

Edgar Filing: Eaton Vance Risk-Managed Diversified Equity Income Fund - Form N-PX

Eaton Vance Risk-Managed Diversified Equity Income Fund
Form N-PX
August 07, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-22044

NAME OF REGISTRANT: Eaton Vance Risk-Managed
Diversified Equity Income
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.
Two International Place
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2014 - 06/30/2015

Eaton Vance Risk-Managed Diversified Equity Income Fund

ABBOTT LABORATORIES

Agen

Security: 002824100
Meeting Type: Annual
Meeting Date: 24-Apr-2015
Ticker: ABT
ISIN: US0028241000

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | R.J. ALPERN | Mgmt | For |
| | R.S. AUSTIN | Mgmt | For |
| | S.E. BLOUNT | Mgmt | For |
| | W.J. FARRELL | Mgmt | For |
| | E.M. LIDDY | Mgmt | For |
| | N. MCKINSTRY | Mgmt | For |
| | P.N. NOVAKOVIC | Mgmt | For |
| | W.A. OSBORN | Mgmt | For |

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| | | | |
|----|---|------|---------|
| | S.C. SCOTT III | Mgmt | For |
| | G.F. TILTON | Mgmt | For |
| | M.D. WHITE | Mgmt | For |
| 2. | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS | Mgmt | For |
| 3. | SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL - GENETICALLY MODIFIED INGREDIENTS | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | Against |

 AFLAC INCORPORATED

Agen

 Security: 001055102
 Meeting Type: Annual
 Meeting Date: 04-May-2015
 Ticker: AFL
 ISIN: US0010551028

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DANIEL P. AMOS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PAUL S. AMOS II | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: W. PAUL BOWERS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KRISS CLONINGER III | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ELIZABETH J. HUDSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ROBERT B. JOHNSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: THOMAS J. KENNY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CHARLES B. KNAPP | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOSEPH L. MOSKOWITZ | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: BARBARA K. RIMER, DRPH | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MELVIN T. STITH | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: TAKURO YOSHIDA | Mgmt | For |
| 2. | TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE COMPENSATION OF | Mgmt | Against |

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THE COMPANY'S NAMED EXECUTIVE OFFICERS,
PURSUANT TO THE COMPENSATION DISCLOSURE
RULES OF THE SECURITIES AND EXCHANGE
COMMISSION, INCLUDING AS DISCLOSED IN THE
COMPENSATION DISCUSSION AND ANALYSIS,
EXECUTIVE COMPENSATION TABLES AND
ACCOMPANYING NARRATIVE DISCUSSION IN THE
PROXY STATEMENT"

| | | | |
|----|--|------|-----|
| 3. | TO CONSIDER AND ACT UPON THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2015 | Mgmt | For |
|----|--|------|-----|

ALTRIA GROUP, INC.

Agen

Security: 02209S103
Meeting Type: Annual
Meeting Date: 20-May-2015
Ticker: MO
ISIN: US02209S1033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: GERALD L. BALILES | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARTIN J. BARRINGTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN T. CASTEEN III | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DINYAR S. DEVITRE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS F. FARRELL II | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS W. JONES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: W. LEO KIELY III | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KATHRYN B. MCQUADE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GEORGE MUNOZ | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: NABIL Y. SAKKAB | Mgmt | For |
| 2. | APPROVAL OF THE 2015 PERFORMANCE INCENTIVE PLAN | Mgmt | For |
| 3. | APPROVAL OF THE 2015 STOCK COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS | Mgmt | For |
| 4. | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |

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|----|---|------|---------|
| 5. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL - POLICY ON MIGRANT LABOR IN THE TOBACCO SUPPLY CHAIN | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL - PREPARATION OF HEALTH EFFECT AND CESSATION MATERIALS FOR POOR AND LESS FORMALLY EDUCATED TOBACCO CONSUMERS | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL - REPORT ON ACTIONS TAKEN TO REDUCE THE RISK OF GREEN TOBACCO SICKNESS | Shr | Against |

 AMAZON.COM, INC.

 Agen

 Security: 023135106
 Meeting Type: Annual
 Meeting Date: 10-Jun-2015
 Ticker: AMZN
 ISIN: US0231351067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JEFFREY P. BEZOS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TOM A. ALBERG | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN SEELY BROWN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM B. GORDON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAMIE S. GORELICK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JUDITH A. MCGRATH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ALAIN MONIE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS O. RYDER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 3. | SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS FOR SHAREHOLDERS | Shr | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING A REPORT | Shr | Against |

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CONCERNING CORPORATE POLITICAL
CONTRIBUTIONS

| | | | |
|----|--|-----|---------|
| 5. | SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS RISKS | Shr | Against |

AMERICAN EXPRESS COMPANY

Agen

Security: 025816109
Meeting Type: Annual
Meeting Date: 11-May-2015
Ticker: AXP
ISIN: US0258161092

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: URSULA BURNS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KENNETH CHENAULT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PETER CHERNIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANNE LAUVERGEON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MICHAEL LEAVITT | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THEODORE LEONSIS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RICHARD LEVIN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SAMUEL PALMISANO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DANIEL VASELLA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ROBERT WALTER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RONALD WILLIAMS | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL RELATING TO ANNUAL DISCLOSURE OF EEO-1 DATA. | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL RELATING TO REPORT ON PRIVACY, DATA SECURITY AND GOVERNMENT | Shr | Against |

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REQUESTS.

| | | | |
|----|--|-----|---------|
| 6. | SHAREHOLDER PROPOSAL RELATING TO ACTION BY WRITTEN CONSENT. | Shr | For |
| 7. | SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE. | Shr | Against |
| 8. | SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN. | Shr | Against |

ANADARKO PETROLEUM CORPORATION

Agen

Security: 032511107
 Meeting Type: Annual
 Meeting Date: 12-May-2015
 Ticker: APC
 ISIN: US0325111070

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ANTHONY R. CHASE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR KEVIN P. CHILTON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: H. PAULETT EBERHART | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PETER J. FLUOR | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD L. GEORGE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOSEPH W. GORDER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JOHN R. GORDON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MARK C. MCKINLEY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ERIC D. MULLINS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: R.A. WALKER | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL - PROXY ACCESS. | Shr | For |
| 5. | STOCKHOLDER PROPOSAL - REPORT ON CARBON RISK. | Shr | Against |

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APPLE INC.

Agen

 Security: 037833100
 Meeting Type: Annual
 Meeting Date: 10-Mar-2015
 Ticker: AAPL
 ISIN: US0378331005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: TIM COOK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: AL GORE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: BOB IGER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ART LEVINSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RON SUGAR | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SUE WAGNER | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 3. | AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | Against |
| 4. | THE AMENDMENT OF THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN | Mgmt | For |
| 5. | A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH ENTITLED "RISK REPORT" | Shr | Against |
| 6. | A SHAREHOLDER PROPOSAL BY MR. JAMES MCRITCHIE AND MR. JOHN HARRINGTON ENTITLED "PROXY ACCESS FOR SHAREHOLDERS" | Shr | For |

 BANK OF AMERICA CORPORATION

Agen

 Security: 060505104
 Meeting Type: Annual
 Meeting Date: 06-May-2015
 Ticker: BAC
 ISIN: US0605051046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHARON L. ALLEN | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1B. | ELECTION OF DIRECTOR: SUSAN S. BIES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACK O. BOVENDER, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PIERRE J.P. DE WECK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ARNOLD W. DONALD | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CHARLES K. GIFFORD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LINDA P. HUDSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: THOMAS J. MAY | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LIONEL L. NOWELL, III | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: R. DAVID YOST | Mgmt | For |
| 2. | APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION) | Mgmt | For |
| 3. | RATIFYING THE APPOINTMENT OF OUR REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 4. | APPROVING THE AMENDMENT AND RESTATEMENT OF THE BANK OF AMERICA CORPORATION 2003 KEY ASSOCIATE STOCK PLAN | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL - CLIMATE CHANGE REPORT | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL - LOBBYING REPORT | Shr | Against |
| 7. | STOCKHOLDER PROPOSAL - STOCKHOLDER ACTION BY WRITTEN CONSENT | Shr | For |
| 8. | STOCKHOLDER PROPOSAL - STOCKHOLDER VALUE COMMITTEE | Shr | Against |

C.H. ROBINSON WORLDWIDE, INC.

