

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

CORNERSTONE TOTAL RETURN FUND INC  
Form N-PX  
August 08, 2006

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: 811-02363

Cornerstone Total Return Fund, Inc.  
(Exact name of Registrant as specified in charter)

383 Madison Avenue  
New York, New York 10179  
(Address of principal executive offices)

Cornerstone Total Return Fund, Inc.  
383 Madison Avenue  
New York, New York 10179  
(Name and address of agent for service)

Registrant's telephone number: 212-272-3550

Date of fiscal year end: December 31

Date of reporting period: July 1, 2005 - June 30, 2006

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

ICA File Number: 811-02363  
Reporting Period: 07/01/2005 - 06/30/2006  
Cornerstone Total Return Fund, Inc.

===== CORNERSTONE TOTAL RETURN FUND, INC. =====

3M CO

Ticker: MMM Security ID: 88579Y101  
Meeting Date: MAY 9, 2006 Meeting Type: Annual  
Record Date: MAR 10, 2006

# Proposal Mgt Rec Vote Cast Sponsor

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Linda G. Alvarado	For	For	Management
1.2	Elect Director Edward M. Liddy	For	For	Management
1.3	Elect Director Robert S. Morrison	For	For	Management
1.4	Elect Director Aulana L. Peters	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Performance-Based	Against	For	Shareholder
5	Adopt Animal Welfare Policy	Against	Against	Shareholder
6	Implement China Principles	Against	Against	Shareholder

-----

ADAMS EXPRESS CO., THE

Ticker: Security ID: 006212104  
 Meeting Date: MAR 28, 2006 Meeting Type: Annual  
 Record Date: FEB 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Enrique R. Arzac	For	For	Management
1.2	Elect Director Phyllis O. Bonanno	For	For	Management
1.3	Elect Director Daniel E. Emerson	For	For	Management
1.4	Elect Director Frederic A. Escherich	For	For	Management
1.5	Elect Director Roger W. Gale	For	For	Management
1.6	Elect Director Thomas H. Lenagh	For	For	Management
1.7	Elect Director Kathleen T. Mcgahran	For	For	Management
1.8	Elect Director Douglas G. Ober	For	For	Management
1.9	Elect Director John J. Roberts	For	For	Management
1.10	Elect Director Craig R. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

-----

ADOBE SYSTEMS INC.

Ticker: ADBE Security ID: 00724F101  
 Meeting Date: AUG 24, 2005 Meeting Type: Special  
 Record Date: JUL 19, 2005

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

-----

ADOBE SYSTEMS INC.

Ticker: ADBE Security ID: 00724F101  
 Meeting Date: MAR 28, 2006 Meeting Type: Annual  
 Record Date: FEB 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward W. Barnholt	For	For	Management
1.2	Elect Director Michael R. Cannon	For	For	Management
1.3	Elect Director Bruce R. Chizen	For	For	Management
1.4	Elect Director James E. Daley	For	For	Management
1.5	Elect Director Charles M. Geschke	For	For	Management
1.6	Elect Director Delbert W. Yocam	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management

-----

AES CORP., THE

Ticker: AES Security ID: 00130H105  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard Darman	For	For	Management
1.2	Elect Director Paul Hanrahan	For	For	Management
1.3	Elect Director Kristina M. Johnson	For	For	Management
1.4	Elect Director John A. Koskinen	For	For	Management
1.5	Elect Director Philip Lader	For	For	Management
1.6	Elect Director John H. McArthur	For	For	Management
1.7	Elect Director Sandra O. Moose	For	For	Management
1.8	Elect Director Philip A. Odeen	For	For	Management
1.9	Elect Director Charles O. Rossotti	For	For	Management
1.10	Elect Director Sven Sandstrom	For	For	Management
2	Ratify Auditor	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

-----

AETNA INC.

Ticker: AET Security ID: 00817Y108  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betsy Z. Cohen	For	For	Management
1.2	Elect Director Molly J. Coye, M.D.	For	For	Management
1.3	Elect Director Barbara H. Franklin	For	For	Management
1.4	Elect Director Jeffrey E. Garten	For	For	Management
1.5	Elect Director Earl G. Graves	For	For	Management
1.6	Elect Director Gerald Greenwald	For	For	Management
1.7	Elect Director Ellen M. Hancock	For	For	Management
1.8	Elect Director Michael H. Jordan	For	For	Management
1.9	Elect Director Edward J. Ludwig	For	For	Management
1.10	Elect Director Joseph P. Newhouse	For	For	Management
1.11	Elect Director John W. Rowe, M.D.	For	For	Management
1.12	Elect Director Ronald A. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Provide for Cumulative Voting	Against	Against	Shareholder

-----

AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102  
 Meeting Date: MAY 1, 2006 Meeting Type: Annual  
 Record Date: FEB 22, 2006

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Amos	For	For	Management
1.2	Elect Director John Shelby Amos, II	For	For	Management
1.3	Elect Director Michael H. Armacost	For	Withhold	Management
1.4	Elect Director Kriss Cloninger, III	For	For	Management
1.5	Elect Director Joe Frank Harris	For	For	Management
1.6	Elect Director Elizabeth J. Hudson	For	For	Management
1.7	Elect Director Kenneth S. Janke Sr.	For	For	Management
1.8	Elect Director Douglas W. Johnson	For	For	Management
1.9	Elect Director Robert B. Johnson	For	For	Management
1.10	Elect Director Charles B. Knapp	For	For	Management
1.11	Elect Director Hidefumi Matsui	For	For	Management
1.12	Elect Director E. Stephen Purdom, M.D.	For	For	Management
1.13	Elect Director Barbara K. Rimer, Dr. Ph	For	For	Management
1.14	Elect Director Marvin R. Schuster	For	For	Management
1.15	Elect Director David Gary Thompson	For	For	Management
1.16	Elect Director Tohru Tonoike	For	For	Management
1.17	Elect Director Robert L. Wright	For	For	Management
2	Ratify Auditors	For	For	Management

-----  
 AGILENT TECHNOLOGIES INC.

Ticker: A Security ID: 00846U101  
 Meeting Date: MAR 1, 2006 Meeting Type: Annual  
 Record Date: JAN 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William P. Sullivan	For	For	Management
1.2	Elect Director Robert J. Herbold	For	For	Management
1.3	Elect Director Koh Boon Hwee	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

-----  
 AIR PRODUCTS & CHEMICALS, INC.

Ticker: APD Security ID: 009158106  
 Meeting Date: JAN 26, 2006 Meeting Type: Annual  
 Record Date: NOV 30, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mario L. Baeza	For	For	Management
1.2	Elect Director Edward E. Hagenlocker	For	For	Management
1.3	Elect Director Terrence Murray	For	For	Management
1.4	Elect Director Charles H. Noski	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

-----  
 ALBERTSON

Ticker: ABS Security ID: 013104104  
 Meeting Date: MAY 30, 2006 Meeting Type: Special

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: APR 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
3	Adjourn Meeting	For	For	Management

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Elizabeth E. Bailey	For	For	Management
1.2	Elect Director Harold Brown	For	For	Management
1.3	Elect Director Mathis Cabiallavetta	For	For	Management
1.4	Elect Director Louis C. Camilleri	For	For	Management
1.5	Elect Director J. Dudley Fishburn	For	For	Management
1.6	Elect Director Robert E. R. Huntley	For	For	Management
1.7	Elect Director Thomas W. Jones	For	For	Management
1.8	Elect Director George Munoz	For	For	Management
1.9	Elect Director Lucio A. Noto	For	For	Management
1.10	Elect Director John S. Reed	For	For	Management
1.11	Elect Director Stephen M. Wolf	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	Against	Shareholder
4	Adopt ILO Standards	Against	Against	Shareholder
5	Inform African Americans of Health Risks Associated with Menthol Cigarettes	Against	Against	Shareholder
6	Establish Fire Safety Standards for Cigarettes	Against	Against	Shareholder
7	Adopt Animal Welfare Policy	Against	Against	Shareholder
8	Support Legislation to Reduce Smoking	Against	Against	Shareholder
9	Provide Information on Second Hand Smoke	Against	Against	Shareholder

AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: MAR 2, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.R. Brooks	For	For	Management
1.2	Elect Director D.M. Carlton	For	For	Management
1.3	Elect Director R.D. Crosby, Jr.	For	For	Management
1.4	Elect Director J.P. Desbarres	For	For	Management
1.5	Elect Director R.W. Fri	For	For	Management
1.6	Elect Director L.A. Goodspeed	For	For	Management
1.7	Elect Director W.R. Howell	For	For	Management
1.8	Elect Director L.A. Hudson	For	For	Management
1.9	Elect Director M.G. Morris	For	For	Management
1.10	Elect Director L.L. Nowell III	For	For	Management
1.11	Elect Director R.L. Sandor	For	For	Management
1.12	Elect Director D.G. Smith	For	For	Management
1.13	Elect Director K.D. Sullivan	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2 Ratify Auditors For For Management

AMERICAN EXPRESS CO.

Ticker: AXP Security ID: 025816109  
 Meeting Date: APR 24, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel F. Akerson	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director Ursula M. Burns	For	For	Management
1.4	Elect Director Kenneth I. Chenault	For	For	Management
1.5	Elect Director Peter Chernin	For	For	Management
1.6	Elect Director Peter R. Dolan	For	For	Management
1.7	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.8	Elect Director Jan Leschly	For	For	Management
1.9	Elect Director Ricahrd A. McGinn	For	For	Management
1.10	Elect Director Edward D. Miller	For	For	Management
1.11	Elect Director Frank P. Popoff	For	For	Management
1.12	Elect Director Robert D. Walter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit/Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Exclude Reference to Sexual Orientation from the Company's EEO Statement	Against	Against	Shareholder
6	Company-Specific -- Reimbursement of Expenses for Certain Shareholder-Nominated Director Candidates	Against	Against	Shareholder

AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107  
 Meeting Date: AUG 11, 2005 Meeting Type: Annual  
 Record Date: JUN 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M. Aidinoff	For	For	Management
1.2	Elect Director P. Chia	For	For	Management
1.3	Elect Director M. Cohen	For	Against	Management
1.4	Elect Director W. Cohen	For	For	Management
1.5	Elect Director M. Feldstein	For	For	Management
1.6	Elect Director E. Futter	For	For	Management
1.7	Elect Director S. Hammerman	For	For	Management
1.8	Elect Director C. Hills	For	For	Management
1.9	Elect Director R. Holbrooke	For	For	Management
1.10	Elect Director D. Kanak	For	For	Management
1.11	Elect Director G. Miles, Jr	For	For	Management
1.12	Elect Director M. Offit	For	For	Management
1.13	Elect Director M. Sullivan	For	For	Management
1.14	Elect Director E. Tse	For	For	Management
1.15	Elect Director F. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pei-yuan Chia	For	For	Management
1.2	Elect Director Marshall A. Cohen	For	For	Management
1.3	Elect Director Martin S. Feldstein	For	For	Management
1.4	Elect Director Ellen V. Futter	For	For	Management
1.5	Elect Director Stephen L. Hammerman	For	For	Management
1.6	Elect Director Richard C. Holbrooke	For	For	Management
1.7	Elect Director Fred H. Langhammer	For	For	Management
1.8	Elect Director George L. Miles, Jr.	For	For	Management
1.9	Elect Director Morris W. Offit	For	For	Management
1.10	Elect Director James F. Orr, III	For	For	Management
1.11	Elect Director Martin J. Sullivan	For	For	Management
1.12	Elect Director Michael H. Sutton	For	For	Management
1.13	Elect Director Edmund S.W. Tse	For	For	Management
1.14	Elect Director Robert B. Willumstad	For	For	Management
1.15	Elect Director Frank G. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

AMERIPRISE FINANCIAL, INC.

