F
02	PROPOSAL TO RATIFY THE BOARD S APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR ENDING MARCH 31, 2004.		Management	For	F

Tri-Continental Corporation

 NATIONAL SEMICONDUCTOR CORPORATION NSM Meeting Date: 09/26/2003

Issuer: 637640

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	Withheld	Ag
		BRIAN L. HALLA	Management	Withheld	Ag
		STEVEN R. APPLETON	Management	Withheld	Ag
		GARY P. ARNOLD	Management	Withheld	Ag
		RICHARD J. DANZIG	Management	Withheld	Ag
		ROBERT J. FRANKENBERG	Management	Withheld	Ag
		E. FLOYD KVAMME	Management	Withheld	Ag
		MODESTO A. MAIDIQUE	Management	Withheld	Ag
		EDWARD R. MCCRACKEN	Management	Withheld	Ag
02	TO APPROVE KPMG LLP AS AUDITORS OF THE COMPANY.		Management	For	F
03	TO APPROVE THE ADOPTION OF THE 2003 EMPLOYEES STOCK PURCHASE PLAN.		Management	Against	Ag

 ORACLE CORPORATION ORCL Meeting Date: 10/13/2003

Issuer: 68389X

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	Withheld	Ag
		LAWRENCE J. ELLISON	Management	Withheld	Ag
		DONALD L. LUCAS	Management	Withheld	Ag
		MICHAEL J. BOSKIN	Management	Withheld	Ag

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		JEFFREY O. HENLEY	Management	Withheld	Ag
		JACK F. KEMP	Management	Withheld	Ag
		JEFFREY BERG	Management	Withheld	Ag
		SAFRA CATZ	Management	Withheld	Ag
		HECTOR GARCIA-MOLINA	Management	Withheld	Ag
		JOSEPH A. GRUNDFEST	Management	Withheld	Ag
		H. RAYMOND BINGHAM	Management	Withheld	Ag
02	PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF THE FISCAL YEAR 2004 EXECUTIVE BONUS PLAN		Management	For	F
03	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING MAY 31, 2004		Management	For	F
04	PROPOSAL FOR THE APPROVAL OF THE AMENDED AND RESTATED 1993 DIRECTORS STOCK PLAN		Management	Against	Ag
05	PROPOSAL TO ADOPT THE CHINA BUSINESS PRINCIPLES FOR RIGHTS OF WORKERS IN CHINA		Shareholder	Abstain	Ag

Tri-Continental Corporation

 THE PROCTER & GAMBLE COMPANY PG Meeting Date: 10/14/2003

Issuer: 742718

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Mg
01	DIRECTOR		Management	Withheld	Ag
		NORMAN R. AUGUSTINE	Management	Withheld	Ag
		A.G. LAFLEY	Management	Withheld	Ag
		JOHNATHAN A. RODGERS	Management	Withheld	Ag
		JOHN F. SMITH, JR.	Management	Withheld	Ag
		MARGARET C. WHITMAN	Management	Withheld	Ag
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS		Management	For	F
03	APPROVE THE PROCTER & GAMBLE 2003 NON-EMPLOYEE DIRECTORS STOCK PLAN		Management	Against	Ag
04	SHAREHOLDER PROPOSAL NO. 1 BOARD OF DIRECTORS TERMS		Shareholder	For	Ag
05	SHAREHOLDER PROPOSAL NO. 2 LABEL GENETICALLY ENGINEERED FOODS		Shareholder	Abstain	Ag

 PARKER-HANNIFIN CORPORATION PH Meeting Date: 10/22/2003

Issuer: 701094

SEDOL:

Proposal Proposal Vote For or

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Number	Proposal	Type	Cast	Mg
01	DIRECTOR	Management	Withheld	Ag
	DUANE E. COLLINS	Management	Withheld	Ag
	ROBERT J. KOHLHEPP	Management	Withheld	Ag
	GIULIO MAZZALUPI	Management	Withheld	Ag
	KLAUS-PETER MULLER	Management	Withheld	Ag
	ALLAN L. RAYFIELD	Management	Withheld	Ag
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT PUBLIC ACCOUNTING FIRM FOR FY04.	Management	For	F
03	APPROVAL OF THE PARKER-HANNIFIN CORPORATION 2003 STOCK INCENTIVE PLAN.	Management	Against	Ag

 TEVA PHARMACEUTICAL INDUSTRIES LIMIT TEVA Meeting Date: 10/27/2003

Issuer: 881624

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	TO APPOINT PROF. GABRIELA SHALEV AS A STATUTORY INDEPENDENT DIRECTOR FOR A THREE-YEAR TERM, REPLACING MR. ORI SLONIM WHOSE TERM ENDS ON OCTOBER 17, 2003.	Management	For	F
02	TO APPROVE AN INCREASE IN THE REMUNERATION OF THE DIRECTORS OF THE COMPANY (OTHER THAN THE CHAIRMAN). SUCH ANNUAL REMUNERATION IS TO BE SET AT NIS 100,000 WITH AN ADDITIONAL NIS 3,000 PER MEETING. DIRECTORS WHO ARE ALSO COMMITTEE CHAIRPERSONS SHALL RECEIVE ANNUAL REMUNERATION OF NIS 125,000. SUCH REMUNERATION SHALL BE ADJUSTED IN ACCORDANCE WITH THE ISRAELI PRICE INDEX.	Management	For	F

Tri-Continental Corporation

 KLA-TENCOR CORPORATION KLAC Meeting Date: 11/05/2003

Issuer: 482480

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
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01	DIRECTOR	H. RAYMOND BINGHAM	Management	For	F
		ROBERT T. BOND	Management	For	F
		RICHARD J. ELKUS, JR.	Management	For	F
		MICHAEL E. MARKS	Management	For	F
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS OF THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 30, 2004.		Management	For	F

CISCO SYSTEMS, INC. CSCO Meeting Date: 11/11/2003

Issuer: 17275R

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR	CAROL A. BARTZ	Management	Withheld	Against
		LARRY R. CARTER	Management	Withheld	Against
		JOHN T. CHAMBERS	Management	Withheld	Against
		DR. JAMES F. GIBBONS	Management	Withheld	Against
		DR. JOHN L. HENNESSY	Management	Withheld	Against
		RODERICK C. MCGEARY	Management	Withheld	Against
		JAMES C. MORGAN	Management	Withheld	Against
		JOHN P. MORGRIDGE	Management	Withheld	Against
		DONALD T. VALENTINE	Management	Withheld	Against
		STEVEN M. WEST	Management	Withheld	Against
		JERRY YANG	Management	Withheld	Against
02	TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE EMPLOYEE STOCK PURCHASE PLAN, INCLUDING AN INCREASE OF 100,000,000 SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN AND A 5-YEAR EXTENSION OF THE PLAN, AS MORE FULLY SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.		Management	Against	Against
03	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JULY 31, 2004.		Management	For	F
04	PROPOSAL SUBMITTED BY A SHAREHOLDER THAT THE BOARD PREPARE A REPORT EACH FISCAL YEAR ON CISCO HARDWARE AND SOFTWARE PROVIDED TO GOVERNMENT AGENCIES AND STATE-OWNED COMMUNICATIONS OR INFORMATION TECHNOLOGY ENTITIES IN ANY COUNTRY, AS MORE FULLY SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.		Shareholder	Abstain	Against
05	PROPOSAL SUBMITTED BY SHAREHOLDERS THAT THE BOARD S COMPENSATION COMMITTEE PREPARE AND MAKE AVAILABLE BY JANUARY 1, 2004, A REPORT COMPARING TOTAL COMPENSATION OF THE COMPANY S TOP EXECUTIVES AND ITS LOWEST PAID WORKERS IN THE U.S. AND ABROAD AS OF SPECIFIC DATES, AS MORE FULLY SET FORTH IN THE ACCOMPANYING PROXY		Shareholder	Against	F

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STATEMENT.

Tri-Continental Corporation

 MICROSOFT CORPORATION MSFT Meeting Date: 11/11/2003

Issuer: 594918

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	WILLIAM H. GATES III	Management	Withheld	Against
	STEVEN A. BALLMER	Management	Withheld	Against
	JAMES I. CASH JR.	Management	Withheld	Against
	RAYMOND V. GILMARTIN	Management	Withheld	Against
	A. MCLAUGHLIN KOROLOGOS	Management	Withheld	Against
	DAVID F. MARQUARDT	Management	Withheld	Against
	CHARLES H. NOSKI	Management	Withheld	Against
	HELMUT PANKE	Management	Withheld	Against
	WM. G. REED JR.	Management	Withheld	Against
	JON A. SHIRLEY	Management	Withheld	Against
02	ADOPTION OF THE AMENDMENTS TO THE 2001 STOCK PLAN	Management	For	For
03	ADOPTION OF THE AMENDMENTS TO THE 1999 STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For	For
04	SHAREHOLDER PROPOSAL (THE BOARD RECOMMENDS A VOTE AGAINST THIS PROPOSAL)	Shareholder	Abstain	Against

 MAXIM INTEGRATED PRODUCTS, INC. MXIM Meeting Date: 11/13/2003

Issuer: 57772K

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	JAMES R. BERGMAN	Management	Withheld	Against
	JOHN F. GIFFORD	Management	Withheld	Against
	B. KIPLING HAGOPIAN	Management	Withheld	Against
	M.D. SAMPELS	Management	Withheld	Against
	A.R. FRANK WAZZAN	Management	Withheld	Against
02	TO RATIFY AND APPROVE AN AMENDMENT TO THE COMPANY S 1996 STOCK INCENTIVE PLAN, AS AMENDED, INCREASING THE NUMBER OF SHARES AVAILABLE FOR	Management	Against	Against

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03	ISSUANCE THEREUNDER BY 9,400,000 SHARES FROM 95,200,000 SHARES TO 104,600,000 SHARES. TO RATIFY AND APPROVE AN AMENDMENT TO THE COMPANY S 1987 EMPLOYEE STOCK PARTICIPATION PLAN, AS AMENDED, INCREASING THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 400,000 SHARES FROM 14,651,567 SHARES TO 15,051,567 SHARES.	Management	Against	Aga
04	TO RATIFY THE RETENTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JUNE 26, 2004.	Management	For	F

SUN MICROSYSTEMS, INC. SUNW Meeting Date: 11/13/2003

Issuer: 866810

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Aga
	SCOTT G. MCNEALY	Management	Withheld	Aga
	JAMES L. BARKSDALE	Management	Withheld	Aga
	L. JOHN DOERR	Management	Withheld	Aga
	ROBERT J. FISHER	Management	Withheld	Aga
	MICHAEL E. LEHMAN	Management	Withheld	Aga
	ROBERT L. LONG	Management	Withheld	Aga
	M. KENNETH OSHMAN	Management	Withheld	Aga
	NAOMI O. SELIGMAN	Management	Withheld	Aga
	LYNN E. TURNER	Management	Withheld	Aga
02	AMENDMENTS TO THE 1990 EMPLOYEE STOCK PURCHASE PLAN. PROPOSAL TO APPROVE AMENDMENTS TO SUN S 1990 EMPLOYEE STOCK PURCHASE PLAN, INCLUDING AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 170,000,000 SHARES OF COMMON STOCK TO AN AGGREGATE OF 616,400,000 SHARES	Management	Against	Aga
03	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP, AS SUN S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR	Management	For	F
04	STOCKHOLDER PROPOSAL ENTITLED CHINA BUSINESS PRINCIPLES FOR RIGHTS OF WORKERS IN CHINA . PROPOSAL REQUESTING IMPLEMENTATION OF PRINCIPLES EMBODIED IN CHINA BUSINESS PRINCIPLES FOR RIGHTS OF WORKERS IN CHINA	Shareholder	Abstain	Aga

Tri-Continental Corporation

MICRON TECHNOLOGY, INC. MU Meeting Date: 11/21/2003

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Issuer: 595112

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	STEVEN R. APPLETON	Management	Withheld	Against
	JAMES W. BAGLEY	Management	Withheld	Against
	ROBERT A. LOTHROP	Management	Withheld	Against
	THOMAS T. NICHOLSON	Management	Withheld	Against
	GORDON C. SMITH	Management	Withheld	Against
	WILLIAM P. WEBER	Management	Withheld	Against
02	PROPOSAL BY THE COMPANY TO APPROVE AN AMENDMENT TO THE COMPANY S 1989 EMPLOYEE STOCK PURCHASE PLAN INCREASING THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 5,000,000 AND MAKING CERTAIN OTHER CHANGES AS DESCRIBED IN THE PROXY STATEMENT	Management	Against	Against
03	PROPOSAL BY THE COMPANY TO APPROVE AN AMENDMENT TO THE COMPANY S 2001 STOCK OPTION PLAN INCREASING THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 17,000,000	Management	Against	Against
04	PROPOSAL BY THE COMPANY TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR FISCAL 2004	Management	For	For

JABIL CIRCUIT, INC.