Agent

Security: 12541W209
Meeting Type: Annual
Meeting Date: 07-May-2015
Ticker: CHRW
ISIN: US12541W2098

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: SCOTT P. ANDERSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT EZRILOV | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WAYNE M. FORTUN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARY J. STEELE GUILFOILE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JODEE A. KOZLAK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: REBECCA KOENIG ROLOFF | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: BRIAN P. SHORT | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES B. STAKE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN P. WIEHOFF | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | TO APPROVE THE C.H. ROBINSON WORLDWIDE, INC. 2015 NON-EQUITY INCENTIVE PLAN. | Mgmt | For |
| 4. | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

 CELGENE CORPORATION

Agen

 Security: 151020104
 Meeting Type: Annual
 Meeting Date: 17-Jun-2015
 Ticker: CELG
 ISIN: US1510201049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR ROBERT J. HUGIN R.W. BARKER, D. PHIL. MICHAEL W. BONNEY MICHAEL D. CASEY CARRIE S. COX MICHAEL A. FRIEDMAN, MD GILLA S. KAPLAN, PH.D. JAMES J. LOUGHLIN ERNEST MARIO, PH.D. | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

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|----|---|------|---------|
| 3. | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2008 STOCK INCENTIVE PLAN. | Mgmt | For |
| 4. | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shr | Against |

 CERNER CORPORATION

Agen

 Security: 156782104
 Meeting Type: Annual
 Meeting Date: 22-May-2015
 Ticker: CERN
 ISIN: US1567821046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MITCHELL E. DANIELS, JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CLIFFORD W. ILLIG | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: WILLIAM B. NEAVES | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF CERNER CORPORATION FOR 2015. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION PERFORMANCE-BASED COMPENSATION PLAN. | Mgmt | For |
| 5. | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION 2011 OMNIBUS EQUITY INCENTIVE PLAN. | Mgmt | For |

 COMCAST CORPORATION

Agen

 Security: 20030N101
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: CMCSA
 ISIN: US20030N1019

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR KENNETH J. BACON SHELDON M. BONOVIKZ EDWARD D. BREEN JOSEPH J. COLLINS J. MICHAEL COOK GERALD L. HASSELL JEFFREY A. HONICKMAN EDUARDO MESTRE BRIAN L. ROBERTS RALPH J. ROBERTS JOHNATHAN A. RODGERS DR. JUDITH RODIN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS | Mgmt | For |
| 3. | APPROVAL OF OUR 2006 CASH BONUS PLAN | Mgmt | For |
| 4. | TO PROVIDE AN ANNUAL REPORT ON LOBBYING ACTIVITIES | Shr | Against |
| 5. | TO PROHIBIT ACCELERATED VESTING UPON A CHANGE OF CONTROL | Shr | For |
| 6. | TO PROVIDE EACH SHARE AN EQUAL VOTE | Shr | For |

CONSTELLATION BRANDS, INC.

Agen

Security: 21036P108
Meeting Type: Annual
Meeting Date: 23-Jul-2014
Ticker: STZ
ISIN: US21036P1084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR JERRY FOWDEN BARRY A. FROMBERG ROBERT L. HANSON JEANANNE K. HAUSWALD JAMES A. LOCKE III RICHARD SANDS ROBERT SANDS JUDY A. SCHMELING KEITH E. WANDELL MARK ZUPAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For Withheld For For For For For |
| 2. | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED | Mgmt | For |

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PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR
ENDING FEBRUARY 28, 2015.

- | | | | |
|----|---|------|-----|
| 3. | PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. | Mgmt | For |
|----|---|------|-----|

CORNING INCORPORATED

Agen

Security: 219350105
Meeting Type: Annual
Meeting Date: 30-Apr-2015
Ticker: GLW
ISIN: US2193501051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DONALD W. BLAIR | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: STEPHANIE A. BURNS | Mgmt | Against |
| 1C. | ELECTION OF DIRECTOR: JOHN A. CANNING, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RICHARD T. CLARK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT F. CUMMINGS, JR. | Mgmt | Against |
| 1F. | ELECTION OF DIRECTOR: JAMES B. FLAWS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DEBORAH A. HENRETTA | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KURT M. LANDGRAF | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KEVIN J. MARTIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DEBORAH D. RIEMAN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: HANSEL E. TOOKES II | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: MARK S. WRIGHTON | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |

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4. HOLY LAND PRINCIPLES SHAREHOLDER PROPOSAL. Shr Against

COSTCO WHOLESALE CORPORATION Agen

Security: 22160K105
 Meeting Type: Annual
 Meeting Date: 29-Jan-2015
 Ticker: COST
 ISIN: US22160K1051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--------------------------------------|--|
| 1. | DIRECTOR JEFFREY H. BROTMAN DANIEL J. EVANS RICHARD A. GALANTI JEFFREY S. RAIKES JAMES D. SINEGAL | Mgmt Mgmt Mgmt Mgmt Mgmt | Withheld Withheld Withheld Withheld Withheld |
| 2. | RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO AMEND AND RESTATE THE COMPANY'S SIXTH RESTATED STOCK INCENTIVE PLAN. | Mgmt | Against |
| 5A. | TO AMEND THE ARTICLES OF INCORPORATION TO REDUCE VOTING STANDARD FOR REMOVAL OF DIRECTORS. | Mgmt | For |
| 5B. | TO AMEND THE ARTICLES OF INCORPORATION TO REDUCE VOTING STANDARD FOR AMENDING THE ARTICLE DEALING WITH REMOVAL OF DIRECTORS FOR CAUSE. | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL TO REGULATE DIRECTOR TENURE. | Shr | Against |

COVIDIEN PLC Agen

Security: G2554F113
 Meeting Type: Special
 Meeting Date: 06-Jan-2015
 Ticker: COV
 ISIN: IE00B68SQD29

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|----|---|------|-----|
| 1. | APPROVAL OF THE SCHEME OF ARRANGEMENT. | Mgmt | For |
| 2. | CANCELLATION OF COVIDIEN SHARES PURSUANT TO THE SCHEME OF ARRANGEMENT. | Mgmt | For |
| 3. | DIRECTORS' AUTHORITY TO ALLOT SECURITIES AND APPLICATION OF RESERVES. | Mgmt | For |
| 4. | AMENDMENT TO ARTICLES OF ASSOCIATION. | Mgmt | For |
| 5. | CREATION OF DISTRIBUTABLE RESERVES OF NEW MEDTRONIC. | Mgmt | For |
| 6. | APPROVAL ON AN ADVISORY BASIS OF SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN COVIDIEN AND ITS NAMED EXECUTIVE OFFICERS. | Mgmt | For |

 COVIDIEN PLC

Agen

 Security: G2554F105
 Meeting Type: Special
 Meeting Date: 06-Jan-2015
 Ticker:
 ISIN:

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1. | TO APPROVE THE SCHEME OF ARRANGEMENT. | Mgmt | For |

 CREDIT SUISSE GROUP AG, ZUERICH

Agen

 Security: H3698D419
 Meeting Type: AGM
 Meeting Date: 24-Apr-2015
 Ticker:
 ISIN: CH0012138530

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE REQUESTS ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF | Non-Voting | |