Ticker: AMP Security ID: 03076C106  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ira D. Hall	For	For	Management
1.2	Elect Director Jeffrey Noddle	For	For	Management
1.3	Elect Director Richard F. Powers, III	For	For	Management
2	Ratify Auditors	For	For	Management

AMGEN, INC.

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frederick W. Gluck	For	For	Management
1.2	Elect Director J. Paul Reason	For	For	Management
1.3	Elect Director Donald B. Rice	For	For	Management
1.4	Elect Director Leonard D. Schaeffer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Stock Retention	Against	For	Shareholder
4	Link Executive Compensation to Social Issues	Against	Against	Shareholder
5	Submit Shareholder Rights Plan (Poison	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

	Pill) to Shareholder Vote			
6	Develop an Animal Welfare Policy	Against	Against	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
8	Report on Political Contributions	For	For	Shareholder

### AMSOUTH BANCORPORATION

Ticker: ASO Security ID: 032165102  
 Meeting Date: APR 20, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martha R. Ingram	For	For	Management
1.2	Elect Director Charles D. McCrary	For	For	Management
1.3	Elect Director C. Dowd Ritter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Report on Political Contributions	Against	For	Shareholder
5	Ammend EEO Statement to Prohibit Discrimination Based on Sexual Orientation	Against	For	Shareholder

### ANADARKO PETROLEUM CORP.

Ticker: APC Security ID: 032511107  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Allison, Jr.	For	For	Management
1.2	Elect Director John W. Poduska, Sr.	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management

### APPLE COMPUTER, INC.

Ticker: AAPL Security ID: 037833100  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred D. Anderson	For	For	Management
1.2	Elect Director William V. Campbell	For	For	Management
1.3	Elect Director Millard S. Drexler	For	For	Management
1.4	Elect Director Albert A. Gore, Jr.	For	For	Management
1.5	Elect Director Steven P. Jobs	For	For	Management
1.6	Elect Director Arthur D. Levinson, Ph.D.	For	For	Management
1.7	Elect Director Jerome B. York	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Computer Recycling Policy	Against	Against	Shareholder



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

APPLIED MATERIALS, INC.

Ticker: AMAT Security ID: 038222105  
 Meeting Date: MAR 22, 2006 Meeting Type: Annual  
 Record Date: JAN 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael H. Armacost	For	For	Management
1.2	Elect Director Deborah A. Coleman	For	For	Management
1.3	Elect Director Philip V. Gerdine	For	For	Management
1.4	Elect Director Thomas J. Iannotti	For	For	Management
1.5	Elect Director Charles Y.S. Liu	For	For	Management
1.6	Elect Director James C. Morgan	For	For	Management
1.7	Elect Director Gerhard H. Parker	For	For	Management
1.8	Elect Director Willem P. Roelandts	For	For	Management
1.9	Elect Director Michael R. Splinter	For	For	Management
2	Ratify Auditors	For	For	Management

AT&T INC

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger, III	For	For	Management
1.2	Elect Director Gilbert F. Amelio	For	For	Management
1.3	Elect Director August A. Busch, III	For	For	Management
1.4	Elect Director Martin K. Eby, Jr.	For	For	Management
1.5	Elect Director James A. Henderson	For	For	Management
1.6	Elect Director Charles F. Knight	For	For	Management
1.7	Elect Director Jon C. Madonna	For	For	Management
1.8	Elect Director Lynn M. Martin	For	For	Management
1.9	Elect Director John B. McCoy	For	For	Management
1.10	Elect Director Mary S. Metz	For	For	Management
1.11	Elect Director Toni Rembe	For	For	Management
1.12	Elect Director S. Donley Ritchey	For	For	Management
1.13	Elect Director Joyce M. Roche	For	For	Management
1.14	Elect Director Randall L. Stephenson	For	For	Management
1.15	Elect Director Laura D'Andrea Tyson	For	For	Management
1.16	Elect Director Patricia P. Upton	For	For	Management
1.17	Elect Director Edward E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
5	Report on Political Contributions	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Report on Pay Disparity	Against	Against	Shareholder
8	Non-Employee Director Compensation	Against	Against	Shareholder
9	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder
10	Adopt Simple Majority Vote Requirement	Against	Against	Shareholder

AUTODESK, INC.

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: ADSK Security ID: 052769106  
 Meeting Date: JUN 8, 2006 Meeting Type: Annual  
 Record Date: APR 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director Carl Bass	For	For	Management
1.3	Elect Director Mark A. Bertelsen	For	For	Management
1.4	Elect Director Crawford W. Beveridge	For	For	Management
1.5	Elect Director J. Hallam Dawson	For	For	Management
1.6	Elect Director Michael J. Fister	For	For	Management
1.7	Elect Director Per-Kristian Halvorsen	For	For	Management
1.8	Elect Director Stevn L. Scheid	For	For	Management
1.9	Elect Director Mary Alice Taylor	For	For	Management
1.10	Elect Director Larry W. Wangberg	For	For	Management
2	Ratify Auditors	For	For	Management

### AUTODESK, INC.

Ticker: ADSK Security ID: 052769106  
 Meeting Date: NOV 10, 2005 Meeting Type: Special  
 Record Date: SEP 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Stock Option Plan	For	For	Management
2	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management

### BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director Frank P. Bramble, Sr.	For	For	Management
1.3	Elect Director John T. Collins	For	For	Management
1.4	Elect Director Gary L. Countryman	For	For	Management
1.5	Elect Director Tommy R. Franks	For	For	Management
1.6	Elect Director Paul Fulton	For	For	Management
1.7	Elect Director Charles K. Gifford	For	For	Management
1.8	Elect Director W. Steven Jones	For	For	Management
1.9	Elect Director Kenneth D. Lewis	For	For	Management
1.10	Elect Director Monica C. Lozano	For	For	Management
1.11	Elect Director Walter E. Massey	For	For	Management
1.12	Elect Director Thomas J. May	For	For	Management
1.13	Elect Director Patricia E. Mitchell	For	For	Management
1.14	Elect Director Thomas M. Ryan	For	For	Management
1.15	Elect Director O. Temple Sloan, Jr.	For	For	Management
1.16	Elect Director Meredith R. Spangler	For	For	Management
1.17	Elect Director Robert L. Tillman	For	For	Management
1.18	Elect Director Jackie M. Ward	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

4	Publish Political Contributions	Against	Against	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Provide for an Independent Chairman	Against	For	Shareholder
7	Exclude Reference to Sexual Orientation from the Company's EEO Statement	Against	Against	Shareholder

### BB&T CORPORATION

Ticker:           BBT                           Security ID: 054937107  
 Meeting Date: APR 25, 2006   Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2	Amend Nomination Procedures for the Board	For	For	Management
3.1	Elect Director Jennifer S. Banner	For	For	Management
3.2	Elect Director Nelle R. Chilton	For	For	Management
3.3	Elect Director L. Vincent Hackley	For	For	Management
3.4	Elect Director Jane P. Helm	For	For	Management
3.5	Elect Director James H. Maynard	For	For	Management
3.6	Elect Director E. Rhone Sasser	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

### BECTON, DICKINSON AND COMPANY

Ticker:           BDX                           Security ID: 075887109  
 Meeting Date: JAN 31, 2006   Meeting Type: Annual  
 Record Date: DEC 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward J. Ludwig	For	For	Management
1.2	Elect Director Willard J. Overlock, Jr.	For	For	Management
1.3	Elect Director Bertram L. Scott	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Toxic Chemicals	Against	Against	Shareholder
4	Provide for Cumulative Voting	Against	For	Shareholder

### BED BATH & BEYOND INC.

Ticker:           BBBY                           Security ID: 075896100  
 Meeting Date: JUN 29, 2006   Meeting Type: Annual  
 Record Date: MAY 2, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven H. Temares	For	For	Management
1.2	Elect Director Klaus Eppler	For	For	Management
1.3	Elect Director Fran Stoller	For	For	Management
2	Ratify Auditors	For	For	Management
3	Board Diversity	Against	Against	Shareholder
4	Adopt ILO-Based Code of Conduct	Against	For	Shareholder
5	Report on Energy Efficiency	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

6      Declassify the Board of Directors                      For              For              Management

BELLSOUTH CORP.

Ticker:              BLS                      Security ID: 079860102  
 Meeting Date: APR 24, 2006      Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. D. Ackerman	For	For	Management
1.2	Elect Director R. V. Anderson	For	For	Management
1.3	Elect Director J. H. Blanchard	For	For	Management
1.4	Elect Director J. H. Brown	For	Withhold	Management
1.5	Elect Director A. M. Codina	For	For	Management
1.6	Elect Director M. L. Feidler	For	For	Management
1.7	Elect Director K. F. Feldstein	For	For	Management
1.8	Elect Director J. P. Kelly	For	For	Management
1.9	Elect Director L. F. Mullin	For	For	Management
1.10	Elect Director R. B. Smith	For	For	Management
1.11	Elect Director W. S. Stavropoulos	For	For	Management
2	Ratify Auditors	For	For	Management
3	Political Contributions/Activities	Against	Against	Shareholder

BEST BUY CO., INC.

Ticker:              BBY                      Security ID: 086516101  
 Meeting Date: JUN 21, 2006      Meeting Type: Annual  
 Record Date: APR 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bradbury H. Anderson	For	For	Management
1.2	Elect Director Kathy J. Higgins Victor	For	For	Management
1.3	Elect Director Allen U. Lenzmeier	For	For	Management
1.4	Elect Director Frank D. Trestman	For	For	Management
2	Ratify Auditors	For	For	Management

BIOMET, INC.