JBL

Meeting Date: 01/13/2004

Issuer: 466313

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	WILLIAM D. MOREAN	Management	Withheld	Against
	THOMAS A. SANSONE	Management	Withheld	Against
	TIMOTHY L. MAIN	Management	Withheld	Against
	LAWRENCE J. MURPHY	Management	Withheld	Against
	MEL S. LAVITT	Management	Withheld	Against
	STEVEN A. RAYMUND	Management	Withheld	Against
	FRANK A. NEWMAN	Management	Withheld	Against
	LAURENCE S. GRAFSTEIN	Management	Withheld	Against
02	TO APPROVE AMENDMENTS TO THE JABIL CIRCUIT, INC. 2002 STOCK INCENTIVE PLAN TO (I) PROVIDE FOR AN INCREASE IN THE AGGREGATE SHARES OF COMMON STOCK THAT MAY BE SUBJECT TO FUTURE AWARDS FROM 1,512,705 TO 11,512,705 SHARES, (II) PROHIBIT THE	Management	Against	Against

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REPRICING OF OUTSTANDING STOCK OPTIONS, AND (III)
 REQUIRE STOCKHOLDER APPROVAL FOR CERTAIN
 AMENDMENTS TO THE PLAN.

03 TO RATIFY THE SELECTION OF KPMG LLP AS Management For
 INDEPENDENT AUDITORS FOR JABIL.

Tri-Continental Corporation

 NOVARTIS AG NVS Meeting Date: 02/24/2004

Issuer: 66987V

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NOVARTIS AG AND THE GROUP CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2003.	Management	Against	Against
02	APPROVAL OF THE ACTIVITIES OF THE BOARD OF DIRECTORS.	Management	Against	Against
03	APPROPRIATION OF AVAILABLE EARNINGS OF NOVARTIS AG AS PER BALANCE SHEET AND DECLARATION OF DIVIDEND.	Management	For	For
04	CONVERSION OF GENERAL RESERVES INTO FREE RESERVES.	Management	For	For
05	REDUCTION OF SHARE CAPITAL.	Management	For	For
06	FURTHER SHARE REPURCHASE PROGRAM.	Management	For	For
07	AMENDMENT TO THE ARTICLES OF INCORPORATION.	Management	For	For
8A	ELECTION TO THE BOARD OF DIRECTORS. RE-ELECTION OF PROF. DR. HELMUT SIHLER FOR A THREE-YEAR TERM.	Management	Abstain	Against
8B	ELECTION TO THE BOARD OF DIRECTORS. RE-ELECTION OF MR. HANS-JORG RUDLOFF FOR A THREE-YEAR TERM.	Management	Abstain	Against
8C	ELECTION TO THE BOARD OF DIRECTORS. RE-ELECTION OF DR. DANIEL VASELLA FOR A THREE-YEAR TERM.	Management	Abstain	Against
9	APPOINTMENT OF THE AUDITORS AND THE GROUP AUDITORS.	Management	For	For

Tri-Continental Corporation

 DEERE & COMPANY DE Meeting Date: 02/25/2004

Issuer: 244199

SEDOL:

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Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
		Management	For	For
		Management	For	For
		Management	For	For
		Management	For	For

INTERNATIONAL GAME TECHNOLOGY IGT Meeting Date: 03/02/2004

Issuer: 459902

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
		Management	Withheld	Against
02	APPROVAL OF THE AMENDMENT TO THE INTERNATIONAL GAME TECHNOLOGY EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
03	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS IGT S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2004.	Management	For	For

BANK OF AMERICA CORPORATION BAC Meeting Date: 03/17/2004

Issuer: 060505

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	ADOPTION OF THE MERGER AGREEMENT	Management	For	For
02	ADOPTION OF BANK OF AMERICA S AMENDED STOCK PLAN	Management	Against	Against
03	ADOPTION OF AN AMENDMENT TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF BANK OF AMERICA COMMON STOCK	Management	Against	Against

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04 APPROVAL OF PROPOSAL TO ADJOURN THE BANK OF AMERICA SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES Management For F

Tri-Continental Corporation

HEWLETT-PACKARD COMPANY HPQ Meeting Date: 03/17/2004

Issuer: 428236

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	L.T. BABBIO, JR.	Management	Withheld	Against
	P.C. DUNN	Management	Withheld	Against
	C.S. FIORINA	Management	Withheld	Against
	R.A. HACKBORN	Management	Withheld	Against
	G.A. KEYWORTH II	Management	Withheld	Against
	R.E. KNOWLING, JR.	Management	Withheld	Against
	S.M. LITVACK	Management	Withheld	Against
	R.L. RYAN	Management	Withheld	Against
	L.S. SALHANY	Management	Withheld	Against
02	PROPOSAL TO RATIFY ERNST & YOUNG LLP AS HEWLETT-PACKAD COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING OCTOBER 31, 2004.	Management	For	For
03	APPROVAL OF THE HEWLETT-PACKARD COMPANY 2004 STOCK INCENTIVE PLAN	Management	Against	Against
04	SHAREOWNER PROPOSAL ENTITLED STOCK OPTION EXPENSING PROPOSAL	Shareholder	For	Against

TYCO INTERNATIONAL LTD. TYC Meeting Date: 03/25/2004

Issuer: 902124

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	DENNIS C. BLAIR	Management	Withheld	Against
	EDWARD D. BREEN	Management	Withheld	Against
	GEORGE W. BUCKLEY	Management	Withheld	Against
	BRIAN DUPERREULT	Management	Withheld	Against
	BRUCE S. GORDON	Management	Withheld	Against

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Proposal Number	Proposal	Management	Withheld	For	Against	Abstain
		JOHN A. KROL	Management	Withheld		
		MACKEY J. MCDONALD	Management	Withheld		
		H. CARL MCCALL	Management	Withheld		
		BRENDAN R. O'NEILL	Management	Withheld		
		SANDRA S. WIJNBERG	Management	Withheld		
		JEROME B. YORK	Management	Withheld		
02	APPOINTMENT OF DELOITTE & TOUCHE LLP AS TYCO S INDEPENDENT AUDITORS AND AUTHORIZATION FOR THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS REMUNERATION.			For		
03	ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS.	Management		For		
04	APPROVAL OF TYCO 2004 STOCK AND INCENTIVE PLAN.	Management		Against		
05	SHAREHOLDER PROPOSAL REGARDING ENVIRONMENTAL REPORTING.	Shareholder		Abstain		
06	SHAREHOLDER PROPOSAL TO CHANGE TYCO S JURISDICTION OF INCORPORATION FROM BERMUDA TO A U.S. STATE.	Shareholder		For		
07	SHAREHOLDER PROPOSAL ON COMMON SENSE EXECUTIVE COMPENSATION.	Shareholder		Against		

Tri-Continental Corporation

 FEDERAL HOME LOAN MORTGAGE CORPORATI FRE Meeting Date: 03/31/2004

Issuer: 313400

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
		JOAN E. DONOGHUE	Management	For
		MICHELLE ENGLER	Management	For
		RICHARD KARL GOELTZ	Management	For
		GEORGE D. GOULD	Management	For
		HENRY KAUFMAN	Management	For
		JOHN B. MCCOY	Management	For
		SHAUN F. O'MALLEY	Management	For
		RONALD F. POE	Management	For
		STEPHEN A. ROSS	Management	For
		DONALD J. SCHUENKE	Management	For
		CHRISTINA SEIX	Management	For
		RICHARD F. SYRON	Management	For
		WILLIAM J. TURNER	Management	For
02	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE YEAR 2003	Management	For	For

 THE GOLDMAN SACHS GROUP, INC. GS Meeting Date: 03/31/2004

Issuer: 38141G

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SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
	LLOYD C. BLANKFEIN	Management	For	F
	LD BROWNE OF MADINGLEY	Management	For	F
	CLAES DAHLBACK	Management	For	F
	JAMES A. JOHNSON	Management	For	F
	LOIS D. JULIBER	Management	For	F
02	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE 2004 FISCAL YEAR.	Management	For	F
03	ANNUAL ELECTION OF ALL DIRECTORS TO THE BOARD OF DIRECTORS.	Shareholder	For	Ag

Tri-Continental Corporation

 THE BANK OF NEW YORK COMPANY, INC. BK Meeting Date: 04/13/2004

Issuer: 064057

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Ag
	MR. BIONDI	Management	Withheld	Ag
	MR. DONOFRIO	Management	Withheld	Ag
	MR. GRIFFITH	Management	Withheld	Ag
	MR. HASSELL	Management	Withheld	Ag
	MR. KOGAN	Management	Withheld	Ag
	MR. KOWALSKI	Management	Withheld	Ag
	MR. LUKE	Management	Withheld	Ag
	MR. MALONE	Management	Withheld	Ag
	MR. MYNERS	Management	Withheld	Ag
	MR. POZEN	Management	Withheld	Ag
	MS. REIN	Management	Withheld	Ag
	MR. RENYI	Management	Withheld	Ag
	MR. RICHARDSON	Management	Withheld	Ag
	MR. ROBERTS	Management	Withheld	Ag
	MR. SCOTT	Management	Withheld	Ag
02	RATIFICATION OF AUDITORS	Management	For	F
03	APPROVAL OF AN AMENDMENT TO THE 2004 MANAGEMENT INCENTIVE COMPENSATION PLAN	Management	For	F
04	SHAREHOLDER PROPOSAL WITH RESPECT TO POLITICAL	Shareholder	For	Ag

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Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
05	CONTRIBUTIONS SHAREHOLDER PROPOSAL WITH RESPECT TO EXECUTIVE COMPENSATION	Shareholder	Against	For
06	SHAREHOLDER PROPOSAL WITH RESPECT TO THE COMPOSITION OF THE RISK COMMITTEE	Shareholder	For	Against
07	SHAREHOLDER PROPOSAL WITH RESPECT TO THE COMPANY S RIGHTS PLAN	Shareholder	For	Against

 WEYERHAEUSER COMPANY WY Meeting Date: 04/13/2004

Issuer: 962166

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR STEVEN R. ROGEL WILLIAM D. RUCKELSHAUS RICHARD H. SINKFIELD JAMES N. SULLIVAN	Management Management Management Management	Withheld Withheld Withheld Withheld	Against
02	APPROVAL OF THE WEYERHAEUSER COMPANY 2004 LONG TERM INCENTIVE PLAN	Management	Against	Against
03	PROPOSAL TO AMEND THE COMPANY S RESTATED ARTICLES OF INCORPORATION TO AUTHORIZE ANNUAL ELECTION OF THE BOARD OF DIRECTORS	Shareholder	For	Against
04	SHAREHOLDER PROPOSAL RELATING TO ACCOUNTING FOR STOCK OPTIONS	Shareholder	For	Against
05	SHAREHOLDER PROPOSAL RELATING TO EQUITY COMPENSATION	Shareholder	For	Against
06	SHAREHOLDER PROPOSAL RELATING TO ENVIRONMENTAL REPORTING	Shareholder	Abstain	Against
07	SHAREHOLDER PROPOSAL RELATING TO OLD GROWTH AND ENDANGERED FORESTS	Shareholder	Abstain	Against
08	APPROVAL ON AN ADVISORY BASIS, OF THE APPOINTMENT OF AUDITORS	Management	For	For

Tri-Continental Corporation

 BP P.L.C. BP Meeting Date: 04/15/2004

Issuer: 055622

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
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01	DIRECTOR		Management	Withheld	Ag
		LORD BROWNE	Management	Withheld	Ag
		DR B E GROTE	Management	Withheld	Ag
		MR H M P MILES	Management	Withheld	Ag
		SIR ROBIN NICHOLSON	Management	Withheld	Ag
		MR R L OLVER	Management	Withheld	Ag
		SIR IAN PROSSER	Management	Withheld	Ag
07	TO ELECT MR A BURGMANS AS A DIRECTOR		Management	Against	Ag
08	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS		Management	For	F
09	TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY		Management	For	F
10	TO GIVE AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT		Management	For	F
11	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH WITHOUT MAKING AN OFFER TO SHAREHOLDERS		Management	For	F
12	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY		Management	For	F
13	TO AUTHORISE THE USE OF TREASURY SHARES FOR EMPLOYEE SHARE SCHEMES		Management	For	F
14	TO APPROVE THE DIRECTORS REMUNERATION REPORT		Management	For	F
15	TO DETERMINE THE LIMIT FOR THE AGGREGATE REMUNERATION OF THE NON-EXECUTIVE DIRECTORS		Management	For	F
16	TO RECEIVE THE DIRECTORS ANNUAL REPORT AND THE ACCOUNTS		Management	For	F
17	SPECIAL SHAREHOLDER RESOLUTION: TO INSTRUCT THE COMPANY TO PREPARE A REPORT MAKING CERTAIN DISCLOSURES ON MATTERS OF CONTROL AND RISK IN PROTECTED AND SENSITIVE AREAS		Shareholder	Abstain	Ag

CITIGROUP INC.