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THE VOTE INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE

| | | | |
|-------|---|------------|---------|
| 1.1 | PRESENTATION OF THE 2014 ANNUAL REPORT, THE PARENT COMPANY'S 2014 FINANCIAL STATEMENTS, THE GROUP'S 2014 CONSOLIDATED FINANCIAL STATEMENTS, THE CORRESPONDING AUDITORS' REPORTS, AND THE 2014 COMPENSATION REPORT | Non-Voting | |
| 1.2 | CONSULTATIVE VOTE ON THE 2014 COMPENSATION REPORT | Mgmt | Against |
| 1.3 | APPROVAL OF THE 2014 ANNUAL REPORT, THE PARENT COMPANY'S 2014 FINANCIAL STATEMENTS, AND THE GROUP'S 2014 CONSOLIDATED FINANCIAL STATEMENTS | Mgmt | For |
| 2 | DISCHARGE OF THE ACTS OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD | Mgmt | For |
| 3.1 | RESOLUTION ON THE APPROPRIATION OF RETAINED EARNINGS | Mgmt | For |
| 3.2 | RESOLUTION ON THE DISTRIBUTION AGAINST RESERVES FROM CAPITAL CONTRIBUTIONS IN THE FORM OF EITHER A SCRIP DIVIDEND OR A CASH DISTRIBUTION: THE BOARD OF DIRECTORS PROPOSES THE DISTRIBUTION OF CHF 0.70 PER REGISTERED SHARE AGAINST RESERVES FROM CAPITAL CONTRIBUTIONS IN THE FORM OF EITHER A SCRIP DIVIDEND, A CASH DISTRIBUTION OR A COMBINATION THEREOF: - DELIVERY OF NEW REGISTERED SHARES OF CREDIT SUISSE GROUP AG, EACH WITH A PAR VALUE OF CHF 0.04; OR - CASH DISTRIBUTION IN THE AMOUNT OF CHF 0.70 PER REGISTERED SHARE PURSUANT TO THE TERMS AND CONDITIONS SET FORTH IN THE DOCUMENT SHAREHOLDER INFORMATION - SUMMARY DOCUMENT | Mgmt | For |
| 4.1 | APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS | Mgmt | For |
| 4.2 | APPROVAL OF THE COMPENSATION OF THE EXECUTIVE BOARD | Mgmt | For |
| 5 | INCREASE AND EXTENSION OF AUTHORIZED CAPITAL | Mgmt | For |
| 6.1.1 | RE-ELECTION OF URS ROHNER AS MEMBER AND CHAIRMAN OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.2 | RE-ELECTION OF JASSIM BIN HAMAD J.J. AL THANI AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |

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| | | | |
|-------|---|------|---------|
| 6.1.3 | RE-ELECTION OF IRIS BOHNET AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.4 | RE-ELECTION OF NOREEN DOYLE AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.5 | RE-ELECTION OF ANDREAS KOOPMANN AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.6 | RE-ELECTION OF JEAN LANIER AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.7 | RE-ELECTION OF KAI NARGOLWALA AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.8 | RE-ELECTION OF SEVERIN SCHWAN AS MEMBER TO THE BOARD OF DIRECTORS | Mgmt | For |
| 6.1.9 | RE-ELECTION OF RICHARD E. THORNBURGH AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.110 | RE-ELECTION OF SEBASTIAN THRUN AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.111 | RE-ELECTION OF JOHN TINER AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.112 | ELECTION OF SERAINA MAAG AS MEMBER OF THE BOARD OF DIRECTORS | Mgmt | For |
| 6.2.1 | RE-ELECTION OF IRIS BOHNET AS MEMBER OF THE COMPENSATION COMMITTEE | Mgmt | For |
| 6.2.2 | RE-ELECTION OF ANDREAS KOOPMANN AS MEMBER OF THE COMPENSATION COMMITTEE | Mgmt | For |
| 6.2.3 | RE-ELECTION OF JEAN LANIER AS MEMBER OF THE COMPENSATION COMMITTEE | Mgmt | For |
| 6.2.4 | RE-ELECTION OF KAI NARGOLWALA AS MEMBER OF THE COMPENSATION COMMITTEE | Mgmt | For |
| 6.3 | ELECTION OF THE INDEPENDENT AUDITORS: KPMG AG, ZURICH | Mgmt | For |
| 6.4 | ELECTION OF THE SPECIAL AUDITORS: BDO AG, ZURICH | Mgmt | For |
| 6.5 | ELECTION OF THE INDEPENDENT PROXY: ATTORNEY-AT-LAW LIC. IUR. ANDREAS G. KELLER | Mgmt | For |
| III | IF, AT THE ANNUAL GENERAL MEETING, SHAREHOLDERS OR THE BOARD OF DIRECTORS PUT FORWARD ANY ADDITIONAL PROPOSALS OR AMENDMENTS TO PROPOSALS ALREADY SET OUT IN THE PUBLISHED AGENDA OR ANY PROPOSALS UNDER ART. 700 PARA. 3 OF THE SWISS CODE OF OBLIGATIONS, I HEREBY AUTHORIZE THE INDEPENDENT PROXY TO VOTE ON SUCH PROPOSALS AS FOLLOWS: VOTE IN FAVOR OF THESE PROPOSALS/RECOMMENDATIONS OF THE BOARD OF | Mgmt | Against |

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DIRECTORS (YES), VOTE IN FAVOR OF THESE
PROPOSALS BY SHAREHOLDERS (NO), VOTE
AGAINST THESE PROPOSALS (ABSTAIN)

CVS HEALTH CORPORATION

Agen

Security: 126650100
Meeting Type: Annual
Meeting Date: 07-May-2015
Ticker: CVS
ISIN: US1266501006

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD M. BRACKEN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: C. DAVID BROWN II | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ALECIA A. DECOUDREAUX | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DAVID W. DORMAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ANNE M. FINUCANE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LARRY J. MERLO | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RICHARD J. SWIFT | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: TONY L. WHITE | Mgmt | For |
| 2. | PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | PROPOSAL TO APPROVE PERFORMANCE CRITERIA IN THE COMPANY'S 2010 INCENTIVE COMPENSATION PLAN. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL REGARDING CONGRUENCY OF CORPORATE VALUES AND POLITICAL CONTRIBUTIONS. | Shr | Against |

DANAHER CORPORATION

Agen

Edgar Filing: Eaton Vance Risk-Managed Diversified Equity Income Fund - Form N-PX

Security: 235851102
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: DHR
 ISIN: US2358511028

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DONALD J. EHRLICH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LINDA HEFNER FILLER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS P. JOYCE, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: TERI LIST-STOLL | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WALTER G. LOHR, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MITCHELL P. RALES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: STEVEN M. RALES | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN T. SCHWIETERS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ALAN G. SPOON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ELIAS A. ZERHOUNI, M.D. | Mgmt | For |
| 2. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4. | TO ACT UPON A SHAREHOLDER PROPOSAL REQUESTING THAT DANAHER ISSUE A REPORT DISCLOSING ITS POLITICAL EXPENDITURE POLICIES AND DIRECT AND INDIRECT POLITICAL EXPENDITURES. | Shr | Against |

DEERE & COMPANY

Agen

Security: 244199105
 Meeting Type: Annual
 Meeting Date: 25-Feb-2015
 Ticker: DE
 ISIN: US2441991054

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SAMUEL R. ALLEN | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 1B. | ELECTION OF DIRECTOR: CRANDALL C. BOWLES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: VANCE D. COFFMAN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DIPAK C. JAIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MICHAEL O. JOHANNIS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CLAYTON M. JONES | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOACHIM MILBERG | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RICHARD B. MYERS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GREGORY R. PAGE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: THOMAS H. PATRICK | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: SHERRY M. SMITH | Mgmt | For |
| 2. | APPROVAL OF BYLAW AMENDMENT TO PERMIT STOCKHOLDERS TO CALL SPECIAL MEETINGS | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | AMENDMENT TO THE JOHN DEERE OMNIBUS EQUITY AND INCENTIVE PLAN | Mgmt | For |
| 5. | RE-APPROVAL OF THE JOHN DEERE SHORT-TERM INCENTIVE BONUS PLAN | Mgmt | For |
| 6. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DEERE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015 | Mgmt | For |

DEVON ENERGY CORPORATION

----- Agen

Security: 25179M103
Meeting Type: Annual
Meeting Date: 03-Jun-2015
Ticker: DVN
ISIN: US25179M1036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | BARBARA M. BAUMANN | Mgmt | For |
| | JOHN E. BETHANCOURT | Mgmt | For |
| | ROBERT H. HENRY | Mgmt | For |
| | MICHAEL M. KANOVSKY | Mgmt | For |
| | ROBERT A. MOSBACHER, JR | Mgmt | For |

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| | | | |
|----|--|------|---------|
| | J. LARRY NICHOLS | Mgmt | For |
| | DUANE C. RADTKE | Mgmt | For |
| | MARY P. RICCIARDELLO | Mgmt | For |
| | JOHN RICHEL | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS FOR 2015. | Mgmt | For |
| 4. | ADOPTION OF THE DEVON ENERGY CORPORATION 2015 LONG-TERM INCENTIVE PLAN. | Mgmt | For |
| 5. | ADOPTION OF PROXY ACCESS BYLAW. | Shr | For |
| 6. | REPORT ON LOBBYING ACTIVITIES RELATED TO ENERGY POLICY AND CLIMATE CHANGE. | Shr | Against |
| 7. | REPORT DISCLOSING LOBBYING POLICY AND ACTIVITY. | Shr | Against |
| 8. | REPORT ON PLANS TO ADDRESS CLIMATE CHANGE. | Shr | Against |