Ticker:              BMET                      Security ID: 090613100  
 Meeting Date: SEP 23, 2005      Meeting Type: Annual  
 Record Date: JUL 26, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Scott Harrison	For	For	Management
1.2	Elect Director Sandra A. Lamb	For	For	Management
1.3	Elect Director Kenneth V. Miller	For	For	Management
1.4	Elect Director Niles L. Noblitt	For	For	Management
1.5	Elect Director Marilyn Tucker Quayle	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

BOEING CO., THE

Ticker: BA Security ID: 097023105  
 Meeting Date: MAY 1, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Biggs	For	For	Management
1.2	Elect Director John E. Bryson	For	For	Management
1.3	Elect Director Linda Z. Cook	For	For	Management
1.4	Elect Director William M. Daley	For	For	Management
1.5	Elect Director Kenneth M. Duberstein	For	For	Management
1.6	Elect Director John F. McDonnell	For	For	Management
1.7	Elect Director W. James McNerney, Jr.	For	For	Management
1.8	Elect Director Richard D. Nanula	For	For	Management
1.9	Elect Director Rozanne L. Ridgway	For	For	Management
1.10	Elect Director Mike S. Zafirovski	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Ratify Auditors	For	For	Management
6	Develop a Human Rights Policy	Against	For	Shareholder
7	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder
8	Report on Charitable Contributions	Against	Against	Shareholder
9	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
10	Separate Chairman and CEO Positions	Against	For	Shareholder

-----

BOULDER TOTAL RETURN FUND, INC.

Ticker: Security ID: 101541100  
 Meeting Date: MAY 12, 2006 Meeting Type: Annual  
 Record Date: MAR 22, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joel W. Looney	For	For	Management
1.2	Elect Director Dennis R. Causier	For	For	Management
1.3	Elect Director Dr. Dean L. Jacobson	For	For	Management
2	Amend Fund's Charter	For	For	Management
3	Fix Number of Directors	For	For	Management

-----

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert E. Allen	For	For	Management
1.2	Elect Director Lewis B. Campbell	For	For	Management
1.3	Elect Director Vance D. Coffman	For	For	Management
1.4	Elect Director James M. Cornelius	For	For	Management
1.5	Elect Director Peter R. Dolan	For	For	Management
1.6	Elect Director Louis J. Freeh	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.7	Elect Director Laurie H. Glimcher, M.D.	For	For	Management
1.8	Elect Director Leif Johansson	For	For	Management
1.9	Elect Director James D. Robinson, III	For	For	Management
2	Ratify Auditor	For	For	Management
3	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Claw-back of Payments under Restatements	Against	Against	Shareholder
6	Report on Animal Welfare	Against	Against	Shareholder
7	Establish Term Limits for Directors	Against	Against	Shareholder

### BURLINGTON NORTHERN SANTA FE CORP.

Ticker: BNI Security ID: 12189T104  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A.L. Boeckmann	For	For	Management
1.2	Elect Director D.G. Cook	For	For	Management
1.3	Elect Director V.S. Martinez	For	For	Management
1.4	Elect Director M.F. Racicot	For	For	Management
1.5	Elect Director R.S. Roberts	For	For	Management
1.6	Elect Director M.K. Rose	For	For	Management
1.7	Elect Director M.J. Shapiro	For	For	Management
1.8	Elect Director J.C. Watts, Jr	For	For	Management
1.9	Elect Director R.H. West	For	For	Management
1.10	Elect Director J.S. Whisler	For	For	Management
1.11	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder

### BURLINGTON RESOURCES INC.

Ticker: BR Security ID: 122014103  
 Meeting Date: MAR 30, 2006 Meeting Type: Special  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

### CA INC

Ticker: CA Security ID: 204912109  
 Meeting Date: AUG 24, 2005 Meeting Type: Annual  
 Record Date: JUL 1, 2005

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

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director	Kenneth D. Cron	For	For	Management
1.2	Elect Director	Alfonse M. D'Amato	For	For	Management
1.3	Elect Director	Gary J. Fernandes	For	For	Management
1.4	Elect Director	Robert E. La Blanc	For	For	Management
1.5	Elect Director	Jay W. Lorsch	For	For	Management
1.6	Elect Director	William E. McCracken	For	For	Management
1.7	Elect Director	Lewis S. Ranieri	For	For	Management
1.8	Elect Director	Walter P. Schuetze	For	For	Management
1.9	Elect Director	John A. Swainson	For	For	Management
1.10	Elect Director	Laura S. Unger	For	For	Management
1.11	Elect Director	Ron Zambonini	For	For	Management
2	Ratify Change in Control of Severance Policy		For	For	Management
3	Ratify Auditors		For	For	Management
4	Amend Omnibus Stock Plan		For	For	Management

### CAMPBELL SOUP CO.

Ticker: CPB                      Security ID: 134429109  
 Meeting Date: NOV 18, 2005      Meeting Type: Annual  
 Record Date: SEP 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor	
1.1	Elect Director	John F. Brock	For	For	Management
1.2	Elect Director	Edmund M. Carpenter	For	For	Management
1.3	Elect Director	Paul R. Charron	For	For	Management
1.4	Elect Director	Douglas R. Conant	For	For	Management
1.5	Elect Director	Bennett Dorrance	For	For	Management
1.6	Elect Director	Kent B. Foster	For	For	Management
1.7	Elect Director	Harvey Golub	For	For	Management
1.8	Elect Director	Randall W. Larrimore	For	For	Management
1.9	Elect Director	Philip E. Lippincott	For	For	Management
1.10	Elect Director	Mary Alice D. Malone	For	For	Management
1.11	Elect Director	Sara Mathew	For	For	Management
1.12	Elect Director	David C. Patterson	For	For	Management
1.13	Elect Director	Charles R. Perrin	For	For	Management
1.14	Elect Director	A. Barry Rand	For	For	Management
1.15	Elect Director	George Strawbridge, Jr.	For	For	Management
1.16	Elect Director	Les C. Vinney	For	For	Management
1.17	Elect Director	Charlotte C. Weber	For	For	Management
2	Ratify Auditors		For	For	Management
3	Approve Omnibus Stock Plan		For	For	Management

### CAREMARK RX, INC.

Ticker: CMX                      Security ID: 141705103  
 Meeting Date: MAY 10, 2006      Meeting Type: Annual  
 Record Date: MAR 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor	
1.1	Elect Director	C. David Brown, II	For	For	Management
1.2	Elect Director	Harris Diamond	For	For	Management
1.3	Elect Director	C.A. Lance Piccolo	For	For	Management
1.4	Elect Director	Michael D. Ware	For	For	Management
2	Report Policies For Political Contributions		Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

-----  
 CATERPILLAR INC.

Ticker: CAT Security ID: 149123101  
 Meeting Date: JUN 14, 2006 Meeting Type: Annual  
 Record Date: APR 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David R. Goode	For	For	Management
1.2	Elect Director James W. Owens	For	For	Management
1.3	Elect Director Charles D. Powell	For	For	Management
1.4	Elect Director Joshua I. Smith	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	Against	For	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder
8	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----  
 CENTERPOINT ENERGY INC.

Ticker: CNP Security ID: 15189T107  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Derrill Cody	For	For	Management
1.2	Elect Director David M. McClanahan	For	For	Management
1.3	Elect Director Robert T. O'Connell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve/Amend Executive Incentive Bonus Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Declassify the Board of Directors	Against	For	Shareholder
6	Other Business	Against	Against	Management

-----  
 CHARLES SCHWAB CORP., THE

Ticker: SCHW Security ID: 808513105  
 Meeting Date: MAY 18, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nancy H. Bechtle	For	For	Management
1.2	Elect Director C. Preston Butcher	For	For	Management
1.3	Elect Director Marjorie Magner	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Report on Impact of Flat Tax	Against	Against	Shareholder
4	Report on Political Contributions	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

6      Submit Severance Agreement (Change in      Against      For      Shareholder  
Control) to shareholder Vote

### CHEVRON CORPORATION

Ticker:            CVX                            Security ID: 166764100  
Meeting Date: APR 26, 2006      Meeting Type: Annual  
Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Samuel H. Armacost	For	For	Management
1.2	Elect Director Linnet F. Deily	For	For	Management
1.3	Elect Director Robert E. Denham	For	For	Management
1.4	Elect Director Robert J. Eaton	For	For	Management
1.5	Elect Director Sam Ginn	For	For	Management
1.6	Elect Director Franklyn G. Jenifer	For	For	Management
1.7	Elect Director Sam Nunn	For	For	Management
1.8	Elect Director David J. O'Reilly	For	For	Management
1.9	Elect Director Donald B. Rice	For	For	Management
1.10	Elect Director Peter J. Robertson	For	For	Management
1.11	Elect Director Charles R. Shoemate	For	For	Management
1.12	Elect Director Ronald D. Sugar	For	For	Management
1.13	Elect Director Carl Ware	For	For	Management
2	Ratify Auditors	For	For	Management
3	Company-Specific-Reimbursement of Stockholder Proposal	Against	For	Shareholder
4	Report on Environmental Impact of Drilling in Sensitive Areas	Against	Against	Shareholder
5	Report on Political Contributions	Against	Against	Shareholder
6	Adopt an Animal Welfare Policy	Against	Against	Shareholder
7	Adopt a Human Rights Policy	Against	For	Shareholder
8	Report on Remediation Expenses in Ecuador	Against	Against	Shareholder

### CHUBB CORP., THE

Ticker:            CB                            Security ID: 171232101  
Meeting Date: APR 25, 2006      Meeting Type: Annual  
Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Zoe Baird	For	For	Management
1.2	Elect Director Sheila P. Burke	For	For	Management
1.3	Elect Director James I. Cash, Jr.	For	For	Management
1.4	Elect Director Joel J. Cohen	For	For	Management
1.5	Elect Director James M. Cornelius	For	For	Management
1.6	Elect Director John D. Finnegan	For	For	Management
1.7	Elect Director Klaus J. Mangold	For	For	Management
1.8	Elect Director Sir David G. Scholey	For	For	Management
1.9	Elect Director Raymond G.H. Seitz	For	For	Management
1.10	Elect Director Lawrence M. Small	For	For	Management
1.11	Elect Director Daniel E. Somers	For	For	Management
1.12	Elect Director Karen Hastie Williams	For	For	Management
1.13	Elect Director Alfred W. Zollar	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

5 of Directors  
 Report on Political Contributions                      Against      Against      Shareholder

### CINCINNATI FINANCIAL CORP.

Ticker:                      CINF                      Security ID: 172062101  
 Meeting Date: MAY 6, 2006      Meeting Type: Annual  
 Record Date: MAR 8, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Bahl	For	For	Management
1.2	Elect Director James E. Benoski	For	For	Management
1.3	Elect Director Gretchen W. Price	For	For	Management
1.4	Elect Director John J. Schiff, Jr.	For	For	Management
1.5	Elect Director E. Anthony Woods	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management