C

Meeting Date: 04/20/2004

Issuer: 172967

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Mg
01	DIRECTOR		Management	Withheld	Ag
		C. MICHAEL ARMSTRONG	Management	Withheld	Ag
		ALAIN J.P. BELDA	Management	Withheld	Ag
		GEORGE DAVID	Management	Withheld	Ag
		KENNETH T. DERR	Management	Withheld	Ag
		JOHN M. DEUTCH	Management	Withheld	Ag
		R. HERNANDEZ RAMIREZ	Management	Withheld	Ag
		ANN DIBBLE JORDAN	Management	Withheld	Ag
		DUDLEY C. MECUM	Management	Withheld	Ag
		RICHARD D. PARSONS	Management	Withheld	Ag
		ANDRALL E. PEARSON	Management	Withheld	Ag
		CHARLES PRINCE	Management	Withheld	Ag
		ROBERT E. RUBIN	Management	Withheld	Ag
		FRANKLIN A. THOMAS	Management	Withheld	Ag
		SANFORD I. WEILL	Management	Withheld	Ag
		ROBERT B. WILLUMSTAD	Management	Withheld	Ag

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02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITIGROUP S INDEPENDENT AUDITORS FOR 2004.	Management	For	F
03	STOCKHOLDER PROPOSAL REQUESTING A CURB ON EXECUTIVE COMPENSATION, NO FUTURE STOCK OPTION GRANTS AND NO RENEWALS OR EXTENSIONS OF OPTION PLANS.	Shareholder	Against	F
04	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	For	Ag
05	STOCKHOLDER PROPOSAL REQUESTING A DISCONTINUATION OF ALL RIGHTS, OPTIONS, SAR S AND POSSIBLE SEVERANCE PAYMENTS TO THE TOP 5 OF MANAGEMENT.	Shareholder	Against	F
06	STOCKHOLDER PROPOSAL REQUESTING THAT THE CHAIRMAN OF THE BOARD HAVE NO MANAGEMENT DUTIES, TITLES OR RESPONSIBILITIES.	Shareholder	For	Ag

Tri-Continental Corporation

MORGAN STANLEY MWD Meeting Date: 04/20/2004

Issuer: 617446

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
		Management	For	F
		Management	For	F
		Management	For	F
02	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS	Management	For	F
03	SHAREHOLDER PROPOSAL TO DECLASSIFY THE BOARD OF DIRECTORS	Shareholder	For	Ag
04	SHAREHOLDER PROPOSAL TO REQUIRE SHAREHOLDER APPROVAL OF GOLDEN PARACHUTE AGREEMENTS	Shareholder	For	Ag
05	SHAREHOLDER PROPOSAL TO DISCLOSE POLITICAL CONTRIBUTION	Shareholder	For	Ag

U.S. BANCORP USB Meeting Date: 04/20/2004

Issuer: 902973

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
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01	DIRECTOR		Management	For	F
		V. BUYNISKI GLUCKMAN	Management	For	F
		ARTHUR D. COLLINS, JR.	Management	For	F
		JERRY W. LEVIN	Management	For	F
		THOMAS E. PETRY	Management	For	F
		RICHARD G. REITEN	Management	For	F
02	RATIFY SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE 2004 FISCAL YEAR.		Management	For	F
03	SHAREHOLDER PROPOSAL: COMPENSATION SYSTEM FOR SENIOR EXECUTIVES.		Shareholder	Against	F
04	SHAREHOLDER PROPOSAL: SUPPLEMENTAL EXECUTIVE RETIREMENT BENEFITS.		Shareholder	Against	F
05	SHAREHOLDER PROPOSAL: SIMPLE MAJORITY VOTING.		Shareholder	For	Ag

WACHOVIA CORPORATION WB Meeting Date: 04/20/2004

Issuer: 929903

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR			
		JAMES S. BALLOUN	Management	For
		JOHN T. CASTEEN, III	Management	For
		JOSEPH NEUBAUER	Management	For
		LANTY L. SMITH	Management	For
		DONA DAVIS YOUNG	Management	For
02	A WACHOVIA PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS AUDITORS FOR THE YEAR 2004.		Management	For
03	A STOCKHOLDER PROPOSAL, WHICH MANAGEMENT OPPOSES, REGARDING NOMINATING DIRECTORS.		Shareholder	Against
04	A STOCKHOLDER PROPOSAL, WHICH MANAGEMENT OPPOSES, REGARDING REPORTING POLITICAL INFORMATION.		Shareholder	For
05	A STOCKHOLDER PROPOSAL, WHICH MANAGEMENT OPPOSES, REGARDING SEPARATING THE OFFICES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.		Shareholder	For

Tri-Continental Corporation

CARNIVAL CORPORATION CCL Meeting Date: 04/22/2004

Issuer: 143658

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
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01	DIRECTOR		Management	Withheld	Ag
		MICKY ARISON	Management	Withheld	Ag
		AMB RICHARD G. CAPEN JR	Management	Withheld	Ag
		ROBERT H. DICKINSON	Management	Withheld	Ag
		ARNOLD W. DONALD	Management	Withheld	Ag
		PIER LUIGI FOSCHI	Management	Withheld	Ag
		HOWARD S. FRANK	Management	Withheld	Ag
		BARONESS HOGG	Management	Withheld	Ag
		A. KIRK LANTERMAN	Management	Withheld	Ag
		MODESTO A. MAIDIQUE	Management	Withheld	Ag
		JOHN P. MCNULTY	Management	Withheld	Ag
		PETER RATCLIFFE	Management	Withheld	Ag
		SIR JOHN PARKER	Management	Withheld	Ag
		STUART SUBOTNICK	Management	Withheld	Ag
		UZI ZUCKER	Management	Withheld	Ag
02	TO APPOINT PRICEWATERHOUSECOOPERS AS INDEPENDENT AUDITORS FOR CARNIVAL PLC AND TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS FOR CARNIVAL CORPORATION.		Management	For	F
03	TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE THE REMUNERATION OF THE INDEPENDENT AUDITORS.		Management	For	F
04	TO RECEIVE THE ACCOUNTS AND REPORTS FOR CARNIVAL PLC FOR THE FINANCIAL PERIOD ENDED NOVEMBER 30, 2003.		Management	For	F
05	TO APPROVE THE DIRECTORS REMUNERATION REPORT OF CARNIVAL PLC.		Management	For	F
06	TO APPROVE LIMITS ON THE AUTHORITY TO ALLOT SHARES BY CARNIVAL PLC.		Management	For	F
07	TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS FOR CARNIVAL PLC SHARES.		Management	For	F

JOHNSON & JOHNSON

JNJ

Meeting Date: 04/22/2004

Issuer: 478160

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg	
01	DIRECTOR		For	F	
		GERARD N. BURROW	Management	For	F
		MARY S. COLEMAN	Management	For	F
		JAMES G. CULLEN	Management	For	F
		ROBERT J. DARRETTA	Management	For	F
		M. JUDAH FOLKMAN	Management	For	F
		ANN D. JORDAN	Management	For	F
		ARNOLD G. LANGBO	Management	For	F
		SUSAN L. LINDQUIST	Management	For	F
		LEO F. MULLIN	Management	For	F
		STEVEN S REINEMUND	Management	For	F
		DAVID SATCHER	Management	For	F

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		HENRY B. SCHACHT	Management	For	F
		WILLIAM C. WELDON	Management	For	F
02	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS AS INDEPENDENT AUDITORS		Management	For	F
03	PROPOSAL ON CHARITABLE CONTRIBUTIONS		Shareholder	Abstain	Ag

Tri-Continental Corporation

 NOBLE CORPORATION NE Meeting Date: 04/22/2004

Issuer: G65422

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or M
01	DIRECTOR		Management	Withheld	Ag
		MICHAEL A. CAWLEY	Management	Withheld	Ag
		LUKE R. CORBETT	Management	Withheld	Ag
		JACK E. LITTLE	Management	Withheld	Ag
02	APPROVAL OF THE APPOINTMENT OF INDEPENDENT AUDITORS FOR 2004.		Management	For	F

 PFIZER INC. PFE Meeting Date: 04/22/2004

Issuer: 717081

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or M
01	DIRECTOR		Management	Withheld	Ag
		MICHAEL S. BROWN	Management	Withheld	Ag
		M. ANTHONY BURNS	Management	Withheld	Ag
		ROBERT N. BURT	Management	Withheld	Ag
		W. DON CORNWELL	Management	Withheld	Ag
		WILLIAM H. GRAY III	Management	Withheld	Ag
		CONSTANCE J. HORNER	Management	Withheld	Ag
		WILLIAM R. HOWELL	Management	Withheld	Ag
		STANLEY O. IKENBERRY	Management	Withheld	Ag
		GEORGE A. LORCH	Management	Withheld	Ag
		HENRY A. MCKINNELL	Management	Withheld	Ag
		DANA G. MEAD	Management	Withheld	Ag
		FRANKLIN D. RAINES	Management	Withheld	Ag
		RUTH J. SIMMONS	Management	Withheld	Ag
		WILLIAM C. STEERE, JR.	Management	Withheld	Ag

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02	JEAN-PAUL VALLES A PROPOSAL TO APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2004.	Management Management	Withheld For	Ag F
03	A PROPOSAL TO APPROVE THE PFIZER INC. 2004 STOCK PLAN.	Management	Against	Ag
04	SHAREHOLDER PROPOSAL REQUESTING REVIEW OF THE ECONOMIC EFFECTS OF THE HIV/AIDS, TB AND MALARIA PANDEMICS ON THE COMPANY S BUSINESS STRATEGY.	Shareholder	Abstain	Ag
05	SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS.	Shareholder	Abstain	Ag
06	SHAREHOLDER PROPOSAL RELATING TO AN ANNUAL REPORT ON CORPORATE RESOURCES DEVOTED TO SUPPORTING POLITICAL ENTITIES OR CANDIDATES.	Shareholder	For	Ag
07	SHAREHOLDER PROPOSAL SEEKING TO IMPOSE TERM LIMITS ON DIRECTORS.	Shareholder	Against	F
08	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON INCREASING ACCESS TO PFIZER PRODUCTS.	Shareholder	Abstain	Ag
09	SHAREHOLDER PROPOSAL ON STOCK OPTIONS.	Shareholder	Against	F
10	SHAREHOLDER PROPOSAL ON IN VITRO TESTING.	Shareholder	Abstain	Ag

Tri-Continental Corporation

WENDY'S INTERNATIONAL, INC. WEN Meeting Date: 04/22/2004

Issuer: 950590

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR JANET HILL PAUL D. HOUSE JOHN R. THOMPSON J. RANDOLPH LEWIS	Management Management Management Management Management	Withheld Withheld Withheld Withheld For	Ag Ag Ag Ag F
02	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT PUBLIC ACCOUNTANTS OF THE COMPANY FOR THE CURRENT YEAR.	Management Management	For	F
03	APPROVAL OF THE COMPANY S 2003 STOCK INCENTIVE PLAN.	Management	Against	Ag

WYETH WYE Meeting Date: 04/22/2004

Issuer: 983024

SEDOL:

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Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR	C.L. ALEXANDER, JR.	Management	For	For
		F.A. BENNACK, JR.	Management	For	For
		R.L. CARRION	Management	For	For
		R. ESSNER	Management	For	For
		J.D. FEERICK	Management	For	For
		R. LANGER	Management	For	For
		J.P. MASCOTTE	Management	For	For
		M.L. POLAN	Management	For	For
		I.G. SEIDENBERG	Management	For	For
		W.V. SHIPLEY	Management	For	For
		J.R. TORELL III	Management	For	For
02	RATIFICATION OF PRINCIPAL INDEPENDENT PUBLIC ACCOUNTANTS		Management	For	For
03	ADOPTION OF THE STOCKHOLDER PROPOSAL ON ACCESS TO AND AFFORDABILITY OF PRESCRIPTION DRUGS		Shareholder	Abstain	Against
04	ADOPTION OF STOCKHOLDER PROPOSAL ON ANIMAL TESTING		Shareholder	Abstain	Against

Tri-Continental Corporation

 DOMINION RESOURCES, INC. D Meeting Date: 04/23/2004

Issuer: 25746U

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR	SUSAN B. ALLEN	Management	Withheld	Against
		PETER W. BROWN	Management	Withheld	Against
		RONALD J. CALISE	Management	Withheld	Against
		THOS. E. CAPPS	Management	Withheld	Against
		GEORGE A. DAVIDSON, JR.	Management	Withheld	Against
		JOHN W. HARRIS	Management	Withheld	Against
		ROBERT S. JEPSON, JR.	Management	Withheld	Against
		BENJAMIN J. LAMBERT III	Management	Withheld	Against
		RICHARD L. LEATHERWOOD	Management	Withheld	Against
		MARGARET A. MCKENNA	Management	Withheld	Against
		KENNETH A. RANDALL	Management	Withheld	Against
		FRANK S. ROYAL	Management	Withheld	Against
		S. DALLAS SIMMONS	Management	Withheld	Against
		ROBERT H. SPILMAN	Management	Withheld	Against
		DAVID A. WOLLARD	Management	Withheld	Against
02	RETENTION OF AUDITORS		Management	For	For
03	SHAREHOLDER PROPOSAL		Shareholder	Against	For

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MERRILL LYNCH & CO., INC. MER Meeting Date: 04/23/2004

Issuer: 590188

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against	Mg
01	DIRECTOR	Management	For		F
		DAVID K. NEWBIGGING	Management	For	F
		JOSEPH W. PRUEHER	Management	For	F
02	RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR	Management	For		F
03	INSTITUTE CUMULATIVE VOTING	Shareholder	Against		F
04	INDEPENDENT CHAIRMAN SEPARATE FROM CHIEF EXECUTIVE OFFICER	Shareholder	For		Ag

ROWAN COMPANIES, INC. RDC Meeting Date: 04/23/2004

Issuer: 779382

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against	Mg
01	DIRECTOR	Management	Withheld		Ag
		WILLIAM T. FOX III	Management	Withheld	Ag
		SIR GRAHAM HEARNE	Management	Withheld	Ag
		H.E. LENTZ	Management	Withheld	Ag
		P. DEXTER PEACOCK	Management	Withheld	Ag

AMERICAN EXPRESS COMPANY AXP Meeting Date: 04/26/2004

Issuer: 025816

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against	Mg
01	DIRECTOR	Management	For		F
		D.F. AKERSON	Management	For	F
		C. BARSHEFSKY	Management	For	F

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		W.G. BOWEN	Management	For	F
		U.M. BURNS	Management	For	F
		K.I. CHENAULT	Management	For	F
		P.R. DOLAN	Management	For	F
		V.E. JORDAN, JR.	Management	For	F
		J. LESCHLY	Management	For	F
		R.A. MCGINN	Management	For	F
		E.D. MILLER	Management	For	F
		F.P. POPOFF	Management	For	F
		R.D. WALTER	Management	For	F
02	PROPOSAL TO RATIFY SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.		Management	For	F
03	SHAREHOLDER PROPOSAL TO ESTABLISH SIX-YEAR TERM LIMITS FOR DIRECTORS.		Shareholder	Against	F
04	SHAREHOLDER PROPOSAL REQUESTING A SEPARATE ANNUAL REPORT DESCRIBING THE COMPANY S POLITICAL CONTRIBUTIONS.		Shareholder	For	Ag

Tri-Continental Corporation

INTERNATIONAL BUSINESS MACHINES CORP IBM Meeting Date: 04/27/2004

Issuer: 459200

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Ag
	C. BLACK	Management	Withheld	Ag
	K.I. CHENAULT	Management	Withheld	Ag
	C. GHOSN	Management	Withheld	Ag
	N.O. KEOHANE	Management	Withheld	Ag
	C.F. KNIGHT	Management	Withheld	Ag
	L.A. NOTO	Management	Withheld	Ag
	S.J. PALMISANO	Management	Withheld	Ag
	J.B. SLAUGHTER	Management	Withheld	Ag
	J.E. SPERO	Management	Withheld	Ag
	S. TAUREL	Management	Withheld	Ag
	C.M. VEST	Management	Withheld	Ag
	L.H. ZAMBRANO	Management	Withheld	Ag
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS (PRICEWATERHOUSECOOPERS LLP) (PAGE 22)	Management	For	F
03	RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS FOR THE BUSINESS CONSULTING SERVICES UNIT (ERNST & YOUNG LLP) (PAGE 22)	Management	For	F
04	APPROVAL OF LONG-TERM INCENTIVE PERFORMANCE TERMS FOR CERTAIN EXECUTIVES (PAGE 23)	Management	Against	Ag
05	STOCKHOLDER PROPOSAL ON: CUMULATIVE VOTING (PAGE 25)	Shareholder	Against	F
06	STOCKHOLDER PROPOSAL ON: PENSION AND RETIREMENT MEDICAL (PAGE 25)	Shareholder	Against	F

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07	STOCKHOLDER PROPOSAL ON: EXECUTIVE COMPENSATION (PAGE 26)	Shareholder	Against	F
08	STOCKHOLDER PROPOSAL ON: EXPENSING STOCK OPTIONS (PAGE 28)	Shareholder	For	Ag
09	STOCKHOLDER PROPOSAL ON: DISCLOSURE OF EXECUTIVE COMPENSATION (PAGE 29)	Shareholder	Against	F
10	STOCKHOLDER PROPOSAL ON: CHINA BUSINESS PRINCIPLES (PAGE 30)	Shareholder	Abstain	Ag
11	STOCKHOLDER PROPOSAL ON: POLITICAL CONTRIBUTIONS (PAGE 31)	Shareholder	For	Ag
12	STOCKHOLDER PROPOSAL ON: A REVIEW OF EXECUTIVE COMPENSATION POLICIES (PAGE 32)	Shareholder	Against	F

Tri-Continental Corporation

L-3 COMMUNICATIONS HOLDINGS, INC. LLL Meeting Date: 04/27/2004

Issuer: 502424

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
		Management	Withheld	Ag
		Management	Withheld	Ag
		Management	Withheld	Ag
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS.	Management	For	F
03	APPROVAL OF AMENDMENT TO THE 1999 LONG TERM PERFORMANCE PLAN.	Management	Against	Ag
04	RATIFICATION OF THE TERMS OF PERFORMANCE-BASED COMPENSATION UNDER THE 1999 LONG TERM PERFORMANCE PLAN.	Management	Against	Ag

NOBLE ENERGY, INC. NBL Meeting Date: 04/27/2004

Issuer: 655044

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
		Management	Withheld	Ag
		Management	Withheld	Ag

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Proposal Number	Proposal	Management	Vote	For or Against
		CHARLES D. DAVIDSON	Management	Withheld
		KIRBY L. HEDRICK	Management	Withheld
		DALE P. JONES	Management	Withheld
		BRUCE A. SMITH	Management	Withheld
02	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT AUDITOR.		Management	For
03	PROPOSAL TO APPROVE THE AMENDMENT TO THE 1988 NONQUALIFIED STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK OF THE COMPANY THAT MAY BE AWARDED BY STOCK OPTION GRANTS FROM 550,000 TO 750,000.		Management	Against
04	PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS APPLICABLE TO FUTURE GRANTS OF RESTRICTED STOCK AND PERFORMANCE UNITS UNDER THE 2004 LONG-TERM INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.		Management	Against

 PRAXAIR, INC. PX Meeting Date: 04/27/2004

Issuer: 74005P

SEDOL:

Proposal Number	Proposal	Management	Vote Cast	For or Against
01	DIRECTOR	ALEJANDRO ACHAVAL	Management	For
		RONALD L. KUEHN, JR.	Management	For
		H. MITCHELL WATSON, JR.	Management	For
02	PROPOSAL TO AMEND THE LONG TERM INCENTIVE PLAN.		Management	For
03	PROPOSAL TO AMEND THE CERTIFICATE OF INCORPORATION.		Management	For
04	PROPOSAL TO APPROVE A STOCKHOLDER PROTECTION RIGHTS AGREEMENT.		Management	Against

Tri-Continental Corporation

 WELLS FARGO & COMPANY WFC Meeting Date: 04/27/2004

Issuer: 949746

SEDOL:

Proposal Number	Proposal	Management	Vote Cast	For or Against
01	DIRECTOR		Management	Withheld

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	J.A. BLANCHARD III	Management	Withheld	Ag
	SUSAN E. ENGEL	Management	Withheld	Ag
	ENRIQUE HERNANDEZ, JR.	Management	Withheld	Ag
	ROBERT L. JOSS	Management	Withheld	Ag
	REATHA CLARK KING	Management	Withheld	Ag
	RICHARD M. KOVACEVICH	Management	Withheld	Ag
	RICHARD D. MCCORMICK	Management	Withheld	Ag
	CYNTHIA H. MILLIGAN	Management	Withheld	Ag
	PHILIP J. QUIGLEY	Management	Withheld	Ag
	DONALD B. RICE	Management	Withheld	Ag
	JUDITH M. RUNSTAD	Management	Withheld	Ag
	STEPHEN W. SANGER	Management	Withheld	Ag
	SUSAN G. SWENSON	Management	Withheld	Ag
	MICHAEL W. WRIGHT	Management	Withheld	Ag
02	PROPOSAL TO APPROVE THE COMPANY S SUPPLEMENTAL 401(K) PLAN.	Management	For	F
03	PROPOSAL TO RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2004.	Management	For	F
04	STOCKHOLDER PROPOSAL REGARDING EXPENSING STOCK OPTIONS.	Shareholder	For	Ag
05	STOCKHOLDER PROPOSAL REGARDING RESTRICTED STOCK.	Shareholder	For	Ag
06	STOCKHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION AND PREDATORY LENDING.	Shareholder	Against	F
07	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.	Shareholder	For	Ag

CHEVRONTEXACO CORPORATION

CVX

Meeting Date: 04/28/2004

Issuer: 166764

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	S.H. ARMACOST	Management	Withheld	Ag
	R.E. DENHAM	Management	Withheld	Ag
	R.J. EATON	Management	Withheld	Ag
	S. GINN	Management	Withheld	Ag
	C.A. HILLS	Management	Withheld	Ag
	F.G. JENIFER	Management	Withheld	Ag
	J.B. JOHNSTON	Management	Withheld	Ag
	S. NUNN	Management	Withheld	Ag
	D.J. O'REILLY	Management	Withheld	Ag
	P.J. ROBERTSON	Management	Withheld	Ag
	C.R. SHOEMATE	Management	Withheld	Ag
	C. WARE	Management	Withheld	Ag
02	RATIFICATION OF INDEPENDENT ACCOUNTANTS	Management	For	F
03	SHOW SUPPORT FOR THE STOCKHOLDER RIGHTS PLAN POLICY	Management	For	F
04	APPROVAL OF THE LONG-TERM INCENTIVE PLAN	Management	Against	Ag
05	HIV/AIDS, TUBERCULOSIS, AND MALARIA	Shareholder	Abstain	Ag
06	POLITICAL DISCLOSURE	Shareholder	For	Ag
07	DIRECTOR ELECTION VOTE THRESHOLD	Shareholder	Against	F
08	REPORT ON ECUADOR	Shareholder	Abstain	Ag

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09 RENEWABLE ENERGY Shareholder Abstain Aga

Tri-Continental Corporation

 CLEAR CHANNEL COMMUNICATIONS, INC. CCU Meeting Date: 04/28/2004

Issuer: 184502

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	ALAN D. FELD	Management	Withheld	Against
	THOMAS O. HICKS	Management	Withheld	Against
	PERRY J. LEWIS	Management	Withheld	Against
	L. LOWRY MAYS	Management	Withheld	Against
	MARK P. MAYS	Management	Withheld	Against
	RANDALL T. MAYS	Management	Withheld	Against
	B.J. MCCOMBS	Management	Withheld	Against
	PHYLLIS B. RIGGINS	Management	Withheld	Against
	THEODORE H. STRAUSS	Management	Withheld	Against
	J.C. WATTS	Management	Withheld	Against
	JOHN H. WILLIAMS	Management	Withheld	Against
02	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004.	Management	For	For