DISCOVER FINANCIAL SERVICES

Agen

Security: 254709108
Meeting Type: Annual
Meeting Date: 29-Apr-2015
Ticker: DFS
ISIN: US2547091080

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JEFFREY S. ARONIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARY K. BUSH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GREGORY C. CASE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CANDACE H. DUNCAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD H. LENNY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THOMAS G. MAHERAS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL H. MOSKOW | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DAVID W. NELMS | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MARK A. THIERER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH | Mgmt | For |

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- | | | | |
|----|--|------|-----|
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

DOLLAR GENERAL CORPORATION

Agen

Security: 256677105
Meeting Type: Annual
Meeting Date: 27-May-2015
Ticker: DG
ISIN: US2566771059

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: WARREN F. BRYANT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MICHAEL M. CALBERT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SANDRA B. COCHRAN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RICHARD W. DREILING | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: PATRICIA D. FILI-KRUSHEL | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PAULA A. PRICE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM C. RHODES, III | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DAVID B. RICKARD | Mgmt | For |
| 2. | TO RATIFY ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015. | Mgmt | For |

EATON VANCE RISK-MGD DIV EQTY INCM FD

Agen

Security: 27829G106
Meeting Type: Annual
Meeting Date: 23-Apr-2015
Ticker: ETJ
ISIN: US27829G1067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
| 1. | DIRECTOR | | |

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| | | |
|--------------------|------|-----|
| GEORGE J. GORMAN | Mgmt | For |
| WILLIAM H. PARK | Mgmt | For |
| RONALD A. PEARLMAN | Mgmt | For |
| HELEN FRAME PETERS | Mgmt | For |

EMERSON ELECTRIC CO. Agen

Security: 291011104
 Meeting Type: Annual
 Meeting Date: 03-Feb-2015
 Ticker: EMR
 ISIN: US2910111044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--------------------------------------|---------------------------------|
| 1. | DIRECTOR A.F. GOLDEN* W.R. JOHNSON* C. KENDLE* J.S. TURLEY* A.A. BUSCH III# | Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For |
| 2. | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | APPROVAL OF THE EMERSON ELECTRIC CO. 2015 INCENTIVE SHARES PLAN. | Mgmt | For |
| 4. | RE-APPROVAL OF THE PERFORMANCE MEASURES UNDER THE EMERSON ELECTRIC CO. ANNUAL INCENTIVE PLAN. | Mgmt | For |
| 5. | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 6. | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A SUSTAINABILITY REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr | Against |
| 7. | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A POLITICAL CONTRIBUTIONS REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr | Against |
| 8. | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A LOBBYING REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr | Against |

EXXON MOBIL CORPORATION Agen

Security: 30231G102

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Meeting Type: Annual
 Meeting Date: 27-May-2015
 Ticker: XOM
 ISIN: US30231G1022

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR M.J. BOSKIN P. BRABECK-LETMATHE U.M. BURNS L.R. FAULKNER J.S. FISHMAN H.H. FORE K.C. FRAZIER D.R. OBERHELMAN S.J. PALMISANO S.S REINEMUND R.W. TILLERSON W.C. WELDON | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For |
| 2. | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 60) | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 61) | Mgmt | For |
| 4. | INDEPENDENT CHAIRMAN (PAGE 63) | Shr | For |
| 5. | PROXY ACCESS BYLAW (PAGE 64) | Shr | For |
| 6. | CLIMATE EXPERT ON BOARD (PAGE 66) | Shr | Against |
| 7. | BOARD QUOTA FOR WOMEN (PAGE 67) | Shr | Against |
| 8. | REPORT ON COMPENSATION FOR WOMEN (PAGE 68) | Shr | Against |
| 9. | REPORT ON LOBBYING (PAGE 69) | Shr | Against |
| 10. | GREENHOUSE GAS EMISSIONS GOALS (PAGE 70) | Shr | Against |
| 11. | REPORT ON HYDRAULIC FRACTURING (PAGE 72) | Shr | Against |

FACEBOOK INC.

Agen

Security: 30303M102
 Meeting Type: Annual
 Meeting Date: 11-Jun-2015
 Ticker: FB
 ISIN: US30303M1027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
| 1. | DIRECTOR | | |

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| | | | |
|----|--|------|----------|
| | MARC L. ANDREESSEN | Mgmt | For |
| | ERSKINE B. BOWLES | Mgmt | For |
| | S.D. DESMOND-HELLMANN | Mgmt | For |
| | REED HASTINGS | Mgmt | For |
| | JAN KOUM | Mgmt | Withheld |
| | SHERYL K. SANDBERG | Mgmt | Withheld |
| | PETER A. THIEL | Mgmt | For |
| | MARK ZUCKERBERG | Mgmt | Withheld |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015 | Mgmt | For |
| 3. | TO RE-APPROVE THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, SECTION 162(M) LIMITS OF OUR 2012 EQUITY INCENTIVE PLAN TO PRESERVE OUR ABILITY TO RECEIVE CORPORATE INCOME TAX DEDUCTIONS THAT MAY BECOME AVAILABLE PURSUANT TO SECTION 162(M) | Mgmt | Against |
| 4. | A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING | Shr | For |
| 5. | A STOCKHOLDER PROPOSAL REGARDING AN ANNUAL SUSTAINABILITY REPORT | Shr | Against |
| 6. | A STOCKHOLDER PROPOSAL REGARDING A HUMAN RIGHTS RISK ASSESSMENT | Shr | Against |

 GENERAL ELECTRIC COMPANY

Agen

 Security: 369604103
 Meeting Type: Annual
 Meeting Date: 22-Apr-2015
 Ticker: GE
 ISIN: US3696041033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| A1 | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Mgmt | For |
| A2 | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Mgmt | For |
| A3 | ELECTION OF DIRECTOR: JAMES I. CASH, JR. | Mgmt | For |
| A4 | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA | Mgmt | For |
| A5 | ELECTION OF DIRECTOR: MARIJN E. DEKKERS | Mgmt | For |
| A6 | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD | Mgmt | For |
| A7 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Mgmt | For |
| A8 | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| A9 | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| A10 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| A11 | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |
| A12 | ELECTION OF DIRECTOR: JAMES E. ROHR | Mgmt | For |
| A13 | ELECTION OF DIRECTOR: MARY L. SCHAPIRO | Mgmt | For |
| A14 | ELECTION OF DIRECTOR: ROBERT J. SWIERINGA | Mgmt | For |
| A15 | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt | For |
| A16 | ELECTION OF DIRECTOR: DOUGLAS A. WARNER III | Mgmt | For |
| B1 | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Mgmt | For |
| B2 | RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2015 | Mgmt | For |
| C1 | CUMULATIVE VOTING | Shr | Against |
| C2 | WRITTEN CONSENT | Shr | Against |
| C3 | ONE DIRECTOR FROM RANKS OF RETIREES | Shr | Against |
| C4 | HOLY LAND PRINCIPLES | Shr | Against |
| C5 | LIMIT EQUITY VESTING UPON CHANGE IN CONTROL | Shr | For |

GILEAD SCIENCES, INC.

Agen

Security: 375558103
Meeting Type: Annual
Meeting Date: 06-May-2015
Ticker: GILD
ISIN: US3755581036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN F. COGAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ETIENNE F. DAVIGNON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CARLA A. HILLS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KEVIN E. LOFTON | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN W. MADIGAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOHN C. MARTIN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: NICHOLAS G. MOORE | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1H. | ELECTION OF DIRECTOR: RICHARD J. WHITLEY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GAYLE E. WILSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PER WOLD-OLSEN | Mgmt | For |
| 2. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | TO APPROVE AN AMENDMENT AND RESTATEMENT TO GILEAD'S EMPLOYEE STOCK PURCHASE PLAN AND INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |
| 4. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT. | Mgmt | For |
| 5. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shr | For |
| 6. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR. | Shr | For |
| 7. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT GILEAD ISSUE AN ANNUAL SUSTAINABILITY REPORT. | Shr | Against |
| 8. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD REPORT ON CERTAIN RISKS TO GILEAD FROM RISING PRESSURE TO CONTAIN U.S. SPECIALTY DRUG PRICES. | Shr | Against |

HALLIBURTON COMPANY

Agen

Security: 406216101
Meeting Type: Special
Meeting Date: 27-Mar-2015
Ticker: HAL
ISIN: US4062161017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | PROPOSAL APPROVING THE ISSUANCE OF SHARES OF HALLIBURTON COMMON STOCK AS CONTEMPLATED | Mgmt | For |

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BY THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME), DATED AS OF NOVEMBER 16, 2014, AMONG HALLIBURTON COMPANY, RED TIGER LLC AND BAKER HUGHES INCORPORATED.