### CISCO SYSTEMS, INC.

Ticker:                      CSCO                      Security ID: 17275R102  
 Meeting Date: NOV 15, 2005      Meeting Type: Annual  
 Record Date: SEP 16, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director M. Michele Burns	For	For	Management
1.3	Elect Director Larry R. Carter	For	For	Management
1.4	Elect Director John T. Chambers	For	For	Management
1.5	Elect Director Dr. John L. Hennessy	For	For	Management
1.6	Elect Director Richard M. Kovacevich	For	For	Management
1.7	Elect Director Roderick C. McGeary	For	For	Management
1.8	Elect Director James C. Morgan	For	For	Management
1.9	Elect Director John P. Morgridge	For	For	Management
1.10	Elect Director Steven M. West	For	For	Management
1.11	Elect Director Jerry Yang	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Review/Limit Executive Compensation	Against	For	Shareholder
5	Report on Pay Disparity	Against	Against	Shareholder
6	Report on Human Rights Policy	Against	Against	Shareholder

### CITIGROUP INC.

Ticker:                      C                      Security ID: 172967101  
 Meeting Date: APR 18, 2006      Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Michael Armstrong	For	For	Management
1.2	Elect Director Alain J.P. Belda	For	For	Management
1.3	Elect Director George David	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.4	Elect Director	Kenneth T. Derr	For	For	Management
1.5	Elect Director	John M. Deutch	For	For	Management
1.6	Elect Director	Roberto Hernandez Ramirez	For	For	Management
1.7	Elect Director	Ann Dibble Jordan	For	For	Management
1.8	Elect Director	Klaus Kleinfeld	For	For	Management
1.9	Elect Director	Andrew N. Liveris	For	For	Management
1.10	Elect Director	Dudley C. Mecum	For	For	Management
1.11	Elect Director	Anne M. Mulcahy	For	For	Management
1.12	Elect Director	Richard D. Parsons	For	For	Management
1.13	Elect Director	Charles Prince	For	For	Management
1.14	Elect Director	Dr. Judith Rodin	For	For	Management
1.15	Elect Director	Robert E. Rubin	For	For	Management
1.16	Elect Director	Franklin A. Thomas	For	For	Management
2	Ratify Auditors		For	For	Management
3	Reduce Supermajority Vote Requirement		For	For	Management
4	Reduce Supermajority Vote Requirement		For	For	Management
5	Reduce Supermajority Vote Requirement		For	For	Management
6	End Issuance of Options and Prohibit Repricing		Against	Against	Shareholder
7	Report on Political Contributions		Against	Against	Shareholder
8	Report on Charitable Contributions		Against	Against	Shareholder
9	Performance-Based Equity Awards		Against	For	Shareholder
10	Reimbursement of Expenses Incurred by Shareholder(s)		Against	Against	Shareholder
11	Separate Chairman and CEO Positions		Against	Against	Shareholder
12	Clawback of Payments Under Restatement		Against	Against	Shareholder

---

### CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan D. Feld	For	For	Management
1.2	Elect Director Perry J. Lewis	For	For	Management
1.3	Elect Director L. Lowry Mays	For	For	Management
1.4	Elect Director Mark P. Mays	For	For	Management
1.5	Elect Director Randall T. Mays	For	For	Management
1.6	Elect Director B. J. McCombs	For	For	Management
1.7	Elect Director Phyllis B. Riggins	For	For	Management
1.8	Elect Director Theodore H. Strauss	For	For	Management
1.9	Elect Director J. C. Watts, Jr.	For	For	Management
1.10	Elect Director John H. Williams	For	Withhold	Management
1.11	Elect Director John B. Zachry	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions	Against	For	Shareholder
4	Establish a Compensation Committee	Against	For	Shareholder

---

### COACH, INC.

Ticker: COH Security ID: 189754104  
 Meeting Date: NOV 2, 2005 Meeting Type: Annual  
 Record Date: SEP 14, 2005

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

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Joseph Ellis	For	For	Management
1.2	Elect Director Lew Frankfort	For	For	Management
1.3	Elect Director Gary Loveman	For	For	Management
1.4	Elect Director Ivan Menezes	For	For	Management
1.5	Elect Director Irene Miller	For	For	Management
1.6	Elect Director Keith Monda	For	For	Management
1.7	Elect Director Michael Murphy	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management

COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert A. Allen	For	For	Management
1.2	Elect Director Ronald W. Allen	For	For	Management
1.3	Elect Director Cathleen P. Black	For	For	Management
1.4	Elect Director Barry Diller	For	Withhold	Management
1.5	Elect Director E. Neville Isdell	For	For	Management
1.6	Elect Director Donald R. Keough	For	For	Management
1.7	Elect Director Donald F. McHenry	For	For	Management
1.8	Elect Director Sam Nunn	For	For	Management
1.9	Elect Director James D. Robinson, III	For	For	Management
1.10	Elect Director Peter V. Ueberroth	For	For	Management
1.11	Elect Director James B. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Restricted Stock Plan	For	For	Management
4	Report on Charitable Contributions	Against	Against	Shareholder
5	Review/ Report on Recycling Policy	Against	Against	Shareholder
6	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder
7	Report on Environmental Liabilities in India	Against	Against	Shareholder
8	Sponsor Independent Inquiry into Operations in Columbia	Against	Against	Shareholder

COCA-COLA ENTERPRISES INC.

Ticker: CCE Security ID: 191219104  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Calvin Darden	For	For	Management
1.2	Elect Director J. Alexander M. Douglas Jr.	For	For	Management
1.3	Elect Director Marvin J. Herb	For	For	Management
1.4	Elect Director Donna A. James	For	For	Management
1.5	Elect Director Lowry F. Kline	For	For	Management
2	Ratify Auditors	For	For	Management
3	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 4, 2006 Meeting Type: Annual  
 Record Date: MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Cahill	For	For	Management
1.2	Elect Director Jill K. Conway	For	For	Management
1.3	Elect Director Ellen M. Hancock	For	For	Management
1.4	Elect Director David W. Johnson	For	For	Management
1.5	Elect Director Richard J. Kogan	For	For	Management
1.6	Elect Director Delano E. Lewis	For	For	Management
1.7	Elect Director Reuben Mark	For	For	Management
1.8	Elect Director J. Pedro Reinhard	For	For	Management
1.9	Elect Director Howard B. Wentz, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Stock Option Plan	For	For	Management
4	Separate Chairman and CEO Positions	Against	Against	Shareholder
5	Performance-Based Equity Awards	Against	For	Shareholder

COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101  
 Meeting Date: MAY 18, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph J. Collins	For	For	Management
1.7	Elect Director J. Michael Cook	For	For	Management
1.8	Elect Director Jeffrey A. Honickman	For	For	Management
1.9	Elect Director Brian L. Roberts	For	For	Management
1.10	Elect Director Ralph J. Roberts	For	For	Management
1.11	Elect Director Judith Rodin	For	For	Management
1.12	Elect Director Michael I. Sovern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Restricted Stock Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management
6	Put Repricing of Stock Options to Shareholder Vote	Against	Against	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder
8	Limit Executive Compensation	Against	Against	Shareholder
9	Company-Specific-Adopt Recapitalization Plan	Against	For	Shareholder
10	Establish Other Board Committee	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

CONAGRA FOODS INC.

Ticker: CAG Security ID: 205887102  
 Meeting Date: SEP 22, 2005 Meeting Type: Annual  
 Record Date: JUL 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard G. Buffett	For	For	Management
1.2	Elect Director John T. Chain, Jr.	For	For	Management
1.3	Elect Director Ronald W. Roskens	For	For	Management
1.4	Elect Director Kenneth E. Stinson	For	Withhold	Management
2	Declassify the Board of Directors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Ratify Auditors	For	Against	Management
6	Report on Feasibility of Improving Animal Welfare Standards	Against	Against	Shareholder
7	Report on Genetically Modified Organisms (GMO)	Against	Against	Shareholder
8	Review/Limit Executive Compensation	Against	Against	Shareholder

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Armitage	For	For	Management
1.2	Elect Director Richard H. Auchinleck	For	For	Management
1.3	Elect Director Harald J. Norvik	For	For	Management
1.4	Elect Director William K. Reilly	For	For	Management
1.5	Elect Director Victoria J. Tschinkel	For	For	Management
1.6	Elect Director Kathryn C. Turner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report Damage Resulting From Drilling Inside the National Petroleum Reserve	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Submit Supplemental Executive Retirement Plans to Shareholder vote	Against	For	Shareholder
6	Report Accountability for Company's Environmental Impacts due to Operation	Against	Against	Shareholder
7	Non-Employee Director Compensation	Against	Against	Shareholder

CORNING INC.

Ticker: GLW Security ID: 219350105  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James B. Flaws	For	For	Management
1.2	Elect Director James R. Houghton	For	For	Management
1.3	Elect Director James J. O'Connor	For	For	Management
1.4	Elect Director Deborah D. Rieman	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.5	Elect Director Peter F. Volanakis	For	For	Management
1.6	Elect Director Padmasree Warrior	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	Against	For	Shareholder

-----

### COUNTRYWIDE FINANCIAL CORP.

Ticker: CFC Security ID: 222372104  
 Meeting Date: JUN 14, 2006 Meeting Type: Annual  
 Record Date: APR 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathleen Brown	For	For	Management
1.2	Elect Director Jeffrey M. Cunningham	For	For	Management
1.3	Elect Director Martin R. Melone	For	For	Management
1.4	Elect Director Robert T. Parry	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Approve Report of the Compensation Committee	Against	For	Shareholder

-----

### CSX CORP.

Ticker: CSX Security ID: 126408103  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Elizabeth E. Bailey	For	For	Management
1.2	Elect Director John B. Breaux	For	For	Management
1.3	Elect Director Edward J. Kelly, III	For	For	Management
1.4	Elect Director Robert D. Kunisch	For	For	Management
1.5	Elect Director Southwood J. Morcott	For	For	Management
1.6	Elect Director David M. Ratcliffe	For	For	Management
1.7	Elect Director William C. Richardson	For	For	Management
1.8	Elect Director Frank S. Royal, M.D.	For	For	Management
1.9	Elect Director Donald J. Shepard	For	For	Management
1.10	Elect Director Michael J. Ward	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Reduce Supermajority Vote Requirement	For	For	Management
6	Separate Chairman and CEO Positions	Against	Against	Shareholder

-----

### D.R. HORTON, INC.

Ticker: DHI Security ID: 23331A109  
 Meeting Date: JAN 26, 2006 Meeting Type: Annual

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: DEC 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald R. Horton	For	For	Management
1.2	Elect Director Bradley S. Anderson	For	For	Management
1.3	Elect Director Michael R. Buchanan	For	For	Management
1.4	Elect Director Richard I. Galland	For	For	Management
1.5	Elect Director Michael W. Hewatt	For	For	Management
1.6	Elect Director Donald J. Tomnitz	For	For	Management
1.7	Elect Director Bill W. Wheat	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Report on Energy Efficiency	Against	Against	Shareholder
5	Other Business	For	Against	Management

-----

DANAHER CORP.

Ticker: DHR Security ID: 235851102  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mortimer M. Caplin	For	For	Management
1.2	Elect Director Donald J. Ehrlich	For	For	Management
1.3	Elect Director Linda P. Hefner	For	For	Management
1.4	Elect Director Walter G. Lohr, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

-----

DELL INC.