 GENERAL ELECTRIC COMPANY GE Meeting Date: 04/28/2004

Issuer: 369604

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
0A	DIRECTOR	Management	Withheld	Against
	JAMES I. CASH, JR.	Management	Withheld	Against
	DENNIS D. DAMMERMAN	Management	Withheld	Against
	ANN M. FUDGE	Management	Withheld	Against
	CLAUDIO X. GONZALEZ	Management	Withheld	Against
	JEFFREY R. IMMELT	Management	Withheld	Against
	ANDREA JUNG	Management	Withheld	Against
	ALAN G. LAFLEY	Management	Withheld	Against
	KENNETH G. LANGONE	Management	Withheld	Against
	RALPH S. LARSEN	Management	Withheld	Against

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		ROCHELLE B. LAZARUS	Management	Withheld	Ag
		SAM NUNN	Management	Withheld	Ag
		ROGER S. PENSKE	Management	Withheld	Ag
		ROBERT J. SWIERINGA	Management	Withheld	Ag
		DOUGLAS A. WARNER III	Management	Withheld	Ag
		ROBERT C. WRIGHT	Management	Withheld	Ag
0B	INDEPENDENT AUDITOR		Management	For	F
0C	REVENUE MEASUREMENT ADDED TO EXECUTIVE OFFICER PERFORMANCE GOALS		Management	For	F
01	CUMULATIVE VOTING		Shareholder	Against	F
02	ANIMAL TESTING		Shareholder	Abstain	Ag
03	NUCLEAR RISK		Shareholder	Abstain	Ag
04	REPORT ON PCB CLEANUP COSTS		Shareholder	Abstain	Ag
05	OFFSHORE SOURCING		Shareholder	Abstain	Ag
06	SUSTAINABILITY INDEX		Shareholder	Abstain	Ag
07	COMPENSATION COMMITTEE INDEPENDENCE		Shareholder	Against	F
08	PAY DISPARITY		Shareholder	Abstain	Ag
09	END STOCK OPTIONS AND BONUSES		Shareholder	Against	F
10	LIMIT OUTSIDE DIRECTORSHIPS		Shareholder	Against	F
11	INDEPENDENT BOARD CHAIRMAN		Shareholder	For	Ag
12	EXPLORE SALE OF COMPANY		Shareholder	Against	F
13	HOLDING STOCK FROM STOCK OPTIONS		Shareholder	Against	F
14	BOARD INDEPENDENCE		Shareholder	For	Ag
15	POLITICAL CONTRIBUTIONS		Shareholder	For	Ag

Tri-Continental Corporation

ALTRIA GROUP, INC.

MO

Meeting Date: 04/29/2004

Issuer: 02209S

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against	
01	DIRECTOR	Management	For	F	
		ELIZABETH E. BAILEY	Management	For	F
		MATHIS CABIALAVETTA	Management	For	F
		LOUIS C. CAMILLERI	Management	For	F
		J. DUDLEY FISHBURN	Management	For	F
		ROBERT E. R. HUNTLEY	Management	For	F
		THOMAS W. JONES	Management	For	F
		LUCIO A. NOTO	Management	For	F
		JOHN S. REED	Management	For	F
		CARLOS SLIM HELU	Management	For	F
		STEPHEN M. WOLF	Management	For	F
02	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Management	For	F	
03	STOCKHOLDER PROPOSAL NO. 1	Shareholder	Abstain	Ag	
04	STOCKHOLDER PROPOSAL NO. 2	Shareholder	Abstain	Ag	
05	STOCKHOLDER PROPOSAL NO. 3	Shareholder	For	Ag	
06	STOCKHOLDER PROPOSAL NO. 4	Shareholder	Abstain	Ag	
07	STOCKHOLDER PROPOSAL NO. 5	Shareholder	Abstain	Ag	

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08

STOCKHOLDER PROPOSAL NO. 6

Shareholder

For

Ag

CAPITAL ONE FINANCIAL CORPORATION

COF

Meeting Date: 04/29/2004

Issuer: 14040H

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Ag
	W. RONALD DIETZ	Management	Withheld	Ag
	LEWIS HAY, III	Management	Withheld	Ag
	MAYO A. SHATTUCK, III	Management	Withheld	Ag
02	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE CORPORATION FOR 2004.	Management	For	F
03	APPROVAL OF CAPITAL ONE S 2004 STOCK INCENTIVE PLAN.	Management	Against	Ag

AETNA INC.

AET

Meeting Date: 04/30/2004

Issuer: 00817Y

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
	BETSY Z. COHEN	Management	For	F
	BARBARA H. FRANKLIN	Management	For	F
	JEFFREY E. GARTEN	Management	For	F
	EARL G. GRAVES	Management	For	F
	GERALD GREENWALD	Management	For	F
	ELLEN M. HANCOCK	Management	For	F
	MICHAEL H. JORDAN	Management	For	F
	JACK D. KUEHLER	Management	For	F
	EDWARD J. LUDWIG	Management	For	F
	JOSEPH P. NEWHOUSE	Management	For	F
	JUDITH RODIN	Management	For	F
	JOHN W. ROWE, M.D.	Management	For	F
	RONALD A. WILLIAMS	Management	For	F
	R. DAVID YOST	Management	For	F
02	APPROVAL OF KPMG LLP AS INDEPENDENT AUDITORS	Management	For	F
03	SHAREHOLDER PROPOSAL ON CUMULATIVE VOTING	Shareholder	Against	F
04	SHAREHOLDER PROPOSAL ON EXECUTIVE COMPENSATION	Shareholder	Against	F

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Tri-Continental Corporation

 APARTMENT INVESTMENT AND MANAGEMENT AIV Meeting Date: 04/30/2004

Issuer: 03748R

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	TERRY CONSIDINE	Management	Withheld	Ag
	PETER K. KOMPANIEZ	Management	Withheld	Ag
	JAMES N. BAILEY	Management	Withheld	Ag
	RICHARD S. ELLWOOD	Management	Withheld	Ag
	J. LANDIS MARTIN	Management	Withheld	Ag
	THOMAS L. RHODES	Management	Withheld	Ag
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS INDEPENDENT AUDITORS FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.	Management	For	F
03	TO APPROVE THE SALE OF HIGH PERFORMANCE UNITS.	Management	For	F
04	TO URGE THE COMPENSATION AND HUMAN RESOURCES COMMITTEE OF THE BOARD TO ESTABLISH A POLICY TO SEEK STOCKHOLDER APPROVAL OF CERTAIN EXECUTIVE SEVERANCE ARRANGEMENTS.	Shareholder	For	Ag

 OCCIDENTAL PETROLEUM CORPORATION OXY Meeting Date: 04/30/2004

Issuer: 674599

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	For	F
	RONALD W. BURKLE	Management	For	F
	JOHN S. CHALSLY	Management	For	F
	EDWARD P. DJEREJIAN	Management	For	F
	R. CHAD DREIER	Management	For	F
	JOHN E. FEICK	Management	For	F
	RAY R. IRANI	Management	For	F
	DALE R. LAURANCE	Management	For	F
	IRVIN W. MALONEY	Management	For	F
	RODOLFO SEGOVIA	Management	For	F
	AZIZ D. SYRIANI	Management	For	F
	ROSEMARY TOMICH	Management	For	F
	WALTER L. WEISMAN	Management	For	F
02	THE RATIFICATION OF THE SELECTION OF KPMG AS	Management	For	F

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04

STOCKHOLDER PROPOSAL (ITEM 4 IN PROXY STATEMENT)

Shareholder

For

Ag

CONOCOPHILLIPS

COP

Meeting Date: 05/05/2004

Issuer: 20825C

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
	DAVID L. BOREN	Management	For	F
	JAMES E. COPELAND, JR.	Management	For	F
	KENNETH M. DUBERSTEIN	Management	For	F
	RUTH R. HARKIN	Management	For	F
	WILLIAM R. RHODES	Management	For	F
	J. STAPLETON ROY	Management	For	F
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS	Management	For	F
03	AUTHORIZE THE 2004 OMNIBUS STOCK AND PERFORMANCE INCENTIVE PLAN	Management	Against	Ag
04	OFFICER & DIRECTOR COMPENSATION	Shareholder	Against	F
05	COMMONSENSE EXECUTIVE COMPENSATION	Shareholder	Against	F
06	ANWR DRILLING	Shareholder	Abstain	Ag

Tri-Continental Corporation

GENERAL DYNAMICS CORPORATION

GD

Meeting Date: 05/05/2004

Issuer: 369550

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
	N.D. CHABRAJA	Management	For	F
	J.S. CROWN	Management	For	F
	L. CROWN	Management	For	F
	W.P. FRICKS	Management	For	F
	C.H. GOODMAN	Management	For	F
	J.L. JOHNSON	Management	For	F
	G.A. JOULWAN	Management	For	F
	P.G. KAMINSKI	Management	For	F
	J.M. KEANE	Management	For	F
	L.L. LYLES	Management	For	F

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		C.E. MUNDY, JR.	Management	For	F
		R. WALMSLEY	Management	For	F
02	APPROVAL OF THE EQUITY COMPENSATION PLAN.		Management	For	F
03	SHAREHOLDER PROPOSAL WITH REGARD TO POISON PILLS.		Shareholder	For	Ag
04	SHAREHOLDER PROPOSAL WITH REGARD TO FOREIGN MILITARY SALES.		Shareholder	Abstain	Ag

PEPSICO, INC. PEP Meeting Date: 05/05/2004

Issuer: 713448

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	For	F
		J.F. AKERS	Management	For	F
		R.E. ALLEN	Management	For	F
		R.L. HUNT	Management	For	F
		A.C. MARTINEZ	Management	For	F
		I.K. NOOYI	Management	For	F
		F.D. RAINES	Management	For	F
		S.S. REINEMUND	Management	For	F
		S.P. ROCKEFELLER	Management	For	F
		J.J. SCHIRO	Management	For	F
		F.A. THOMAS	Management	For	F
		C.M. TRUDELL	Management	For	F
		S.D. TRUJILLO	Management	For	F
		D. VASELLA	Management	For	F
02	APPROVAL OF AUDITORS		Management	For	F
03	APPROVAL OF THE 2004 EXECUTIVE INCENTIVE COMPENSATION PLAN		Management	For	F
04	SHAREHOLDER PROPOSAL (PROXY STATEMENT P.22)		Shareholder	Against	F
05	SHAREHOLDER PROPOSAL (PROXY STATEMENT P.23)		Shareholder	Abstain	Ag

Tri-Continental Corporation

AMERICAN TOWER CORPORATION AMT Meeting Date: 05/06/2004

Issuer: 029912

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	For	F

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		RAYMOND P. DOLAN	Management	For	F
		CAROLYN F. KATZ	Management	For	F
		FRED R. LUMMIS	Management	For	F
		PAMELA D.A. REEVE	Management	For	F
		JAMES D. TAICLET, JR.	Management	For	F
02	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2004.		Management	For	F

 FREEPORT-MCMORAN COPPER & GOLD INC. FCX Meeting Date: 05/06/2004

Issuer: 35671D

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	Withheld	Against
		MR. ALLISON	Management	Withheld	Against
		MR. CLIFFORD	Management	Withheld	Against
		MR. MOFFETT	Management	Withheld	Against
		MR. RANKIN	Management	Withheld	Against
		MR. WHARTON	Management	Withheld	Against
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.		Management	For	For
03	APPROVAL OF THE PROPOSED 2004 DIRECTOR COMPENSATION PLAN.		Management	Against	Against
04	STOCKHOLDER PROPOSAL REGARDING FINANCIAL SUPPORT OF INDONESIAN GOVERNMENT SECURITY PERSONNEL		Shareholder	Abstain	Against

 ILLINOIS TOOL WORKS INC. ITW Meeting Date: 05/07/2004

Issuer: 452308

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	For	For
		WILLIAM F. ALDINGER	Management	For	For
		MICHAEL J. BIRCK	Management	For	For
		MARVIN D. BRAILSFORD	Management	For	For
		JAMES R. CANTALUPO	Management	For	For
		SUSAN CROWN	Management	For	For
		DON H. DAVIS, JR.	Management	For	For
		W. JAMES FARRELL	Management	For	For
		ROBERT C. MCCORMACK	Management	For	For
		ROBERT S. MORRISON	Management	For	For
		HAROLD B. SMITH	Management	For	For

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02 RATIFICATION OF THE APPOINTMENT OF DELOITTE & Management For
TOUCHE LLP.