- | | | | |
|----|---|------|-----|
| 2. | PROPOSAL ADJOURNING THE SPECIAL MEETING, IF NECESSARY OR ADVISABLE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF SHARES DESCRIBED IN THE FOREGOING PROPOSAL. | Mgmt | For |
|----|---|------|-----|

HALLIBURTON COMPANY

Agen

Security: 406216101
Meeting Type: Annual
Meeting Date: 20-May-2015
Ticker: HAL
ISIN: US4062161017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: A.F. AL KHAYYAL | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: A.M. BENNETT | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: J.R. BOYD | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: M. CARROLL | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: N.K. DICCIANI | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: M.S. GERBER | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: J.C. GRUBISICH | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: D.J. LESAR | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: R.A. MALONE | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: J.L. MARTIN | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: J.A. MILLER | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: D.L. REED | Mgmt | For |
| 2. | PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | Against |
| 4. | PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN. | Mgmt | For |

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5. PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY EMPLOYEE STOCK PURCHASE PLAN. Mgmt For

 JOHNSON & JOHNSON

 Agen

Security: 478160104
 Meeting Type: Annual
 Meeting Date: 23-Apr-2015
 Ticker: JNJ
 ISIN: US4781601046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MARY SUE COLEMAN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: D. SCOTT DAVIS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: IAN E.L. DAVIS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALEX GORSKY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: SUSAN L. LINDQUIST | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MARK B. MCCLELLAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ANNE M. MULCAHY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM D. PEREZ | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CHARLES PRINCE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: A. EUGENE WASHINGTON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RONALD A. WILLIAMS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL - COMMON SENSE POLICY REGARDING OVEREXTENDED DIRECTORS | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL - ALIGNMENT BETWEEN CORPORATE VALUES AND POLITICAL CONTRIBUTIONS | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | For |

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JPMORGAN CHASE & CO.

Agen

Security: 46625H100
 Meeting Type: Annual
 Meeting Date: 19-May-2015
 Ticker: JPM
 ISIN: US46625H1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LINDA B. BAMMANN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES A. BELL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CRANDALL C. BOWLES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN B. BURKE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAMES S. CROWN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES DIMON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL A. NEAL | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LEE R. RAYMOND | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 2. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 4. | APPROVAL OF AMENDMENT TO LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 5. | INDEPENDENT BOARD CHAIRMAN - REQUIRE AN INDEPENDENT CHAIR | Shr | Against |
| 6. | LOBBYING - REPORT ON POLICIES, PROCEDURES AND EXPENDITURES | Shr | Against |
| 7. | SPECIAL SHAREOWNER MEETINGS - REDUCE OWNERSHIP THRESHOLD FROM 20% TO 10% | Shr | For |
| 8. | HOW VOTES ARE COUNTED - COUNT VOTES USING ONLY FOR AND AGAINST | Shr | Against |
| 9. | ACCELERATED VESTING PROVISIONS - REPORT NAMES OF SENIOR EXECUTIVES AND VALUE OF EQUITY AWARDS THAT WOULD VEST IF THEY RESIGN TO ENTER GOVERNMENT SERVICE | Shr | For |
| 10. | CLAWBACK DISCLOSURE POLICY - DISCLOSE | Shr | For |

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WHETHER THE FIRM RECOUPED ANY INCENTIVE
COMPENSATION FROM SENIOR EXECUTIVES

LIONS GATE ENTERTAINMENT CORP.

Agen

Security: 535919203
Meeting Type: Annual and Special
Meeting Date: 09-Sep-2014
Ticker: LGF
ISIN: CA5359192039

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 01 | DIRECTOR MICHAEL BURNS GORDON CRAWFORD ARTHUR EVRENSEL JON FELTHEIMER FRANK GIUSTRA MORLEY KOFFMAN HARALD LUDWIG G. SCOTT PATERSON MARK H. RACHESKY, M.D. DARYL SIMM HARDWICK SIMMONS PHYLLIS YAFFE | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For |
| 02 | PROPOSAL TO REAPPOINT ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING MARCH 31, 2015. | Mgmt | For |
| 03 | PROPOSAL TO CONDUCT AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | Against |
| 04 | PROPOSAL TO APPROVE AMENDMENTS TO THE LIONS GATE ENTERTAINMENT CORP. 2012 PERFORMANCE INCENTIVE PLAN. | Mgmt | For |
| 05 | IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING. | Mgmt | Against |

LIVE NATION ENTERTAINMENT, INC.

Agen

Security: 538034109
Meeting Type: Annual
Meeting Date: 10-Jun-2015
Ticker: LYV
ISIN: US5380341090

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| Prop.# Proposal | Proposal Type | Proposal Vote |
|--|---------------|---------------|
| 1A. ELECTION OF DIRECTOR: MARK CARLETON | Mgmt | Against |
| 1B. ELECTION OF DIRECTOR: JONATHAN DOLGEN | Mgmt | For |
| 1C. ELECTION OF DIRECTOR: ARIEL EMANUEL | Mgmt | For |
| 1D. ELECTION OF DIRECTOR: ROBERT TED ENLOE, III | Mgmt | Against |
| 1E. ELECTION OF DIRECTOR: JEFFREY T. HINSON | Mgmt | For |
| 1F. ELECTION OF DIRECTOR: JAMES IOVINE | Mgmt | For |
| 1G. ELECTION OF DIRECTOR: MARGARET "PEGGY" JOHNSON | Mgmt | For |
| 1H. ELECTION OF DIRECTOR: JAMES S. KAHAN | Mgmt | For |
| 1I. ELECTION OF DIRECTOR: GREGORY B. MAFFEI | Mgmt | Against |
| 1J. ELECTION OF DIRECTOR: RANDALL T. MAYS | Mgmt | For |
| 1K. ELECTION OF DIRECTOR: MICHAEL RAPINO | Mgmt | For |
| 1L. ELECTION OF DIRECTOR: MARK S. SHAPIRO | Mgmt | Against |
| 2. ADOPTION OF THE LIVE NATION ENTERTAINMENT, INC. 2006 ANNUAL INCENTIVE PLAN, AS AMENDED AND RESTATED AS OF MARCH 19, 2015. | Mgmt | For |
| 3. ADOPTION OF THE LIVE NATION ENTERTAINMENT, INC. 2005 STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED AS OF MARCH 19, 2015. | Mgmt | Against |
| 4. ADVISORY VOTE ON THE COMPENSATION OF LIVE NATION ENTERTAINMENT NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 5. RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS LIVE NATION ENTERTAINMENT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR. | Mgmt | For |

MERCK & CO., INC.

Agen

Security: 58933Y105
Meeting Type: Annual
Meeting Date: 26-May-2015
Ticker: MRK
ISIN: US58933Y1055

| Prop.# Proposal | Proposal Type | Proposal Vote |
|--|---------------|---------------|
| 1A. ELECTION OF DIRECTOR: LESLIE A. BRUN | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 1B. | ELECTION OF DIRECTOR: THOMAS R. CECH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KENNETH C. FRAZIER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: C. ROBERT KIDDER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CARLOS E. REPRESAS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PATRICIA F. RUSSO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CRAIG B. THOMPSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: PETER C. WENDELL | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 4. | PROPOSAL TO AMEND AND RESTATE THE 2010 INCENTIVE STOCK PLAN. | Mgmt | For |
| 5. | PROPOSAL TO AMEND AND RESTATE THE EXECUTIVE INCENTIVE PLAN. | Mgmt | For |
| 6. | SHAREHOLDER PROPOSAL CONCERNING SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT. | Shr | For |
| 7. | SHAREHOLDER PROPOSAL CONCERNING ACCELERATED VESTING OF EQUITY AWARDS. | Shr | For |

MICROSOFT CORPORATION

Agen

Security: 594918104
Meeting Type: Annual
Meeting Date: 03-Dec-2014
Ticker: MSFT
ISIN: US5949181045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1B. | ELECTION OF DIRECTOR: MARIA M. KLAWE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: TERI L. LIST-STOLL | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: G. MASON MORFIT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: SATYA NADELLA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CHARLES H. NOSKI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HELMUT PANKE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CHARLES W. SCHARF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JOHN W. STANTON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN W. THOMPSON | Mgmt | For |
| 2. | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | Against |
| 3. | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2015 | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL - PROXY ACCESS FOR SHAREHOLDERS | Shr | Against |

 MOHAWK INDUSTRIES, INC.