Ticker: DELL Security ID: 24702R101  
 Meeting Date: JUL 15, 2005 Meeting Type: Annual  
 Record Date: MAY 20, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Carty	For	For	Management
1.2	Elect Director Michael S. Dell	For	For	Management
1.3	Elect Director William H. Gray, III	For	For	Management
1.4	Elect Director Judy C. Lewent	For	For	Management
1.5	Elect Director Thomas W. Luce, III	For	For	Management
1.6	Elect Director Klaus S. Luft	For	For	Management
1.7	Elect Director Alex J. Mandl	For	For	Management
1.8	Elect Director Michael A. Miles	For	For	Management
1.9	Elect Director Samuel A. Nunn, Jr.	For	For	Management
1.10	Elect Director Kevin B. Rollins	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Expense Stock Options	Against	For	Shareholder

-----

DEVON ENERGY CORP.

Ticker: DVN Security ID: 25179M103



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: JUN 7, 2006 Meeting Type: Annual

Record Date: APR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert L. Howard	For	For	Management
1.2	Elect Director Micheal M. Kanovsky	For	For	Management
1.3	Elect Director J. Todd Mitchell	For	For	Management
1.4	Elect Director Larry Nichols	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

DOVER CORP.

Ticker: DOV Security ID: 260003108

Meeting Date: APR 18, 2006 Meeting Type: Annual

Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D.H. Benson	For	For	Management
1.2	Elect Director R.W. Cremin	For	For	Management
1.3	Elect Director J-P.M. Ergas	For	For	Management
1.4	Elect Director K.C. Graham	For	For	Management
1.5	Elect Director R.L. Hoffman	For	For	Management
1.6	Elect Director J.L. Koley	For	For	Management
1.7	Elect Director R.K. Lochridge	For	For	Management
1.8	Elect Director T.L. Reece	For	For	Management
1.9	Elect Director B.G. Rethore	For	For	Management
1.10	Elect Director M.B. Stubbs	For	For	Management
1.11	Elect Director M.A. Winston	For	For	Management
2	Other Business	For	Against	Management

DOW CHEMICAL COMPANY, THE

Ticker: DOW Security ID: 260543103

Meeting Date: MAY 11, 2006 Meeting Type: Annual

Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jacqueline K. Barton	For	For	Management
1.2	Elect Director James A. Bell	For	For	Management
1.3	Elect Director Barbara Hackman Franklin	For	For	Management
1.4	Elect Director Andrew N. Liveris	For	For	Management
1.5	Elect Director Geoffery E. Merszei	For	For	Management
1.6	Elect Director J. Pedro Reinhard	For	For	Management
1.7	Elect Director Ruth G. Shaw	For	For	Management
1.8	Elect Director Paul G. Stern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Remediation Policies in Bhopal	Against	Against	Shareholder
4	Report on Genetically Modified Organisms	Against	Against	Shareholder
5	Evaluate Potential Links Between Company Products and Asthma	Against	Against	Shareholder
6	Report on Security of Chemical Facilities	Against	Against	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

DUKE ENERGY CORP.

Ticker: DUK Security ID: 264399106  
 Meeting Date: MAR 10, 2006 Meeting Type: Special  
 Record Date: JAN 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management

E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J.P. Belda	For	For	Management
1.2	Elect Director Richard H. Brown	For	For	Management
1.3	Elect Director Curtis J. Crawford	For	For	Management
1.4	Elect Director John T. Dillon	For	For	Management
1.5	Elect Director Eleuthere I. du Pont	For	For	Management
1.6	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.7	Elect Director Lois D. Juliber	For	For	Management
1.8	Elect Director Masahisa Naitoh	For	For	Management
1.9	Elect Director Sean O'Keefe	For	For	Management
1.10	Elect Director William K. Reilly	For	For	Management
1.11	Elect Director Charles M. Vest	For	For	Management
2	Ratify Auditors	For	For	Management
3	Review Executive Compensation	Against	Against	Shareholder
4	Report on Genetically Modified Organisms	Against	Against	Shareholder
5	Performance-Based	Against	For	Shareholder
6	Report on Feasibility of Phasing out PFOA	Against	For	Shareholder
7	Report on Security of Chemical Facilities	Against	Against	Shareholder

EBAY INC.

Ticker: EBAY Security ID: 278642103  
 Meeting Date: JUN 13, 2006 Meeting Type: Annual  
 Record Date: APR 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William C. Ford, Jr.	For	For	Management
1.2	Elect Director Dawn G. Lepore	For	For	Management
1.3	Elect Director Pierre M. Omidyar	For	For	Management
1.4	Elect Director Richard T. Sclosberg, III	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

EDISON INTERNATIONAL

Ticker: EIX Security ID: 281020107  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director France A. Cordova	For	For	Management
1.3	Elect Director Charles B. Curtis	For	For	Management
1.4	Elect Director Bradford M. Freeman	For	For	Management
1.5	Elect Director Bruce Karatz	For	For	Management
1.6	Elect Director Luis G. Nogales	For	For	Management
1.7	Elect Director Ronald L. Olson	For	For	Management
1.8	Elect Director James M. Rosser	For	For	Management
1.9	Elect Director Richard T. Schlosberg, III	For	For	Management
1.10	Elect Director Robert H. Smith	For	For	Management
1.11	Elect Director Thomas C. Sutton	For	For	Management
2	Amend Articles To Eliminate Fair Price Provision	For	For	Management
3	Adopt Simple Majority Vote Requirement	Against	Against	Shareholder

-----

EL PASO CORP

Ticker: EP Security ID: 28336L109  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juan Carlos Braniff	For	For	Management
1.2	Elect Director James L. Dunlap	For	For	Management
1.3	Elect Director Douglas L. Foshee	For	For	Management
1.4	Elect Director Robert W. Goldman	For	For	Management
1.5	Elect Director Anthony W. Hall, Jr.	For	For	Management
1.6	Elect Director Thomas R. Hix	For	For	Management
1.7	Elect Director William H. Joyce	For	For	Management
1.8	Elect Director Ronald L. Kuehn, Jr.	For	For	Management
1.9	Elect Director Ferrell P. McClean	For	For	Management
1.10	Elect Director J. Michael Talbert	For	For	Management
1.11	Elect Director Robert F. Vagt	For	For	Management
1.12	Elect Director John L. Whitmire	For	For	Management
1.13	Elect Director Joe B. Wyatt	For	For	Management
2	Provide for Cumulative Voting	Against	For	Shareholder
3	Increase Disclosure of Executive Compensation	Against	For	Shareholder

-----

ELECTRONIC DATA SYSTEMS CORP.

Ticker: EDS Security ID: 285661104  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Roy Dunbar	For	For	Management
1.2	Elect Director Roger A. Enrico	For	For	Management
1.3	Elect Director S. Malcolm Gillis	For	For	Management
1.4	Elect Director Ray J. Groves	For	For	Management
1.5	Elect Director Ellen M. Hancock	For	For	Management
1.6	Elect Director Jeffrey M. Heller	For	For	Management
1.7	Elect Director Ray L. Hunt	For	For	Management
1.8	Elect Director Michael H. Jordan	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.9	Elect Director Edward A. Kangas	For	For	Management
1.10	Elect Director R. David Yost	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	Against	Shareholder

### ELI LILLY AND CO.

Ticker: LLY                      Security ID: 532457108  
 Meeting Date: APR 24, 2006      Meeting Type: Annual  
 Record Date: FEB 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martin S. Feldstein, Ph.D.	For	For	Management
1.2	Elect Director J. Erik Fyrwald	For	For	Management
1.3	Elect Director Ellen R. Marram	For	For	Management
1.4	Elect Director Sidney Taurel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Animal Welfare Policy	Against	Against	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder
5	Declassify the Board of Directors	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### EMC CORP.

Ticker: EMC                      Security ID: 268648102  
 Meeting Date: MAY 4, 2006      Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gail Deegan	For	For	Management
1.2	Elect Director Olli-Pekka Kallasvuo	For	For	Management
1.3	Elect Director Windle B. Priem	For	For	Management
1.4	Elect Director Alfred M. Zeien	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder
5	Declassify the Board of Directors	Against	For	Shareholder
6	Limit Composition of Committee(s) to Independent Directors	Against	Against	Shareholder

### EMERSON ELECTRIC CO.

Ticker: EMR                      Security ID: 291011104  
 Meeting Date: FEB 7, 2006      Meeting Type: Annual  
 Record Date: NOV 29, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. A. Busch, III	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director A. F. Golden	For	Withhold	Management
1.3	Elect Director V. R. Loucks, Jr	For	For	Management
1.4	Elect Director J. B. Menzer	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

### EOG RESOURCES, INC.

Ticker: EOG Security ID: 26875P101  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George A. Alcorn	For	For	Management
1.2	Elect Director Charles R. Crisp	For	For	Management
1.3	Elect Director Mark G. Papa	For	For	Management
1.4	Elect Director Edmund P. Segner, III	For	For	Management
1.5	Elect Director William D. Stevens	For	For	Management
1.6	Elect Director H. Leighton Steward	For	For	Management
1.7	Elect Director Donald F. Textor	For	For	Management
1.8	Elect Director Frank G. Wisner	For	For	Management
2	Ratify Auditors	For	For	Management

### EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 31, 2006 Meeting Type: Annual  
 Record Date: APR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Boskin	For	For	Management
1.2	Elect Director William W. George	For	For	Management
1.3	Elect Director James R. Houghton	For	Withhold	Management
1.4	Elect Director William R. Howell	For	Withhold	Management
1.5	Elect Director Reatha Clark King	For	Withhold	Management
1.6	Elect Director Philip E. Lippincott	For	For	Management
1.7	Elect Director Henry A. McKinnell, Jr.	For	For	Management
1.8	Elect Director Marilyn Carlson Nelson	For	For	Management
1.9	Elect Director Samuel J. Palmisano	For	For	Management
1.10	Elect Director Walter V. Shipley	For	Withhold	Management
1.11	Elect Director J. Stephen Simon	For	For	Management
1.12	Elect Director Rex W. Tillerson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Company-Specific-Nominate Independent Director with Industry Experience	Against	Against	Shareholder
6	Require Director Nominee Qualifications	Against	Against	Shareholder
7	Non-Employee Director Compensation	Against	Against	Shareholder
8	Separate Chairman and CEO Positions	Against	Abstain	Shareholder
9	Review Executive Compensation	Against	Against	Shareholder
10	Link Executive Compensation to Social Issues	Against	Against	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

11	Report on Political Contributions	Against	Against	Shareholder
12	Report on Charitable Contributions	Against	Against	Shareholder
13	Amend Equal Employment Opportunity Policy to Prohibit Discrimination Based on Sexual Orientation	Against	For	Shareholder
14	Report on Damage Resulting from Drilling for Oil and gas in Protected Areas	Against	Against	Shareholder
15	Report Accountability for Company's Environmental Impacts due to Operation	Against	Against	Shareholder