Tri-Continental Corporation

MASCO CORPORATION MAS Meeting Date: 05/11/2004

Issuer: 574599

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or
01	DIRECTOR	Management	For	F
	PETER A. DOW*	Management	For	F
	ANTHONY F. EARLEY, JR.*	Management	For	F
	WAYNE B. LYON*	Management	For	F
	DAVID L. JOHNSTON**	Management	For	F
	J. MICHAEL LOSH**	Management	For	F
02	PROPOSAL TO APPROVE THE MASCO CORPORATION 2004 RESTRICTED STOCK AWARD PROGRAM.	Management	For	F
03	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE COMPANY FOR THE YEAR 2004.	Management	For	F

RADIAN GROUP INC. RDN Meeting Date: 05/11/2004

Issuer: 750236

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or
01	DIRECTOR	Management	Withheld	Ag
	JAMES W. JENNINGS	Management	Withheld	Ag
	ROY J. KASMAR	Management	Withheld	Ag
	HERBERT WENDER	Management	Withheld	Ag
	JAN NICHOLSON	Management	Withheld	Ag
02	TO AMEND AND RESTATE RADIAN S EQUITY COMPENSATION PLAN.	Management	For	F
03	TO ADOPT RADIAN S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION.	Management	For	F
04	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS RADIAN S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004.	Management	For	F

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 TAIWAN SEMICONDUCTOR MFG. CO. LTD. TSM Meeting Date: 05/11/2004

Issuer: 874039

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
05	TO ACCEPT 2003 BUSINESS REPORT AND FINANCIAL STATEMENTS.	Management	For	For
06	TO APPROVE THE PROPOSAL FOR DISTRIBUTION OF 2003 PROFITS.	Management	For	For
07	TO APPROVE THE CAPITALIZATION OF 2003 DIVIDENDS AND EMPLOYEE PROFIT SHARING.	Management	Against	Against

Tri-Continental Corporation

 LABORATORY CORP. OF AMERICA HOLDINGS LH Meeting Date: 05/12/2004

Issuer: 50540R

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
	THOMAS P. MAC MAHON	Management	For	For
	JEAN-LUC BELINGARD	Management	For	For
	WENDY E. LANE	Management	For	For
	R.E. MITTELSTAEDT, JR.	Management	For	For
	ANDREW G. WALLACE, M.D.	Management	For	For
	M. KEITH WEIKEL	Management	For	For
	CRAIG M. WATSON	Management	For	For
02	APPROVAL OF THE AMENDMENTS TO THE 1997 EMPLOYEE STOCK PURCHASE PLAN (THE ESPP AMENDMENT)	Management	For	For
03	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS LABORATORY CORPORATION OF AMERICA HOLDINGS INDEPENDENT ACCOUNTANTS FOR 2004.	Management	For	For

 ST. JUDE MEDICAL, INC. STJ Meeting Date: 05/12/2004

Issuer: 790849

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SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
	MICHAEL A. ROCCA	Management	For	For
	DAVID A. THOMPSON	Management	For	For
	STEFAN K. WIDENSOHLER	Management	For	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR 2004.	Management	For	For
03	PROPOSAL TO APPROVE THE COMPANY S MANAGEMENT INCENTIVE COMPENSATION PLAN.	Management	For	For
04	PROPOSAL TO INCREASE THE COMPANY S AUTHORIZED SHARES OF COMMON STOCK TO 500 MILLION SHARES.	Management	For	For
05	SHAREHOLDER PROPOSAL TO ADOPT THE COMMONSENSE EXECUTIVE COMPENSATION PROPOSAL.	Shareholder	Against	For

TRIBUNE COMPANY TRB Meeting Date: 05/12/2004

Issuer: 896047

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	JEFFREY CHANDLER	Management	Withheld	Against
	WILLIAM A. OSBORN	Management	Withheld	Against
	KATHRYN C. TURNER	Management	Withheld	Against
02	RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS.	Management	For	For
03	APPROVAL OF AMENDMENTS TO THE TRIBUNE COMPANY 1997 INCENTIVE COMPENSATION PLAN.	Management	Against	Against

Tri-Continental Corporation

UNIVISION COMMUNICATIONS INC. UVN Meeting Date: 05/12/2004

Issuer: 914906

SEDOL:

Proposal	Proposal	Proposal	Vote	For or Against
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Number	Proposal	Type	Cast	Mg
01	DIRECTOR	Management	Withheld	Ag
	A. JERROLD PERENCHIO	Management	Withheld	Ag
	FERNANDO AGUIRRE	Management	Withheld	Ag
	HAROLD GABA	Management	Withheld	Ag
	ALAN F. HORN	Management	Withheld	Ag
	JOHN G. PERENCHIO	Management	Withheld	Ag
	RAY RODRIGUEZ	Management	Withheld	Ag
	MCHENRY T. TICHENOR, JR	Management	Withheld	Ag
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL 2004.	Management	Against	Ag
03	PROPOSAL TO ADOPT THE 2004 PERFORMANCE AWARD PLAN.	Management	Against	Ag

AMGEN INC. AMGN Meeting Date: 05/13/2004

Issuer: 031162

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	MR. FRANK J. BIONDI, JR	Management	Withheld	Ag
	MR. JERRY D. CHOATE	Management	Withheld	Ag
	MR. FRANK C. HERRINGER	Management	Withheld	Ag
	DR. GILBERT S. OMENN	Management	Withheld	Ag
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2004.	Management	For	F
3A	STOCKHOLDER PROPOSAL #1 (EEO-1 REPORT).	Shareholder	Abstain	Ag
3B	STOCKHOLDER PROPOSAL #2 (STOCK OPTION EXPENSING).	Shareholder	For	Ag

DUKE ENERGY CORPORATION DUK Meeting Date: 05/13/2004

Issuer: 264399

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	For	F
	PAUL M. ANDERSON	Management	For	F
	ANN M. GRAY	Management	For	F
	MICHAEL E.J. PHELPS	Management	For	F

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THE EXEMPTION WHICH EXCLUDES SWISS REINSURANCE COMPANY AND ITS AFFILIATES FROM THE PROHIBITION ON OBTAINING OR EXERCISING MORE THAN 9.9% OF THE VOTING RIGHTS ATTACHED TO THE COMPANY S ISSUED AND OUTSTANDING SHARES.

04	TO INCREASE THE NUMBER OF COMMON SHARES RESERVED FOR ISSUANCE UNDER THE PARTNERRE LTD. EMPLOYEE INCENTIVE PLAN FROM 3,500,000 COMMON SHARES TO 5,000,000 COMMON SHARES.	Management	For	F
05	TO REAPPOINT THE FIRM OF DELOITTE & TOUCHE TO SERVE AS INDEPENDENT AUDITORS OF THE COMPANY UNTIL THE COMPANY S 2005 ANNUAL GENERAL MEETING AND TO REFER TO THE BOARD OF DIRECTORS THE AUTHORITY TO DETERMINE THE REMUNERATION OF DELOITTE & TOUCHE.	Management	For	F
06	OTHER - IN THEIR DISCRETION UPON SUCH OTHER MATTERS, INCLUDING WITHHOLDING A QUORUM, IF NECESSARY, AS MAY PROPERLY COME BEFORE THE ANNUAL GENERAL MEETING.	Management	Against	Ag

Tri-Continental Corporation

PULTE HOMES, INC. PHM Meeting Date: 05/13/2004

Issuer: 745867

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or M
01	DIRECTOR	Management	Withheld	Ag
	RICHARD J. DUGAS, JR.*	Management	Withheld	Ag
	DAVID N. MCCAMMON*	Management	Withheld	Ag
	WILLIAM J. PULTE*	Management	Withheld	Ag
	FRANCIS J. SEHN*	Management	Withheld	Ag
	MICHAEL E. ROSSI**	Management	Withheld	Ag
02	A PROPOSAL TO ADOPT THE PULTE HOMES, INC. 2004 STOCK INCENTIVE PLAN.	Management	Against	Ag
03	A PROPOSAL BY A SHAREHOLDER REQUESTING THAT PULTE HOMES, INC. ADOPT A POLICY THAT THE SELECTION OF ITS INDEPENDENT AUDITOR BE SUBMITTED TO THE SHAREHOLDERS FOR RATIFICATION AT ANNUAL MEETINGS.	Shareholder	For	Ag

TRANSOCEAN INC. RIG Meeting Date: 05/13/2004

Issuer: G90078

SEDOL:

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Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	ROBERT L. LONG	Management	Withheld	Against
	MARTIN B. MCNAMARA	Management	Withheld	Against
	ROBERT M. SPRAGUE	Management	Withheld	Against
	J. MICHAEL TALBERT	Management	Withheld	Against
02	APPROVAL OF THE AMENDMENT OF OUR LONG-TERM INCENTIVE PLAN AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
03	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS INDEPENDENT AUDITORS.	Management	For	For

 ANTHEM, INC. ATH Meeting Date: 05/17/2004

Issuer: 03674B

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
	VICTOR S. LISS	Management	For	For
	JAMES W. MCDOWELL, JR.	Management	For	For
	GEORGE A. SCHAEFER, JR.	Management	For	For
	JACKIE M. WARD	Management	For	For

 WATSON PHARMACEUTICALS, INC. WPI Meeting Date: 05/17/2004

Issuer: 942683

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	ALLEN CHAO, PH.D.	Management	Withheld	Against
	MICHEL J. FELDMAN	Management	Withheld	Against
	FRED G. WEISS	Management	Withheld	Against
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR THE 2004 FISCAL YEAR.	Management	For	For
03	STOCKHOLDER PROPOSAL ON EXECUTIVE COMPENSATION	Shareholder	Against	For

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Tri-Continental Corporation

 DEAN FOODS COMPANY DF Meeting Date: 05/18/2004

Issuer: 242370

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	ALAN J. BERNON	Management	Withheld	Against
	GREGG L. ENGLER	Management	Withheld	Against
	JOSEPH S. HARDIN, JR.	Management	Withheld	Against
	RONALD KIRK	Management	Withheld	Against
	JOHN S. LLEWELLYN, JR.	Management	Withheld	Against
02	PROPOSAL TO RATIFY DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR.	Management	For	For

 ADVANCE AUTO PARTS, INC. AAP Meeting Date: 05/19/2004

Issuer: 00751Y

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	LAWRENCE P. CASTELLANI	Management	Withheld	Against
	JOHN C. BROUILLARD	Management	Withheld	Against
	GILBERT T. RAY	Management	Withheld	Against
	JOHN M. ROTH	Management	Withheld	Against
	CARLOS A. SALADRIGAS	Management	Withheld	Against
	WILLIAM L. SALTER	Management	Withheld	Against
	FRANCESCA SPINELLI	Management	Withheld	Against
	NICHOLAS F. TAUBMAN	Management	Withheld	Against
02	APPROVAL OF AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF OUR COMMON STOCK TO 200 MILLION SHARES.	Management	For	For
03	APPROVAL OF THE 2004 LONG-TERM INCENTIVE PLAN.	Management	Against	Against
04	RATIFICATION OF THE APPOINTMENT BY OUR AUDIT COMMITTEE OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR 2004.	Management	For	For

 AMERICAN INTERNATIONAL GROUP, INC. AIG Meeting Date: 05/19/2004

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Issuer: 026874

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	M. AIDINOFF	Management	Withheld	Against
	P. CHIA	Management	Withheld	Against
	M. COHEN	Management	Withheld	Against
	W. COHEN	Management	Withheld	Against
	M. FELDSTEIN	Management	Withheld	Against
	E. FUTTER	Management	Withheld	Against
	M. GREENBERG	Management	Withheld	Against
	C. HILLS	Management	Withheld	Against
	F. HOENEMEYER	Management	Withheld	Against
	R. HOLBROOKE	Management	Withheld	Against
	D. KANAK	Management	Withheld	Against
	H. SMITH	Management	Withheld	Against
	M. SULLIVAN	Management	Withheld	Against
	E. TSE	Management	Withheld	Against
	F. ZARB	Management	Withheld	Against
02	ADOPT CHIEF EXECUTIVE OFFICER ANNUAL COMPENSATION PLAN	Management	For	For
03	ADOPT A DIRECTOR STOCK PLAN	Management	For	For
04	RATIFICATION OF INDEPENDENT ACCOUNTANTS	Management	For	For
05	SHAREHOLDER PROPOSAL I DESCRIBED IN THE PROXY STATEMENT	Shareholder	For	Against
06	SHAREHOLDER PROPOSAL II DESCRIBED IN THE PROXY STATEMENT	Shareholder	Abstain	Against
07	SHAREHOLDER PROPOSAL III DESCRIBED IN THE PROXY STATEMENT	Shareholder	Abstain	Against