Agen

 Security: 608190104
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: MHK
 ISIN: US6081901042

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|----------------------|-------------------|
| 1. | DIRECTOR MR. BRUCKMANN MR. DE COCK MR. ONORATO | Mgmt Mgmt Mgmt | For For For |
| 2. | THE RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION, AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT FOR THE 2015 ANNUAL MEETING OF STOCKHOLDERS. | Mgmt | For |

 MONDELEZ INTERNATIONAL, INC.

Agen

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 Security: 609207105
 Meeting Type: Annual
 Meeting Date: 20-May-2015
 Ticker: MDLZ
 ISIN: US6092071058

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LEWIS W.K. BOOTH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: LOIS D. JULIBER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MARK D. KETCHUM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JORGE S. MESQUITA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOSEPH NEUBAUER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: NELSON PELTZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: IRENE B. ROSENFELD | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: PATRICK T. SIEWERT | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RUTH J. SIMMONS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL: REPORT ON PACKAGING. | Shr | Against |

 MONSANTO COMPANY

Agen

 Security: 61166W101
 Meeting Type: Annual
 Meeting Date: 30-Jan-2015
 Ticker: MON
 ISIN: US61166W1018

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: GREGORY H. BOYCE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JANICE L. FIELDS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: HUGH GRANT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: LAURA K. IPSEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARCOS M. LUTZ | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: C. STEVEN MCMILLAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM U. PARFET | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: GEORGE H. POSTE, PH.D., D.V.M. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ROBERT J. STEVENS | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015. | Mgmt | For |
| 3. | ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SHAREOWNER PROPOSAL: LOBBYING REPORT. | Shr | Against |
| 5. | SHAREOWNER PROPOSAL: SHAREOWNER PROXY ACCESS. | Shr | Against |
| 6. | SHAREOWNER PROPOSAL: INDEPENDENT BOARD CHAIRMAN. | Shr | Against |

NEXTERA ENERGY, INC.

Agen

Security: 65339F101
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: NEE
 ISIN: US65339F1012

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHERRY S. BARRAT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT M. BEALL, II | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JAMES L. CAMAREN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KENNETH B. DUNN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: NAREN K. GURSAHANEY | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KIRK S. HACHIGIAN | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1G. | ELECTION OF DIRECTOR: TONI JENNINGS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: AMY B. LANE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JAMES L. ROBO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RUDY E. SCHUPP | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOHN L. SKOLDS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WILLIAM H. SWANSON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: HANSEL E. TOOKES, II | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 3. | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT | Mgmt | For |
| 4. | APPROVAL OF AMENDMENT TO ARTICLE IV OF THE RESTATED ARTICLES OF INCORPORATION (THE "CHARTER") TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENT FOR SHAREHOLDER REMOVAL OF A DIRECTOR | Mgmt | For |
| 5. | APPROVAL OF AMENDMENT TO ELIMINATE ARTICLE VI OF THE CHARTER, WHICH INCLUDES SUPERMAJORITY VOTE REQUIREMENTS REGARDING BUSINESS COMBINATIONS WITH INTERESTED SHAREHOLDERS | Mgmt | For |
| 6. | APPROVAL OF AMENDMENT TO ARTICLE VII OF THE CHARTER TO ELIMINATE THE SUPERMAJORITY VOTE REQUIREMENT, AND PROVIDE THAT THE VOTE REQUIRED IS A MAJORITY OF OUTSTANDING SHARES, FOR SHAREHOLDER APPROVAL OF CERTAIN AMENDMENTS TO THE CHARTER, ANY AMENDMENTS TO THE BYLAWS OR THE ADOPTION OF ANY NEW BYLAWS AND ELIMINATE AN EXCEPTION TO THE REQUIRED VOTE | Mgmt | For |
| 7. | APPROVAL OF AMENDMENT TO ARTICLE IV OF THE CHARTER TO ELIMINATE THE "FOR CAUSE" REQUIREMENT FOR SHAREHOLDER REMOVAL OF A DIRECTOR | Mgmt | For |
| 8. | APPROVAL OF AMENDMENT TO ARTICLE V OF THE CHARTER TO LOWER THE MINIMUM SHARE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL A SPECIAL MEETING OF SHAREHOLDERS FROM A MAJORITY TO 20% OF OUTSTANDING SHARES | Mgmt | Against |
| 9. | SHAREHOLDER PROPOSAL - POLITICAL CONTRIBUTION DISCLOSURE - REQUIRE SEMIANNUAL REPORT DISCLOSING POLITICAL CONTRIBUTION POLICIES AND EXPENDITURES | Shr | Against |
| 10. | SHAREHOLDER PROPOSAL - SPECIAL SHAREOWNER | Shr | For |

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MEETINGS - REDUCE THRESHOLD TO CALL A
SPECIAL MEETING OF SHAREHOLDERS TO 10% OF
OUTSTANDING SHARES

NIKE, INC.

Agen

Security: 654106103
Meeting Type: Annual
Meeting Date: 18-Sep-2014
Ticker: NKE
ISIN: US6541061031

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------------------|--------------------------|
| 1. | DIRECTOR ALAN B. GRAF, JR. JOHN C. LECHLEITER MICHELLE A. PELUSO PHYLLIS M. WISE | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 2. | TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

NXP SEMICONDUCTORS NV.

Agen

Security: N6596X109
Meeting Type: Annual
Meeting Date: 02-Jun-2015
Ticker: NXPI
ISIN: NL0009538784

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 2C. | ADOPTION OF THE 2014 STATUTORY ANNUAL ACCOUNTS | Mgmt | For |
| 2D. | GRANTING DISCHARGE TO THE DIRECTORS FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2014 | Mgmt | For |
| 3A. | PROPOSAL TO RE-APPOINT MR. RICHARD L. CLEMMER AS EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3B. | PROPOSAL TO RE-APPOINT SIR PETER BONFIELD AND NON-EXECUTIVE DIRECTOR WITH EFFECT FROM | Mgmt | For |

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JUNE 2, 2015

| | | | |
|-----|---|------|-----|
| 3C. | PROPOSAL TO RE-APPOINT MR. JOHANNES P. HUTH AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3D. | PROPOSAL TO RE-APPOINT MR. KENNETH A. GOLDMAN AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3E. | PROPOSAL TO RE-APPOINT DR. MARION HELMES AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3F. | PROPOSAL TO RE-APPOINT MR. JOSEPH KAESER AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3G. | PROPOSAL TO RE-APPOINT MR. IAN LORING AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3H. | PROPOSAL TO RE-APPOINT MR. ERIC MEURICE AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3I. | PROPOSAL TO RE-APPOINT MS. JULIE SOUTHERN AS NON-EXECUTIVE DIRECTOR EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 3J. | PROPOSAL TO APPOINT DR. RICK TSAI AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015 | Mgmt | For |
| 4A. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO ISSUE SHARES OR GRANT RIGHTS TO ACQUIRE SHARES | Mgmt | For |
| 4B. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS | Mgmt | For |
| 5. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO REPURCHASE SHARES IN THE COMPANY'S CAPITAL | Mgmt | For |
| 6. | AUTHORIZATION TO CANCEL REPURCHASED SHARES IN THE COMPANY'S CAPITAL | Mgmt | For |
| 7. | RE-APPOINTMENT OF KPMG ACCOUNTANTS N.V. AS THE COMPANY'S EXTERNAL AUDITOR | Mgmt | For |

 OCCIDENTAL PETROLEUM CORPORATION

 Agen

Security: 674599105
 Meeting Type: Annual
 Meeting Date: 01-May-2015
 Ticker: OXY
 ISIN: US6745991058