---

### FEDEX CORPORATION

Ticker: FDX                      Security ID: 31428X106  
 Meeting Date: SEP 26, 2005      Meeting Type: Annual  
 Record Date: AUG 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James L. Barksdale	For	For	Management
1.2	Elect Director August A. Busch, IV	For	For	Management
1.3	Elect Director John A. Edwardson	For	For	Management
1.4	Elect Director Judith L. Estrin	For	For	Management
1.5	Elect Director J. Kenneth Glass	For	For	Management
1.6	Elect Director Philip Greer	For	For	Management
1.7	Elect Director J. R. Hyde, III	For	For	Management
1.8	Elect Director Shirley A. Jackson	For	For	Management
1.9	Elect Director Charles T. Manatt	For	For	Management
1.10	Elect Director Frederick W. Smith	For	For	Management
1.11	Elect Director Joshua I. Smith	For	For	Management
1.12	Elect Director Paul S. Walsh	For	For	Management
1.13	Elect Director Peter S. Willmott	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Simple Majority Vote	Against	For	Shareholder
5	Report on Corporate Political Contributions	Against	Against	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

---

### FIFTH THIRD BANCORP

Ticker: FITB                      Security ID: 316773100  
 Meeting Date: MAR 28, 2006      Meeting Type: Annual  
 Record Date: JAN 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Barrett	For	Withhold	Management
1.2	Elect Director George A. Schaefer, Jr.	For	Withhold	Management
1.3	Elect Director John J. Schiff, Jr.	For	Withhold	Management
1.4	Elect Director Dudley S. Taft	For	Withhold	Management
2	Amend Articles/Bylaws/Eliminate super-majority voting requirements	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

-----  
 FIRST DATA CORP.

Ticker: FDC Security ID: 319963104  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Burnham	For	For	Management
1.2	Elect Director Jack M. Greenberg	For	For	Management
1.3	Elect Director Courtney F. Jones	For	For	Management
1.4	Elect Director Charles T. Russell	For	For	Management
2	Elect Director David A. Coulter	For	For	Management
3	Elect Director Henry C. Duques	For	For	Management
4	Elect Director Peter B. Ellwood	For	For	Management
5	Ratify Auditors	For	For	Management

-----  
 FISERV, INC.

Ticker: FISV Security ID: 337738108  
 Meeting Date: MAY 24, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Kearney	For	For	Management
1.2	Elect Director Jeffery W. Yabuki	For	For	Management
1.3	Elect Director L. William Seidman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----  
 FORD MOTOR COMPANY

Ticker: F Security ID: 345370860  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R.H. Bond	For	Withhold	Management
1.2	Elect Director Stephen G. Butler	For	For	Management
1.3	Elect Director Kimberly A. Casiano	For	For	Management
1.4	Elect Director Edsel B. Ford, II	For	For	Management
1.5	Elect Director William Clay Ford, Jr.	For	For	Management
1.6	Elect Director Irvine O. Hockaday, Jr.	For	For	Management
1.7	Elect Director Richard A. Manoogian	For	For	Management
1.8	Elect Director Ellen R. Marram	For	For	Management
1.9	Elect Director Homer A. Neal	For	For	Management
1.10	Elect Director Jorma Ollila	For	For	Management
1.11	Elect Director Robert E. Rubin	For	Withhold	Management
1.12	Elect Director John L. Thornton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
4	Report Influence on Government Regulation	Against	Against	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

	of Fuel Economy Standards			
5	Provide for Cumulative Voting	Against	For	Shareholder
6	Link Executive Compensation to Social Issues	Against	Against	Shareholder
7	Company-Specific -- Approve Recapitalization Plan	Against	For	Shareholder
8	Scientific Report on Global Warming	Against	Against	Shareholder
9	EEOC - Exclude Reference to Privacy Issues Related to Sexual Interests, Activities or Orientation	Against	Against	Shareholder
10	Separate Chairman and CEO Positions	Against	For	Shareholder

### FORTUNE BRANDS, INC.

Ticker: FO Security ID: 349631101  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patricia O. Ewers	For	For	Management
1.2	Elect Director Eugene A. Renna	For	For	Management
1.3	Elect Director David M. Thomas	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

### FREDDIE MAC

Ticker: FRE Security ID: 313400301  
 Meeting Date: JUL 15, 2005 Meeting Type: Annual  
 Record Date: MAY 27, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Geoffrey T. Boisi	For	For	Management
1.3	Elect Director Joan E. Donoghue	For	For	Management
1.4	Elect Director Michelle Engler	For	For	Management
1.5	Elect Director Richard Karl Goeltz	For	For	Management
1.6	Elect Director Thomas S. Johnson	For	For	Management
1.7	Elect Director William M. Lewis, Jr.	For	For	Management
1.8	Elect Director Eugene M. Mcquade	For	For	Management
1.9	Elect Director Shaun F. O'Malley	For	For	Management
1.10	Elect Director Ronald F. Poe	For	For	Management
1.11	Elect Director Stephen A. Ross	For	For	Management
1.12	Elect Director Richard F. Syron	For	For	Management
1.13	Elect Director William J. Turner	For	For	Management
2	Ratify Auditors	For	For	Management

### FREESCALE SEMICONDUCTOR, INC.

Ticker: FSL Security ID: 35687M206  
 Meeting Date: APR 21, 2006 Meeting Type: Annual



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenin Kennedy	For	For	Management
1.2	Elect Director Michael Mayer	For	For	Management
2	Ratify Auditors	For	For	Management

GENERAL AMERICAN INVESTORS CO., INC.

Ticker: Security ID: 368802104  
 Meeting Date: APR 12, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mr. Buettenwieser	For	For	Management
1.2	Elect Director Mr. Cullman	For	For	Management
1.3	Elect Director Mr. Davidson	For	For	Management
1.4	Elect Director Dr. Edelman	For	For	Management
1.5	Elect Director Mr. Gordan	For	For	Management
1.6	Elect Director Mr. Pivirotto	For	For	Management
1.7	Elect Director Ms. Shuman	For	For	Management
1.8	Elect Director Mr. Stewart	For	For	Management
1.9	Elect Director Mr. Troubh	For	For	Management
2	Ratify Auditors	For	For	Management

GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director N.D. Chabraja	For	For	Management
1.2	Elect Director J.S. Crown	For	For	Management
1.3	Elect Director W.P. Fricks	For	For	Management
1.4	Elect Director C.H. Goodman	For	For	Management
1.5	Elect Director J.L. Johnson	For	For	Management
1.6	Elect Director G.A. Joulwan	For	For	Management
1.7	Elect Director P.G. Kaminski	For	For	Management
1.8	Elect Director J.M. Keane	For	For	Management
1.9	Elect Director D.J. Lucas	For	For	Management
1.10	Elect Director L.L. Lyles	For	For	Management
1.11	Elect Director C.E. Mundy, Jr.	For	For	Management
1.12	Elect Director R. Walmsley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Disqualification of Directors Who Fail to Receive Majority Vote	Against	For	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Report Political Contributions	Against	For	Shareholder
7	Sustainability Report	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director Sir William M. Castell	For	For	Management
1.3	Elect Director Ann M. Fudge	For	For	Management
1.4	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.5	Elect Director Jeffrey R. Immelt	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Alan G. Lafley	For	For	Management
1.8	Elect Director Robert W. Lane	For	For	Management
1.9	Elect Director Ralph S. Larsen	For	For	Management
1.10	Elect Director Rochelle B. Lazarus	For	For	Management
1.11	Elect Director Sam Nunn	For	For	Management
1.12	Elect Director Roger S. Penske	For	For	Management
1.13	Elect Director Robert J. Swieringa	For	For	Management
1.14	Elect Director Douglas A. Warner, III	For	For	Management
1.15	Elect Director Robert C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	Against	Shareholder
4	Adopt Policy on Overboarded Directors	Against	For	Shareholder
5	Company-Specific -- One Director from the Ranks of the Retirees	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	Against	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	Against	Shareholder
8	Report on Environmental Policies	Against	Against	Shareholder

-----

GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104  
 Meeting Date: SEP 26, 2005 Meeting Type: Annual  
 Record Date: JUL 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Danos	For	For	Management
1.2	Elect Director William T. Esrey	For	For	Management
1.3	Elect Director Raymond V. Gilmartin	For	For	Management
1.4	Elect Director Judith Richards Hope	For	For	Management
1.5	Elect Director Heidi G. Miller	For	For	Management
1.6	Elect Director H. Ochoa-Brillembourg	For	For	Management
1.7	Elect Director Steve Odland	For	For	Management
1.8	Elect Director Michael D. Rose	For	For	Management
1.9	Elect Director Robert L. Ryan	For	For	Management
1.10	Elect Director Stephen W. Sanger	For	For	Management
1.11	Elect Director A. Michael Spence	For	For	Management
1.12	Elect Director Dorothy A. Terrell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Hire Advisor/Maximize Shareholder Value	Against	Against	Shareholder

-----

GILEAD SCIENCES, INC.

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: GILD Security ID: 375558103  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 22, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Berg	For	For	Management
1.2	Elect Director John F. Cogan	For	For	Management
1.3	Elect Director Etienne F. Davignon	For	For	Management
1.4	Elect Director James M. Denny	For	For	Management
1.5	Elect Director John W. Madigan	For	For	Management
1.6	Elect Director John C. Martin	For	For	Management
1.7	Elect Director Gordon E. Moore	For	For	Management
1.8	Elect Director Nicholas G. Moore	For	For	Management
1.9	Elect Director Gayle E. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Increase Authorized Common Stock	For	For	Management
6	Report on Impact of HIV/AIDS, TB, and Malaria Pandemics	Against	For	Shareholder

### GILLETTE CO., THE

Ticker: G Security ID: 375766102  
 Meeting Date: JUL 12, 2005 Meeting Type: Special  
 Record Date: MAY 19, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

### GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAR 31, 2006 Meeting Type: Annual  
 Record Date: JAN 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lloyd C. Blankfein	For	For	Management
1.2	Elect Director Lord Browne Ofmadingley	For	For	Management
1.3	Elect Director John H. Bryan	For	For	Management
1.4	Elect Director Claes Dahlback	For	For	Management
1.5	Elect Director Stephen Friedman	For	For	Management
1.6	Elect Director William W. George	For	For	Management
1.7	Elect Director James A. Johnson	For	For	Management
1.8	Elect Director Lois D. Juliber	For	For	Management
1.9	Elect Director Edward M. Liddy	For	For	Management
1.10	Elect Director Henry M. Paulson, Jr.	For	For	Management
1.11	Elect Director Ruth J. Simmons	For	For	Management
2	Amend Restricted Partner Compensation Plan	For	For	Management
3	Ratify Auditors	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

H. J. HEINZ CO.

Ticker:           HNZ                           Security ID: 423074103  
 Meeting Date: AUG 23, 2005   Meeting Type: Annual  
 Record Date: JUN 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William R. Johnson	For	For	Management
1.2	Elect Director Charles E. Bunch	For	For	Management
1.3	Elect Director Mary C. Choksi	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr.	For	For	Management
1.5	Elect Director Peter H. Coors	For	For	Management
1.6	Elect Director Edith E. Holiday	For	For	Management
1.7	Elect Director Candace Kendle	For	For	Management
1.8	Elect Director Dean R. O' Hare	For	For	Management
1.9	Elect Director Lynn C. Swann	For	For	Management
1.10	Elect Director Thomas J. Usher	For	For	Management
2	Ratify Auditors	For	For	Management
3	Hire Advisor/Maximize Shareholder Value	Against	Against	Shareholder
4	Adopt Simple Majority Vote	Against	For	Shareholder

HALLIBURTON CO.