Tri-Continental Corporation

INTEL CORPORATION

INTC

Meeting Date: 05/19/2004

Issuer: 458140

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	CRAIG R. BARRETT	Management	Withheld	Against
	CHARLENE BARSHEFSKY	Management	Withheld	Against
	E. JOHN P. BROWNE	Management	Withheld	Against

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		ANDREW S. GROVE	Management	Withheld	Ag
		D. JAMES GUZY	Management	Withheld	Ag
		REED E. HUNDT	Management	Withheld	Ag
		PAUL S. OTELLINI	Management	Withheld	Ag
		DAVID S. POTTRUCK	Management	Withheld	Ag
		JANE E. SHAW	Management	Withheld	Ag
		JOHN L. THORNTON	Management	Withheld	Ag
		DAVID B. YOFFIE	Management	Withheld	Ag
02	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS		Management	For	F
03	APPROVAL OF THE 2004 EQUITY INCENTIVE PLAN		Management	Against	Ag
04	STOCKHOLDER PROPOSAL REQUESTING THE EXPENSING OF STOCK OPTIONS		Shareholder	For	Ag
05	STOCKHOLDER PROPOSAL REQUESTING THE USE OF PERFORMANCE-VEShareholder STOCK		Shareholder	Against	F
06	STOCKHOLDER PROPOSAL REQUESTING THE USE OF PERFORMANCE-BAShareholder STOCK OPTIONS		Shareholder	For	Ag

 TARGET CORPORATION TGT Meeting Date: 05/19/2004

Issuer: 87612E

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	DIRECTOR		Management	Withheld	Ag
		CALVIN DARDEN	Management	Withheld	Ag
		MICHELE J. HOOPER	Management	Withheld	Ag
		ANNE M. MULCAHY	Management	Withheld	Ag
		STEPHEN W. SANGER	Management	Withheld	Ag
		WARREN R. STALEY	Management	Withheld	Ag
02	APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.		Management	For	F
03	APPROVAL OF THE TARGET CORPORATION LONG-TERM INCENTIVE PLAN.		Management	Against	Ag

Tri-Continental Corporation

 MEDIMMUNE, INC. MEDI Meeting Date: 05/20/2004

Issuer: 584699

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
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01	DIRECTOR	WAYNE T. HOCKMEYER	Management	Withheld	Ag
		DAVID M. MOTT	Management	Withheld	Ag
		DAVID BALTIMORE	Management	Withheld	Ag
		M. JAMES BARRETT	Management	Withheld	Ag
		MELVIN D. BOOTH	Management	Withheld	Ag
		JAMES H. CAVANAUGH	Management	Withheld	Ag
		BARBARA H. FRANKLIN	Management	Withheld	Ag
		GORDON S. MACKLIN	Management	Withheld	Ag
		ELIZABETH H.S. WYATT	Management	Withheld	Ag
02	TO APPROVE THE 2004 STOCK INCENTIVE PLAN		Management	Against	Ag
03	TO APPROVE AND RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2004		Management	For	F

 TEVA PHARMACEUTICAL INDUSTRIES LIMIT TEVA Meeting Date: 05/20/2004

Issuer: 881624

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	TO RECEIVE AND DISCUSS THE COMPANY S CONSOLIDATED BALANCE SHEET AS OF DECEMBER 31, 2003 AND THE CONSOLIDATED STATEMENTS.	Management	For	F
02	TO APPROVE THE BOARD OF DIRECTORS RECOMMENDATION THAT THE CASH DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2003, WHICH WAS PAID IN FOUR INSTALLMENTS AND AGGREGATED NIS 1.44 (APPROXIMATELY US\$0.322) PER ORDINARY SHARE, BE DECLARED FINAL.	Management	For	F
3A	TO ELECT ABRAHAM E. COHEN TO SERVE FOR A THREE-YEAR TERM.	Management	Against	Ag
3B	TO ELECT LESLIE DAN TO SERVE FOR A THREE-YEAR TERM.	Management	Against	Ag
3C	TO ELECT PROF. MEIR HETH TO SERVE FOR A THREE-YEAR TERM.	Management	Against	Ag
3D	TO ELECT PROF. MOSHE MANY TO SERVE FOR A THREE-YEAR TERM.	Management	Against	Ag
3E	TO ELECT DOV SHAFIR TO SERVE FOR A THREE-YEAR TERM.	Management	Against	Ag
04	TO APPROVE THE PURCHASE OF DIRECTOR S AND OFFICER S LIABILITY INSURANCE FOR THE DIRECTORS AND OFFICERS OF THE COMPANY.	Management	For	F
05	TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004 AND AUTHORIZE THE AUDIT COMMITTEE TO DETERMINE THEIR COMPENSATION.	Management	For	F

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 THE HARTFORD FINANCIAL SVCS GROUP, I HIG Meeting Date: 05/20/2004

Issuer: 416515

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	RAMANI AYER	Management	Withheld	Ag
	RONALD E. FERGUSON	Management	Withheld	Ag
	EDWARD J. KELLY, III	Management	Withheld	Ag
	PAUL G. KIRK, JR.	Management	Withheld	Ag
	THOMAS M. MARRA	Management	Withheld	Ag
	GAIL J. MCGOVERN	Management	Withheld	Ag
	ROBERT W. SELANDER	Management	Withheld	Ag
	CHARLES B. STRAUSS	Management	Withheld	Ag
	H. PATRICK SWYGERT	Management	Withheld	Ag
	GORDON I. ULMER	Management	Withheld	Ag
	DAVID K. ZWIENER	Management	Withheld	Ag
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.	Management	For	F
03	PROPOSAL BY SHAREHOLDER RELATING TO EXECUTIVE COMPENSATION.	Shareholder	Against	F

Tri-Continental Corporation

 TIME WARNER INC.

Meeting Date: 05/21/2004

Issuer: 887317

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	JAMES L. BARKSDALE	Management	Withheld	Ag
	STEPHEN F. BOLLENBACH	Management	Withheld	Ag
	STEPHEN M. CASE	Management	Withheld	Ag
	FRANK J. CAUFIELD	Management	Withheld	Ag
	ROBERT C. CLARK	Management	Withheld	Ag
	MILES R. GILBURNE	Management	Withheld	Ag
	CARLA A. HILLS	Management	Withheld	Ag
	REUBEN MARK	Management	Withheld	Ag
	MICHAEL A. MILES	Management	Withheld	Ag

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		KENNETH J. NOVACK	Management	Withheld	Ag
		RICHARD D. PARSONS	Management	Withheld	Ag
		R.E. TURNER	Management	Withheld	Ag
		FRANCIS T. VINCENT, JR.	Management	Withheld	Ag
02	RATIFICATION OF AUDITORS.		Management	For	F
03	STOCKHOLDER PROPOSAL REGARDING CHINA BUSINESS PRINCIPLES.		Shareholder	Abstain	Ag
04	STOCKHOLDER PROPOSAL REGARDING REPORT ON PAY DISPARITY.		Shareholder	Abstain	Ag

 FANNIE MAE FNM Meeting Date: 05/25/2004

Issuer: 313586

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Mg
01	DIRECTOR		Management	Withheld	Ag
		S.B. ASHLEY	Management	Withheld	Ag
		K.M. DUBERSTEIN	Management	Withheld	Ag
		T.P. GERRITY	Management	Withheld	Ag
		T. HOWARD	Management	Withheld	Ag
		A. KOROLOGOS	Management	Withheld	Ag
		F.V. MALEK	Management	Withheld	Ag
		D.B. MARRON	Management	Withheld	Ag
		D.H. MUDD	Management	Withheld	Ag
		A.M. MULCAHY	Management	Withheld	Ag
		J.K. PICKETT	Management	Withheld	Ag
		L. RAHL	Management	Withheld	Ag
		F.D. RAINES	Management	Withheld	Ag
		H.P. SWYGERT	Management	Withheld	Ag
02	RATIFICATION OF THE SELECTION OF AUDITORS		Management	For	F
03	APPROVAL OF AN AMENDMENT TO THE FANNIE MAE EMPLOYEE STOCK PURCHASE PLAN		Management	For	F
04	STOCKHOLDER PROPOSAL TO REINSTATE CUMULATIVE VOTING		Shareholder	Against	F

Tri-Continental Corporation

 GILEAD SCIENCES, INC. GILD Meeting Date: 05/25/2004

Issuer: 375558

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Mg
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01	DIRECTOR		Management	Withheld	Ag
		PAUL BERG	Management	Withheld	Ag
		ETIENNE F. DAVIGNON	Management	Withheld	Ag
		JAMES M. DENNY	Management	Withheld	Ag
		JOHN C. MARTIN	Management	Withheld	Ag
		GORDON E. MOORE	Management	Withheld	Ag
		NICHOLAS G. MOORE	Management	Withheld	Ag
		GEORGE P. SHULTZ	Management	Withheld	Ag
		GAYLE E. WILSON	Management	Withheld	Ag
02	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.		Management	For	F
03	TO APPROVE THE ADOPTION OF GILEAD S 2004 EQUITY INCENTIVE PLAN.		Management	Against	Ag
04	TO APPROVE AN AMENDMENT TO GILEAD S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF GILEAD COMMON STOCK FROM 500,000,000 TO 700,000,000 SHARES.		Management	For	F

J.P. MORGAN CHASE & CO.

JPM

Meeting Date: 05/25/2004

Issuer: 46625H

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Against
01	MERGER PROPOSAL		Management	For	F
02	DIRECTOR		Management	Withheld	Ag
		HANS W. BECHERER	Management	Withheld	Ag
		FRANK A. BENNACK, JR.	Management	Withheld	Ag
		JOHN H. BIGGS	Management	Withheld	Ag
		LAWRENCE A. BOSSIDY	Management	Withheld	Ag
		ELLEN V. FUTTER	Management	Withheld	Ag
		WILLIAM H. GRAY, III	Management	Withheld	Ag
		WILLIAM B. HARRISON, JR	Management	Withheld	Ag
		HELENE L. KAPLAN	Management	Withheld	Ag
		LEE R. RAYMOND	Management	Withheld	Ag
		JOHN R. STAFFORD	Management	Withheld	Ag
03	APPOINTMENT OF EXTERNAL AUDITOR		Management	For	F
04	RE-APPROVAL OF KEY EXECUTIVE PERFORMANCE PLAN		Management	Against	Ag
05	ADJOURNMENT OF MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES		Management	For	F
06	DIRECTOR TERM LIMIT		Shareholder	Against	F
07	CHARITABLE CONTRIBUTIONS		Shareholder	Against	F
08	POLITICAL CONTRIBUTIONS		Shareholder	For	Ag
09	SEPARATION OF CHAIRMAN AND CEO		Shareholder	For	Ag
10	DERIVATIVE DISCLOSURE		Shareholder	Against	F
11	AUDITOR INDEPENDENCE		Shareholder	Against	F
12	DIRECTOR COMPENSATION		Shareholder	Against	F
13	PAY DISPARITY		Shareholder	Against	F

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 ROYAL CARIBBEAN CRUISES LTD. RCL Meeting Date: 05/25/2004

Issuer: V7780T

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Against
	TOR B. ARNEBERG	Management	Withheld	Against
	WILLIAM L. KIMSEY	Management	Withheld	Against
	GERT W. MUNTHE	Management	Withheld	Against
	THOMAS J. PRITZKER	Management	Withheld	Against
02	APPROVAL OF THE AMENDED AND RESTATED 2000 STOCK AWARD PLAN.	Management	Against	Against
03	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR 2004.	Management	For	For

 WEATHERFORD INTERNATIONAL LTD. WFT Meeting Date: 05/25/2004

Issuer: G95089

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	For
	PHILIP BURGUIERES	Management	For	For
	NICHOLAS F. BRADY	Management	For	For
	DAVID J. BUTTERS	Management	For	For
	BERNARD J. DUROC-DANNER	Management	For	For
	SHELDON B. LUBAR	Management	For	For
	WILLIAM E. MACAULAY	Management	For	For
	ROBERT B. MILLARD	Management	For	For
	ROBERT K. MOSES, JR.	Management	For	For
	ROBERT A. RAYNE	Management	For	For
02	APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004, AND AUTHORIZATION OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ERNST & YOUNG LLP S REMUNERATION.	Management	For	For