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SPENCER ABRAHAM | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: HOWARD I. ATKINS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: EUGENE L. BATCHELDER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEPHEN I. CHAZEN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN E. FEICK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MARGARET M. FORAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM R. KLESSE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: AVEDICK B. POLADIAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ELISSE B. WALTER | Mgmt | For |
| 2. | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | APPROVAL OF THE OCCIDENTAL PETROLEUM CORPORATION 2015 LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 4. | RATIFICATION OF INDEPENDENT AUDITORS | Mgmt | For |
| 5. | RECOVERY OF UNEARNED MANAGEMENT BONUSES | Shr | For |
| 6. | PROXY ACCESS | Shr | For |
| 7. | METHANE EMISSIONS AND FLARING | Shr | Against |
| 8. | REVIEW LOBBYING AT FEDERAL, STATE, LOCAL LEVELS | Shr | Against |

PERRIGO COMPANY PLC

Agen

Security: G97822103
Meeting Type: Annual
Meeting Date: 04-Nov-2014
Ticker: PRGO
ISIN: IE00BGH1M568

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LAURIE BRLAS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: GARY M. COHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACQUALYN A. FOUSE | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1D. | ELECTION OF DIRECTOR: DAVID T. GIBBONS | Mgmt | Against |
| 1E. | ELECTION OF DIRECTOR: RAN GOTTFRIED | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ELLEN R. HOFFING | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA | Mgmt | Against |
| 1H. | ELECTION OF DIRECTOR: GARY K. KUNKLE, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: HERMAN MORRIS, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DONAL O'CONNOR | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH C. PAPA | Mgmt | For |
| 2. | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR FISCAL YEAR 2015 | Mgmt | For |
| 3. | AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY SUBSIDIARY OF PERRIGO COMPANY PLC TO MAKE MARKET PURCHASES OF PERRIGO COMPANY PLC'S ORDINARY SHARES | Mgmt | For |
| 5. | DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES | Mgmt | For |
| 6. | APPROVE THE CREATION OF DISTRIBUTABLE RESERVES BY REDUCING SOME OR ALL OF PERRIGO COMPANY PLC'S SHARE PREMIUM | Mgmt | For |

 QUALCOMM INCORPORATED

 Agen

 Security: 747525103
 Meeting Type: Annual
 Meeting Date: 09-Mar-2015
 Ticker: QCOM
 ISIN: US7475251036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: BARBARA T. ALEXANDER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SUSAN HOCKFIELD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS W. HORTON | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1F. | ELECTION OF DIRECTOR: PAUL E. JACOBS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SHERRY LANSING | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HARISH MANWANI | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DUANE A. NELLES | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CLARK T. RANDT, JR. | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: FRANCISCO ROS | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: BRENT SCOWCROFT | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: MARC I. STERN | Mgmt | For |
| 2. | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 27, 2015. | Mgmt | For |
| 3. | TO APPROVE AN AMENDMENT TO THE 2001 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE SHARE RESERVE BY 25,000,000 SHARES. | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION. | Mgmt | Against |

 ROPER TECHNOLOGIES, INC.

Agen

Security: 776696106
 Meeting Type: Annual
 Meeting Date: 29-May-2015
 Ticker: ROP
 ISIN: US7766961061

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR AMY WOODS BRINKLEY ROBERT D. JOHNSON ROBERT E. KNOWLING, JR. WILBUR J. PREZZANO LAURA G. THATCHER RICHARD F. WALLMAN CHRISTOPHER WRIGHT | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | TO CONSIDER, ON A NON-BINDING, ADVISORY BASIS, A RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

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- | | | | |
|----|--|------|-----|
| 3. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED ACCOUNTING FIRM OF THE COMPANY. | Mgmt | For |
| 4. | TO CONSIDER A STOCKHOLDER PROPOSAL; IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | For |

SAP SE, WALLDORF/BADEN

Agen

Security: D66992104
Meeting Type: AGM
Meeting Date: 20-May-2015
Ticker:
ISIN: DE0007164600

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| | <p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.</p> | Non-Voting | |
| | <p>PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 29 APRIL 2015, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.</p> | Non-Voting | |
| | <p>COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 05 MAY 2015. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.</p> | Non-Voting | |

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|-----|---|------------|-----|
| 1. | PRESENTATION OF THE ADOPTED ANNUAL FINANCIAL STATEMENTS AND THE APPROVED GROUP ANNUAL FINANCIAL STATEMENTS, THE COMBINED MANAGEMENT REPORT AND GROUP MANAGEMENT REPORT OF SAP SE, INCLUDING THE EXECUTIVE BOARD'S EXPLANATORY NOTES RELATING TO THE INFORMATION PROVIDED PURSUANT TO SECTIONS 289 (4) AND (5) AND 315 (4) OF THE GERMAN COMMERCIAL CODE (HANDELSGESETZBUCH; "HGB"), AND THE SUPERVISORY BOARD'S REPORT, EACH FOR FISCAL YEAR 2014 | Non-Voting | |
| 2. | RESOLUTION ON THE APPROPRIATION OF THE RETAINED EARNINGS OF FISCAL YEAR 2014: DIVIDENDS OF EUR 1.10 PER SHARE | Mgmt | For |
| 3. | RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE EXECUTIVE BOARD IN FISCAL YEAR 2014 | Mgmt | For |
| 4. | RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE SUPERVISORY BOARD IN FISCAL YEAR 2014 | Mgmt | For |
| 5. | APPOINTMENT OF THE AUDITORS OF THE FINANCIAL STATEMENTS AND GROUP ANNUAL FINANCIAL STATEMENTS FOR FISCAL YEAR 2015: KPMG AG | Mgmt | For |
| 6.1 | RESOLUTION ON THE CANCELLATION OF THE EXISTING AUTHORIZED CAPITAL I AND THE CREATION OF NEW AUTHORIZED CAPITAL I FOR THE ISSUANCE OF SHARES AGAINST CONTRIBUTIONS IN CASH, WITH THE OPTION TO EXCLUDE THE SHAREHOLDERS' SUBSCRIPTION RIGHTS (IN RESPECT OF FRACTIONAL SHARES ONLY), AND ON THE CORRESPONDING AMENDMENT OF SECTION 4 (5) OF THE ARTICLES OF INCORPORATION | Mgmt | For |
| 6.2 | RESOLUTION ON THE CANCELLATION OF THE EXISTING AUTHORIZED CAPITAL II AND THE CREATION OF NEW AUTHORIZED CAPITAL II FOR THE ISSUANCE OF SHARES AGAINST CONTRIBUTIONS IN CASH OR IN KIND, WITH THE OPTION TO EXCLUDE THE SHAREHOLDERS' SUBSCRIPTION RIGHTS, AND ON THE CORRESPONDING AMENDMENT OF SECTION 4 (6) OF THE ARTICLES OF INCORPORATION | Mgmt | For |
| 7. | RESOLUTION ON THE AMENDMENT OF THE SUPERVISORY BOARD REMUNERATION AND THE CORRESPONDING AMENDMENT OF SECTION 16 OF THE ARTICLES OF INCORPORATION | Mgmt | For |

SEMPRA ENERGY

Agen

Security: 816851109

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Meeting Type: Annual
 Meeting Date: 13-May-2015
 Ticker: SRE
 ISIN: US8168511090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ALAN L. BOECKMANN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES G. BROCKSMITH JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KATHLEEN L. BROWN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: PABLO A. FERRERO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM D. JONES | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM G. OUCHI | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DEBRA L. REED | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM C. RUSNACK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LYNN SCHENK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JACK T. TAYLOR | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LUIS M. TELLEZ | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JAMES C. YARDLEY | Mgmt | For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN. | Shr | Against |

SIMON PROPERTY GROUP, INC.

Agen

Security: 828806109
 Meeting Type: Annual
 Meeting Date: 14-May-2015
 Ticker: SPG
 ISIN: US8288061091

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MELVYN E. BERGSTEIN | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1B. | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALLAN HUBBARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DANIEL C. SMITH, PH.D. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR. | Mgmt | For |
| 2. | ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL | Shr | Against |

T-MOBILE US, INC.