Ticker:           HAL                           Security ID: 406216101  
 Meeting Date: MAY 17, 2006   Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan M. Bennett	For	For	Management
1.2	Elect Director James R. Boyd	For	For	Management
1.3	Elect Director Robert L. Crandall	For	For	Management
1.4	Elect Director Kenneth T. Derr	For	For	Management
1.5	Elect Director S.Malcolm Gillis	For	For	Management
1.6	Elect Director W.R. Howell	For	For	Management
1.7	Elect Director Ray L. Hunt	For	For	Management
1.8	Elect Director David J. Lesar	For	For	Management
1.9	Elect Director J.Landis Martin	For	For	Management
1.10	Elect Director Jay A. Precourt	For	For	Management
1.11	Elect Director Debra L. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Terms of Severance Payments to Executives	For	For	Management
5	Review Human Rights Standards	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Amend Terms of Existing Poison Pill	Against	Against	Shareholder

HARLEY-DAVIDSON, INC.

Ticker:           HDI                           Security ID: 412822108  
 Meeting Date: APR 29, 2006   Meeting Type: Annual  
 Record Date: MAR 9, 2006

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

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Jeffrey L. Bluestein	For	For	Management
1.2	Elect Director Donald A. James	For	For	Management
1.3	Elect Director James A. Norling	For	For	Management
1.4	Elect Director James L. Ziemer	For	For	Management
2	Ratify Auditors	For	For	Management

### HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker:           HIG                           Security ID: 416515104  
Meeting Date: MAY 17, 2006   Meeting Type: Annual  
Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ramani Ayer	For	For	Management
1.2	Elect Director Ramon de Oliveira	For	For	Management
1.3	Elect Director Edward J. Kelly, III	For	For	Management
1.4	Elect Director Paul G. Kirk, Jr	For	For	Management
1.5	Elect Director Thomas M. Marra	For	For	Management
1.6	Elect Director Gail J. McGovern	For	For	Management
1.7	Elect Director Michael G. Morris	For	For	Management
1.8	Elect Director Robert W. Selander	For	For	Management
1.9	Elect Director Charles B. Strauss	For	For	Management
1.10	Elect Director H. Patrick Swygert	For	For	Management
1.11	Elect Director David K. Zwiener	For	For	Management
2	Ratify Auditors	For	For	Management

### HEALTH MANAGEMENT ASSOCIATES, INC.

Ticker:           HMA                           Security ID: 421933102  
Meeting Date: FEB 21, 2006   Meeting Type: Annual  
Record Date: DEC 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Schoen	For	For	Management
1.2	Elect Director Joseph V. Vumbacco	For	For	Management
1.3	Elect Director Kent P. Dauten	For	For	Management
1.4	Elect Director Donald E. Kiernan	For	For	Management
1.5	Elect Director Robert A. Knox	For	For	Management
1.6	Elect Director William E. Mayberry, M.D.	For	For	Management
1.7	Elect Director Vicki A. O'Meara	For	For	Management
1.8	Elect Director William C. Steere, Jr.	For	For	Management
1.9	Elect Director Randolph W. Westerfield, Ph.D.	For	For	Management
2	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### HEWLETT-PACKARD CO.

Ticker:           HPQ                           Security ID: 428236103  
Meeting Date: MAR 15, 2006   Meeting Type: Annual  
Record Date: JAN 17, 2006

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director P.C. Dunn	For	For	Management
1.2	Elect Director L.T. Babbio, Jr.	For	For	Management
1.3	Elect Director S.M. Baldauf	For	For	Management
1.4	Elect Director R.A. Hackborn	For	For	Management
1.5	Elect Director J.H. Hammergren	For	For	Management
1.6	Elect Director M.V. Hurd	For	For	Management
1.7	Elect Director G.A. Keyworth II	For	For	Management
1.8	Elect Director T.J. Perkins	For	For	Management
1.9	Elect Director R.L. Ryan	For	For	Management
1.10	Elect Director L.S. Salhany	For	For	Management
1.11	Elect Director R.P. Wayman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Claw-Back of Payments under Restatement	Against	Against	Shareholder

---

### HILTON HOTELS CORP.

Ticker: HLT Security ID: 432848109  
 Meeting Date: MAY 24, 2006 Meeting Type: Annual  
 Record Date: MAR 29, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Christine Garvey	For	For	Management
1.2	Elect Director Peter M. George	For	For	Management
1.3	Elect Director Barron Hilton	For	For	Management
1.4	Elect Director John L. Notter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

---

### HOME DEPOT, INC. (THE)

Ticker: HD Security ID: 437076102  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brenneman	For	Withhold	Management
1.2	Elect Director John L. Clendenin	For	Withhold	Management
1.3	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.4	Elect Director Milledge A. Hart, III	For	Withhold	Management
1.5	Elect Director Bonnie G. Hill	For	Withhold	Management
1.6	Elect Director Laban P. Jackson, Jr.	For	Withhold	Management
1.7	Elect Director Lawrence R. Johnston	For	Withhold	Management
1.8	Elect Director Kenneth G. Langone	For	Withhold	Management
1.9	Elect Director Angelo R. Mozilo	For	For	Management
1.10	Elect Director Robert L. Nardelli	For	Withhold	Management
1.11	Elect Director Thomas J. Ridge	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Increase Disclosure of Executive Compensation	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

4	Report on EEOC-Related Activities	Against	For	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Submit Supplemental Executive Retirement Plans to Shareholder vote	Against	For	Shareholder
8	Report on Political Contributions	Against	For	Shareholder
9	Increase Disclosure of Executive Compensation	Against	For	Shareholder
10	Affirm Political Non-partisanship	Against	Against	Shareholder

### HONEYWELL INTERNATIONAL, INC.

Ticker:            HON                    Security ID: 438516106  
Meeting Date: APR 24, 2006    Meeting Type: Annual  
Record Date:    FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gordon M. Bethune	For	For	Management
1.2	Elect Director Jaime Chico Pardo	For	For	Management
1.3	Elect Director David M. Cote	For	For	Management
1.4	Elect Director D. Scott Davis	For	For	Management
1.5	Elect Director Linnet F. Deily	For	For	Management
1.6	Elect Director Clive R. Hollick	For	For	Management
1.7	Elect Director James J. Howard	For	For	Management
1.8	Elect Director Bruce Karatz	For	For	Management
1.9	Elect Director Russell E. Palmer	For	For	Management
1.10	Elect Director Ivan G. Seidenberg	For	For	Management
1.11	Elect Director Bradley T. Sheares	For	For	Management
1.12	Elect Director Eric K. Shinseki	For	For	Management
1.13	Elect Director John R. Stafford	For	For	Management
1.14	Elect Director Michael W. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Compensation- Director Compensation	Against	Against	Shareholder
7	Claw-back of Payments under Restatements	Against	For	Shareholder
8	Report on Public Welfare Initiative	Against	Against	Shareholder
9	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder

### ILLINOIS TOOL WORKS INC.

Ticker:            ITW                    Security ID: 452308109  
Meeting Date: MAY 5, 2006    Meeting Type: Annual  
Record Date:    MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger	For	For	Management
1.2	Elect Director Michael J. Birck	For	For	Management
1.3	Elect Director Marvin D. Brailsford	For	For	Management
1.4	Elect Director Susan Crown	For	For	Management
1.5	Elect Director Don H. Davis, Jr.	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.6	Elect Director Robert C. McCormack	For	For	Management
1.7	Elect Director Robert S. Morrison	For	For	Management
1.8	Elect Director James A. Skinner	For	For	Management
1.9	Elect Director Harold B. Smith	For	For	Management
1.10	Elect Director David B. Speer	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Adopt/ Implement China Principles	Against	Against	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

INTEL CORP.

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Craig R. Barrett	For	For	Management
2	Elect Director Charlene Barshefsky	For	For	Management
3	Elect Director E. John P. Browne	For	For	Management
4	Elect Director D. James Guzy	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Jane E. Shaw	For	For	Management
10	Elect Director John L. Thornton	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Rescind Fair Price Provision	For	For	Management
13	Amend Articles/Bylaws/Repeal Supermajority Vote	For	For	Management
14	Ratify Auditors	For	For	Management
15	Approve Omnibus Stock Plan	For	For	Management
16	Approve Qualified Employee Stock Purchase Plan	For	For	Management

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cathleen Black	For	For	Management
1.2	Elect Director Kenneth I. Chenault	For	For	Management
1.3	Elect Director Juergen Dormann	For	For	Management
1.4	Elect Director Michael L. Eskew	For	Withhold	Management
1.5	Elect Director Shirley Ann Jackson	For	For	Management
1.6	Elect Director Minoru Makihara	For	For	Management
1.7	Elect Director Lucio A. Noto	For	For	Management
1.8	Elect Director James W. Owens	For	For	Management
1.9	Elect Director Samuel J. Palmisano	For	For	Management
1.10	Elect Director Joan E. Spero	For	For	Management
1.11	Elect Director Sidney Taurel	For	For	Management



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.12	Elect Director Charles M. Vest	For	For	Management
1.13	Elect Director Lorenzo H. Zambrano	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Evaluate Age Discrimination in Retirement Plans	Against	Against	Shareholder
5	Time-Based Equity Awards	Against	For	Shareholder
6	Increase Disclosure of Executive Compensation	Against	For	Shareholder
7	Report on Outsourcing	Against	Against	Shareholder
8	Implement/ Increase Activity on the China Principles	Against	Against	Shareholder
9	Report on Political Contributions	Against	Against	Shareholder
10	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
11	Adopt Simple Majority Vote	Against	For	Shareholder

---

### INTERNATIONAL PAPER CO.

Ticker: IP Security ID: 460146103  
 Meeting Date: MAY 8, 2006 Meeting Type: Annual  
 Record Date: MAR 16, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John L. Townsend, III	For	For	Management
1.2	Elect Director John F. Turner	For	For	Management
1.3	Elect Director Alberto Weisser	For	For	Management
1.4	Elect Director John V. Faraci	For	For	Management
1.5	Elect Director Donald F. McHenry	For	For	Management
1.6	Elect Director William G. Walter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Sustainable Forestry Report	Against	Against	Shareholder
5	Declassify the Board of Directors	Against	For	Shareholder