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 BANK OF AMERICA CORPORATION

BAC

Meeting Date: 05/26/2004

Issuer: 060505

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	WILLIAM BARNET, III	Management	Withheld	Ag
	CHARLES W. COKER	Management	Withheld	Ag
	JOHN T. COLLINS	Management	Withheld	Ag
	GARY L. COUNTRYMAN	Management	Withheld	Ag
	PAUL FULTON	Management	Withheld	Ag
	CHARLES K. GIFFORD	Management	Withheld	Ag
	DONALD E. GUINN	Management	Withheld	Ag
	JAMES H. HANCE, JR.	Management	Withheld	Ag
	KENNETH D. LEWIS	Management	Withheld	Ag
	WALTER E. MASSEY	Management	Withheld	Ag
	THOMAS J. MAY	Management	Withheld	Ag
	C. STEVEN MCMILLAN	Management	Withheld	Ag
	EUGENE M. MCQUADE	Management	Withheld	Ag
	PATRICIA E. MITCHELL	Management	Withheld	Ag
	EDWARD L. ROMERO	Management	Withheld	Ag
	THOMAS M. RYAN	Management	Withheld	Ag
	O. TEMPLE SLOAN, JR.	Management	Withheld	Ag
	MEREDITH R. SPANGLER	Management	Withheld	Ag
	JACKIE M. WARD	Management	Withheld	Ag
02	RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS	Management	For	F
03	STOCKHOLDER PROPOSAL - ANNUAL MEETING DATE	Shareholder	Against	F
04	STOCKHOLDER PROPOSAL - NOMINATION OF DIRECTORS	Shareholder	Against	F
05	STOCKHOLDER PROPOSAL - CHARITABLE CONTRIBUTIONS	Shareholder	Abstain	Ag
06	STOCKHOLDER PROPOSAL - MUTUAL FUND TRADING POLICIES	Shareholder	Against	F
07	STOCKHOLDER PROPOSAL - PRIVACY AND INFORMATION SECURITY	Shareholder	Abstain	Ag

Tri-Continental Corporation

 CROWN CASTLE INTERNATIONAL CORP.

CCI

Meeting Date: 05/26/2004

Issuer: 228227

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
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01	DIRECTOR		Management	Withheld	Ag
		RANDALL A. HACK	Management	Withheld	Ag
		EDWARD C. HUTCHESON, JR	Management	Withheld	Ag
		J. LANDIS MARTIN	Management	Withheld	Ag
02	APPROVAL OF COMPANY S 2004 STOCK INCENTIVE PLAN.		Management	Against	Ag
03	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS FOR 2004.		Management	For	F
04	STOCKHOLDER PROPOSAL REGARDING MACBRIDE PRINCIPLES.		Shareholder	Against	F

 EXXON MOBIL CORPORATION XOM Meeting Date: 05/26/2004

Issuer: 30231G

SEDOL:

Proposal Number	Proposal		Proposal Type	Vote Cast	For or Mg
01	DIRECTOR		Management	Withheld	Ag
		M.J. BOSKIN	Management	Withheld	Ag
		J.R. HOUGHTON	Management	Withheld	Ag
		W.R. HOWELL	Management	Withheld	Ag
		R.C. KING	Management	Withheld	Ag
		P.E. LIPPINCOTT	Management	Withheld	Ag
		H.J. LONGWELL	Management	Withheld	Ag
		H.A. MCKINNELL, JR.	Management	Withheld	Ag
		M.C. NELSON	Management	Withheld	Ag
		L.R. RAYMOND	Management	Withheld	Ag
		W.V. SHIPLEY	Management	Withheld	Ag
		R.W. TILLERSON	Management	Withheld	Ag
02	RATIFICATION OF INDEPENDENT AUDITORS (PAGE 27).		Management	For	F
03	APPROVAL OF 2004 NON-EMPLOYEE DIRECTOR RESTRICTED STOCK PLAN (PAGE 28).		Management	For	F
04	POLITICAL CONTRIBUTIONS (PAGE 30).		Shareholder	Abstain	Ag
05	POLITICAL CONTRIBUTIONS REPORT (PAGE 32).		Shareholder	For	Ag
06	MEDIA RESPONSE ON EQUATORIAL GUINEA (PAGE 34).		Shareholder	Abstain	Ag
07	BOARD CHAIRMAN AND CEO (PAGE 37).		Shareholder	For	Ag
08	EXECUTIVE COMPENSATION (PAGE 39).		Shareholder	Against	F
09	EQUITY COMPENSATION REPORT (PAGE 40).		Shareholder	Abstain	Ag
10	AMENDMENT OF EEO POLICY (PAGE 42).		Shareholder	Abstain	Ag
11	CLIMATE SCIENCE REPORT (PAGE 44).		Shareholder	Abstain	Ag

Tri-Continental Corporation

 SYNOPSIS, INC. SNPS Meeting Date: 05/26/2004

Issuer: 871607

SEDOL:

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Proposal Number	Proposal	Proposal Type	Vote Cast	For or M
01	DIRECTOR	Management	Withheld	Ag
	AART J. DE GEUS	Management	Withheld	Ag
	ANDY D. BRYANT	Management	Withheld	Ag
	CHI-FOON CHAN	Management	Withheld	Ag
	BRUCE R. CHIZEN	Management	Withheld	Ag
	DEBORAH A. COLEMAN	Management	Withheld	Ag
	A. RICHARD NEWTON	Management	Withheld	Ag
	SASSON SOMEKH	Management	Withheld	Ag
	ROY VALLEE	Management	Withheld	Ag
	STEVEN C. WALSKE	Management	Withheld	Ag
02	PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY S 1994 NON- EMPLOYEE DIRECTORS STOCK OPTION PLAN TO EXTEND THE TERM OF SUCH PLAN BY FIVE YEARS.	Management	Against	Ag
03	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF SYNOPSIS FOR FISCAL 2004.	Management	For	F

WAL-MART STORES, INC. WMT Meeting Date: 06/04/2004

Issuer: 931142

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	Withheld	Ag
	JAMES W. BREYER	Management	Withheld	Ag
	M. MICHELE BURNS	Management	Withheld	Ag
	THOMAS M. COUGHLIN	Management	Withheld	Ag
	DAVID D. GLASS	Management	Withheld	Ag
	ROLAND A. HERNANDEZ	Management	Withheld	Ag
	DAWN G. LEPORE	Management	Withheld	Ag
	JOHN D. OPIE	Management	Withheld	Ag
	J. PAUL REASON	Management	Withheld	Ag
	H. LEE SCOTT, JR.	Management	Withheld	Ag
	JACK C. SHEWMAKER	Management	Withheld	Ag
	JOSE H. VILLARREAL	Management	Withheld	Ag
	JOHN T. WALTON	Management	Withheld	Ag
	S. ROBSON WALTON	Management	Withheld	Ag
	CHRISTOPHER J. WILLIAMS	Management	Withheld	Ag
02	APPROVAL OF THE ASDA COLLEAGUE SHARE OWNERSHIP PLAN 1999	Management	Against	Ag
03	APPROVAL OF THE ASDA SHARES/SAVE PLAN 2000	Management	Against	Ag
04	APPROVAL OF THE WAL-MART STORES, INC. 2004 ASSOCIATE STOCK PURCHASE PLAN	Management	For	F
05	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT ACCOUNTANTS	Management	For	F
06	A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIRMAN	Shareholder	For	Ag

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07	A SHAREHOLDER PROPOSAL REGARDING A SUSTAINABILITY REPORT	Shareholder	Abstain	Ag
08	A SHAREHOLDER PROPOSAL REGARDING EQUITY COMPENSATION	Shareholder	Abstain	Ag
09	A SHAREHOLDER PROPOSAL REGARDING GENETICALLY ENGINEERED FOOD PRODUCTS	Shareholder	Abstain	Ag
10	A SHAREHOLDER PROPOSAL REGARDING AN EQUAL EMPLOYMENT OPPORTUNITY REPORT	Shareholder	Abstain	Ag
11	A SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER APPROVAL OF PARTICIPATION IN THE OFFICER DEFERRED COMPENSATION PLAN	Shareholder	Against	F

Tri-Continental Corporation

 PRUDENTIAL FINANCIAL, INC. PRU Meeting Date: 06/08/2004

Issuer: 744320

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	For	F
	ARTHUR F. RYAN	Management	For	F
	GASTON CAPERTON	Management	For	F
	GILBERT F. CASELLAS	Management	For	F
	KARL J. KRAPEK	Management	For	F
	IDA F.S. SCHMERTZ	Management	For	F
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2004.	Management	For	F
03	A SHAREHOLDER PROPOSAL REGARDING CHARITABLE CONTRIBUTIONS	Shareholder	Abstain	Ag
04	A SHAREHOLDER PROPOSAL REGARDING THE ANNUAL ELECTION \OF DIRECTORS.	Shareholder	For	Ag

 BIOGEN IDEC INC. Meeting Date: 06/16/2004

Issuer: 09062X

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	DIRECTOR	Management	For	F
	ALAN BELZER	Management	For	F

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		MARY L. GOOD	Management	For	F
		JAMES C. MULLEN	Management	For	F
		BRUCE R. ROSS	Management	For	F
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.		Management	For	F

AUTODESK, INC. ADSK Meeting Date: 06/17/2004

Issuer: 052769

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	For	F
	CAROL A. BARTZ	Management	For	F
	MARK A. BERTELSEN	Management	For	F
	CRAWFORD W. BEVERIDGE	Management	For	F
	J. HALLAM DAWSON	Management	For	F
	MICHAEL J. FISTER	Management	For	F
	PER-KRISTIAN HALVORSEN	Management	For	F
	STEVEN SCHEID	Management	For	F
	MARY ALICE TAYLOR	Management	For	F
	LARRY W. WANGBERG	Management	For	F
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF AUTODESK, INC. FOR THE FISCAL YEAR ENDING JANUARY 31, 2005.	Management	For	F
03	TO CONSIDER A STOCKHOLDER PROPOSAL IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	F

Tri-Continental Corporation

MICHAELS STORES, INC. MIK Meeting Date: 06/17/2004

Issuer: 594087

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Against
01	DIRECTOR	Management	Withheld	Ag
	CHARLES J. WYLY, JR.	Management	Withheld	Ag
	SAM WYLY	Management	Withheld	Ag
	RICHARD E. HANLON	Management	Withheld	Ag

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Item	Description	Category	Vote	Other
03	COMMON STOCK THAT MAY BE ISSUED UNDER OUR 1999 PLAN. APPROVAL OF AN AMENDMENT TO OUR 2001 EQUITY INCENTIVE PLAN TO INCREASE BY 18,000,000 THE NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED UNDER OUR 2001 PLAN.	Management	Against	Ag
04	APPROVAL OF AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF COMMON STOCK FROM 900,000,000 TO 1,790,000,000 SHARES.	Management	For	F
05	RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2004.	Management	For	F
06	STOCKHOLDER PROPOSAL REQUESTING THE EXPENSING OF STOCK OPTIONS.	Shareholder	For	Ag

Tri-Continental Corporation

 ANTHEM, INC. ATH Meeting Date: 06/28/2004

Issuer: 03674B

SEDOL:

Proposal Number	Proposal	Proposal Type	Vote Cast	For or Mg
01	TO APPROVE THE ISSUANCE OF SHARES OF ANTHEM, INC. COMMON STOCK PURSUANT TO THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, EFFECTIVE AS OF OCTOBER 26, 2003, AMONG ANTHEM, ANTHEM HOLDING CORP. AND WELLPOINT, AS MORE FULLY DESCRIBED IN THE ACCOMPANYING JOINT PROXY STATEMENT/PROSPECTUS.	Management	For	F
02	TO APPROVE THE AMENDMENT OF ANTHEM S ARTICLES OF INCORPORATION, AS MORE FULLY DESCRIBED IN THE ACCOMPANYING JOINT PROXY STATEMENT/PROSPECTUS.	Management	For	F

TRI-CONTINENTAL CORPORATION

Pursuant to this requirement 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 on the 31st day of August, 2004.

Signature

Title

 /s/ Brian T. Zino

 Chief Executive Officer
 (Principal Executive Officer)

Brian T. Zino