Agen

Security: 872590104
Meeting Type: Annual
Meeting Date: 02-Jun-2015
Ticker: TMUS
ISIN: US8725901040

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR W. MICHAEL BARNES THOMAS DANNENFELDT SRIKANT M. DATAR LAWRENCE H. GUFFEY TIMOTHEUS HOTTGES BRUNO JACOBFEUERBORN RAPHAEL KUBLER THORSTEN LANGHEIM JOHN J. LEGERE TERESA A. TAYLOR KELVIN R. WESTBROOK | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | Withheld Withheld For Withheld Withheld Withheld Withheld Withheld Withheld Withheld For |
| 2. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015. | Mgmt | For |
| 3. | PROPOSAL TO APPROVE THE T-MOBILE US, INC. 2014 EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL RELATED TO HUMAN RIGHTS RISK ASSESSMENT. | Shr | Against |

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5. STOCKHOLDER PROPOSAL RELATED TO PROXY ACCESS. Shr For

 THE HERSHEY COMPANY

 Agen

Security: 427866108
 Meeting Type: Annual
 Meeting Date: 28-Apr-2015
 Ticker: HSY
 ISIN: US4278661081

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR P.M. ARWAY J.P. BILBREY R.F. CAVANAUGH C.A. DAVIS M.K. HABEN R.M. MALCOLM J.M. MEAD J.E. NEVELS A.J. PALMER T.J. RIDGE D.L. SHEDLARZ | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2015. | Mgmt | For |
| 3. | APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON A NON-BINDING ADVISORY BASIS. | Mgmt | For |

 THE PNC FINANCIAL SERVICES GROUP, INC.

 Agen

Security: 693475105
 Meeting Type: Annual
 Meeting Date: 28-Apr-2015
 Ticker: PNC
 ISIN: US6934751057

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PAUL W. CHELLGREN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 1D. | ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KAY COLES JAMES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD B. KELSON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ANTHONY A. MASSARO | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JANE G. PEPPER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DONALD J. SHEPARD | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LORENE K. STEFFES | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DENNIS F. STRIGL | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: THOMAS J. USHER | Mgmt | For |
| 2. | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |

THE TJX COMPANIES, INC.

Agen

Security: 872540109
Meeting Type: Annual
Meeting Date: 11-Jun-2015
Ticker: TJX
ISIN: US8725401090

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ZEIN ABDALLA | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOSE B. ALVAREZ | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ALAN M. BENNETT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID T. CHING | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL F. HINES | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: AMY B. LANE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CAROL MEYROWITZ | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN F. O'BRIEN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLOW B. SHIRE | Mgmt | For |

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|-----|---|------|-----|
| 1J. | ELECTION OF DIRECTOR: WILLIAM H. SWANSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016. | Mgmt | For |
| 3. | SAY ON PAY: ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION. | Mgmt | For |

THE WALT DISNEY COMPANY

Agen

Security: 254687106
 Meeting Type: Annual
 Meeting Date: 12-Mar-2015
 Ticker: DIS
 ISIN: US2546871060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACK DORSEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SHERYL K. SANDBERG | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ORIN C. SMITH | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2015. | Mgmt | For |
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN. | Shr | For |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO ACCELERATION OF EXECUTIVE PAY. | Shr | For |

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 TWITTER, INC.

Agen

 Security: 90184L102
 Meeting Type: Annual
 Meeting Date: 03-Jun-2015
 Ticker: TWTR
 ISIN: US90184L1026

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|-----------------|
| 1. | DIRECTOR DAVID ROSENBLATT EVAN WILLIAMS | Mgmt Mgmt | Withheld For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
| 3. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

 UNILEVER NV, ROTTERDAM

Agen

 Security: N8981F271
 Meeting Type: AGM
 Meeting Date: 29-Apr-2015
 Ticker:
 ISIN: NL0000009355

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1 | DISCUSSION OF THE ANNUAL REPORT AND ACCOUNTS FOR THE 2014 FINANCIAL YEAR | Non-Voting | |
| 2 | APPROVE FINANCIAL STATEMENTS AND ALLOCATION OF INCOME | Mgmt | For |
| 3 | APPROVE DISCHARGE OF EXECUTIVE BOARD MEMBERS | Mgmt | For |
| 4 | APPROVE DISCHARGE OF NON-EXECUTIVE BOARD MEMBERS | Mgmt | For |
| 5 | RE-ELECT P.G.J.M. POLMAN AS EXECUTIVE DIRECTOR | Mgmt | For |
| 6 | RE-ELECT R.J-M.S HUET AS EXECUTIVE DIRECTOR | Mgmt | For |
| 7 | RE-ELECT L.M. CHA AS NON-EXECUTIVE DIRECTOR | Mgmt | For |

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| | | | |
|----|--|------------|-----|
| 8 | RE-ELECT L.O. FRESCO AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 9 | RE-ELECT A.M. FUDGE AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 10 | ELECT M.MA AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 11 | RE-ELECT H. NYASULU AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 12 | RE-ELECT J. RISHTON AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 13 | RE-ELECT F. SIJBESMA AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 14 | RE-ELECT M. TRESCHOW AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 15 | ELECT N.S. ANDERSEN AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 16 | ELECT V. COLAO AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 17 | ELECT J. HARTMANN AS NON-EXECUTIVE DIRECTOR | Mgmt | For |
| 18 | RATIFY KPMG AS AUDITORS | Mgmt | For |
| 19 | GRANT BOARD AUTHORITY TO ISSUE SHARES UP TO 10 PERCENT OF ISSUED CAPITAL PLUS ADDITIONAL 10 PERCENT IN CASE OF TAKEOVER/MERGER AND RESTRICTING/EXCLUDING PREEMPTIVE RIGHTS | Mgmt | For |
| 20 | AUTHORIZE REPURCHASE OF UP TO 10 PERCENT OF ISSUED SHARE CAPITAL | Mgmt | For |
| 21 | APPROVE CANCELLATION OF REPURCHASED SHARES | Mgmt | For |
| 22 | CLOSE MEETING | Non-Voting | |

 UNITED TECHNOLOGIES CORPORATION

Agen

Security: 913017109
 Meeting Type: Annual
 Meeting Date: 27-Apr-2015
 Ticker: UTX
 ISIN: US9130171096

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN V. FARACI | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1C. | ELECTION OF DIRECTOR: GREGORY J. HAYES | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: EDWARD A. KANGAS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ELLEN J. KULLMAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MARSHALL O. LARSEN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HAROLD MCGRAW III | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RICHARD B. MYERS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: H. PATRICK SWYGERT | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ANDRE VILLENEUVE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN | Mgmt | For |
| 2. | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR 2015. | Mgmt | For |
| 3. | AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

 VERIZON COMMUNICATIONS INC.

Agen

 Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: VZ
 ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARK T. BERTOLINI | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. FRANCES KEETH | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1K. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | NETWORK NEUTRALITY REPORT | Shr | Against |
| 5. | POLITICAL SPENDING REPORT | Shr | Against |
| 6. | SEVERANCE APPROVAL POLICY | Shr | For |
| 7. | STOCK RETENTION POLICY | Shr | For |
| 8. | SHAREHOLDER ACTION BY WRITTEN CONSENT | Shr | For |

 VISA INC.

Agen

Security: 92826C839
 Meeting Type: Annual
 Meeting Date: 28-Jan-2015
 Ticker: V
 ISIN: US92826C8394

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MARY B. CRANSTON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: CATHY E. MINEHAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DAVID J. PANG | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CHARLES W. SCHARF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLIAM S. SHANAHAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN A.C. SWAINSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR. | Mgmt | For |
| 2. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO FACILITATE STOCK SPLITS. | Mgmt | For |

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| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | APPROVAL OF THE VISA INC. EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |
| 5A. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: EXITING OUR CORE PAYMENT BUSINESS | Mgmt | For |
| 5B. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: FUTURE AMENDMENTS TO SECTIONS OF THE CERTIFICATE OF INCORPORATION | Mgmt | For |
| 5C. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: APPROVAL OF EXCEPTIONS TO TRANSFER RESTRICTIONS | Mgmt | For |
| 5D. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: REMOVAL OF DIRECTORS FROM OFFICE | Mgmt | For |
| 5E. | APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: FUTURE AMENDMENTS TO THE ADVANCE NOTICE PROVISIONS IN THE BY-LAWS | Mgmt | For |
| 6. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015 | Mgmt | For |

* Management position unknown

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) | Eaton Vance Risk-Managed Diversified Equity Income Fund |
| By (Signature) | /s/ Michael A. Allison |
| Name | Michael A. Allison |
| Title | President |
| Date | 08/07/2015 |