---

### J. C. PENNEY CO., INC (HLDG CO)

Ticker: JCP Security ID: 708160106  
 Meeting Date: MAY 19, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.2	Elect Director Burl Osborne	For	For	Management
1.3	Elect Director Mary Beth Stone West	For	For	Management
1.4	Elect Director R. Gerald Turner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Performance-Based Equity Awards	Against	Against	Shareholder

---

### JABIL CIRCUIT, INC.

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: JBL Security ID: 466313103  
 Meeting Date: JAN 19, 2006 Meeting Type: Annual  
 Record Date: NOV 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Laurence S. Grafstein	For	For	Management
1.2	Elect Director Mel S. Lavitt	For	For	Management
1.3	Elect Director Timothy L. Main	For	For	Management
1.4	Elect Director William D. Morean	For	For	Management
1.5	Elect Director Lawrence J. Murphy	For	For	Management
1.6	Elect Director Frank A. Newman	For	Withhold	Management
1.7	Elect Director Steven A. Raymund	For	For	Management
1.8	Elect Director Thomas A. Sansone	For	For	Management
1.9	Elect Director Kathleen A. Walters	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Other Business	For	Against	Management

### JOHN HANCOCK BANK & THRIFT OPPORTUNITY FUND

Ticker: BTO Security ID: 409735107  
 Meeting Date: MAR 22, 2006 Meeting Type: Annual  
 Record Date: JAN 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee James R. Boyle	For	For	Management
1.2	Elect Trustee Ronald R. Dion	For	For	Management
1.3	Elect Trustee Charles L. Ladner	For	For	Management
1.4	Elect Trustee John A. Moore	For	For	Management
2	Ratify Auditors	For	For	Management

### JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary S. Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Robert J. Darretta	For	For	Management
1.4	Elect Director Michael M. E. Johns	For	For	Management
1.5	Elect Director Ann D. Jordan	For	For	Management
1.6	Elect Director Arnold G. Langbo	For	For	Management
1.7	Elect Director Susan L. Lindquist	For	For	Management
1.8	Elect Director Leo F. Mullin	For	For	Management
1.9	Elect Director Christine A. Poon	For	For	Management
1.10	Elect Director Charles Prince	For	For	Management
1.11	Elect Director Steven S. Reinemund	For	For	Management
1.12	Elect Director David Satcher	For	For	Management
1.13	Elect Director William C. Weldon	For	For	Management
2	Amend Articles to Remove Antitakeover Provision	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

3	Ratify Auditors	For	For	Management
4	Disclose Charitable Contributions	Against	Against	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 16, 2006 Meeting Type: Annual  
 Record Date: MAR 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Biggs	For	For	Management
1.2	Elect Director Stephen B. Burke	For	For	Management
1.3	Elect Director James S. Crown	For	For	Management
1.4	Elect Director James Dimon	For	For	Management
1.5	Elect Director Ellen V. Futter	For	For	Management
1.6	Elect Director William H. Gray, III	For	For	Management
1.7	Elect Director William B. Harrison, Jr.	For	For	Management
1.8	Elect Director Laban P. Jackson, Jr.	For	For	Management
1.9	Elect Director John W. Kessler	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Richard A. Manoogian	For	For	Management
1.12	Elect Director David C. Novak	For	For	Management
1.13	Elect Director Lee R. Raymond	For	For	Management
1.14	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Put Repricing of Stock Options to Shareholder Vote	Against	Against	Shareholder
4	Performance-Based Equity Awards	Against	For	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Remove Reference to Sexual Orientation from EEO Statement	Against	Against	Shareholder
7	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
8	Report on Lobbying Activities	Against	For	Shareholder
9	Report on Political Contributions	Against	For	Shareholder
10	Approve Terms of Existing Poison Pill	Against	Against	Shareholder
11	Provide for Cumulative Voting	Against	For	Shareholder
12	Claw-back of Payments under Restatements	Against	Against	Shareholder
13	Require Director Nominee Qualifications	Against	Against	Shareholder

-----

KEYCORP

Ticker: KEY Security ID: 493267108  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 14, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ralph Alvarez	For	For	Management
1.2	Elect Director William G. Bares	For	For	Management
1.3	Elect Director Carol A. Cartwright	For	For	Management
1.4	Elect Director Thomas C. Stevens	For	For	Management
2	Ratify Auditors	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

KOHL'S CORP.

Ticker: KSS Security ID: 500255104  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jay H. Baker	For	For	Management
1.2	Elect Director Steven A. Burd	For	For	Management
1.3	Elect Director Kevin Mansell	For	For	Management
1.4	Elect Director Peter M. Sommerhauser	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

KROGER CO., THE

Ticker: KR Security ID: 501044101  
 Meeting Date: JUN 22, 2006 Meeting Type: Annual  
 Record Date: APR 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Reuben V. Anderson	For	For	Management
1.2	Elect Director Don W. McGeorge	For	For	Management
1.3	Elect Director W. Rodney McMullen	For	For	Management
1.4	Elect Director Clyde R. Moore	For	For	Management
1.5	Elect Director Steven R. Rogel	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Eliminate Cumulative Voting	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Opt Out of State's Control Share Acquisition Law	For	For	Management
6	Require Advance Notice for Shareholder Proposals	For	Against	Management
7	Ratify Auditors	For	For	Management
8	Report on Animal Welfare Standards	Against	Against	Shareholder
9	Prepare a Sustainability Report	Against	Against	Shareholder

LABORATORY CORPORATION OF AMERICA HOLDINGS

Ticker: LH Security ID: 50540R409  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas P. Mac Mahon	For	For	Management
1.2	Elect Director Kerrii B. Anderson	For	For	Management
1.3	Elect Director Jean-Luc Belingard	For	Withhold	Management
1.4	Elect Director Wendy E. Lane	For	For	Management
1.5	Elect Director Robert E. Mittelstaedt, Jr.	For	For	Management
1.6	Elect Director Arthur H. Rubenstein	For	For	Management
1.7	Elect Director Andrew G. Wallace, M.D.	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.8	Elect Director M. Keith Weikel, Ph.D.	For	For	Management
2	Amend Non-Employee Director Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

---

### LEHMAN BROTHERS HOLDINGS INC.

Ticker: LEH                      Security ID: 524908100  
 Meeting Date: APR 5, 2006      Meeting Type: Annual  
 Record Date: FEB 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas H. Cruikshank	For	For	Management
1.2	Elect Director Roland A. Hernandez	For	For	Management
1.3	Elect Director Henry Kaufman	For	For	Management
1.4	Elect Director John D. Macomber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Declassify the Board of Directors	For	For	Management

---

### LOCKHEED MARTIN CORP.

Ticker: LMT                      Security ID: 539830109  
 Meeting Date: APR 27, 2006      Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.C. Aldridge, Jr.	For	For	Management
1.2	Elect Director Nolan D. Archibald	For	Withhold	Management
1.3	Elect Director Marcus C. Bennett	For	For	Management
1.4	Elect Director James O. Ellis, Jr.	For	For	Management
1.5	Elect Director Gwendolyn S. King	For	For	Management
1.6	Elect Director James M. Loy	For	For	Management
1.7	Elect Director Douglas H. McCorkindale	For	For	Management
1.8	Elect Director Eugene F. Murphy	For	For	Management
1.9	Elect Director Joseph W. Ralston	For	For	Management
1.10	Elect Director Frank Savage	For	For	Management
1.11	Elect Director James M. Schneider	For	For	Management
1.12	Elect Director Anne Stevens	For	For	Management
1.13	Elect Director Robert J. Stevens	For	For	Management
1.14	Elect Director James R. Ukropina	For	For	Management
1.15	Elect Director Douglas C. Yearley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
5	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
6	Adopt Simple Majority Vote Requirement	Against	For	Shareholder
7	Report Equal Employment Opportunity Information	Against	For	Shareholder
8	Report on Depleted Uranium Weapons Components	Against	Against	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

LOWE'S COMPANIES, INC.

Ticker: LOW Security ID: 548661107  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter C. Browning	For	For	Management
1.2	Elect Director Marshall O. Larsen	For	For	Management
1.3	Elect Director Stephen F. Page	For	For	Management
1.4	Elect Director O. Temple Sloan, Jr.	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Company Specific--RELATING TO THE BOARD OF DIRECTORS	For	For	Management
6	Report on Wood Procurement Policy	Against	Against	Shareholder

-----

LUCENT TECHNOLOGIES INC.

Ticker: LU Security ID: 549463107  
 Meeting Date: FEB 15, 2006 Meeting Type: Annual  
 Record Date: DEC 19, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Linnet F. Deily	For	For	Management
1.2	Elect Director Robert E. Denham	For	For	Management
1.3	Elect Director Daniel S. Goldin	For	For	Management
1.4	Elect Director Edward E. Hagenlocker	For	For	Management
1.5	Elect Director Karl J. Krapek	For	For	Management
1.6	Elect Director Richard C. Levin	For	For	Management
1.7	Elect Director Patricia F. Russo	For	For	Management
1.8	Elect Director Henry B. Schacht	For	For	Management
1.9	Elect Director Franklin A. Thomas	For	For	Management
1.10	Elect Director Ronald A. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Reverse Stock Split	For	Against	Management
4	Publish Political Contributions	Against	Against	Shareholder
5	Restoration of Retiree Benefits	Against	Against	Shareholder
6	Performance- Based/Indexed Options	Against	For	Shareholder
7	Exclude Pension Credit from Calculation of Incentive Compensation	Against	For	Shareholder

-----

M & T BANK CORP.

Ticker: MTB Security ID: 55261F104  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brent D. Baird	For	For	Management
1.2	Elect Director Robert J. Bennett	For	For	Management
1.3	Elect Director C. Angela Bontempo	For	For	Management
1.4	Elect Director Robert T. Brady	For	Withhold	Management
1.5	Elect Director Emerson L. Brumback	For	For	Management
1.6	Elect Director Michael D. Buckley	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.7	Elect Director	T.J. Cunningham III	For	For	Management
1.8	Elect Director	Colm E. Doherty	For	For	Management
1.9	Elect Director	Richard E. Garman	For	For	Management
1.10	Elect Director	Daniel R. Hawbaker	For	For	Management
1.11	Elect Director	Patrick W.E. Hodgson	For	For	Management
1.12	Elect Director	Richard G. King	For	For	Management
1.13	Elect Director	Reginald B. Newman, II	For	For	Management
1.14	Elect Director	Jorge G. Pereira	For	For	Management
1.15	Elect Director	Michael P. Pinto	For	For	Management
1.16	Elect Director	Robert E. Sadler, Jr.	For	For	Management
1.17	Elect Director	Eugene J. Sheehy	For	For	Management
1.18	Elect Director	Stephen G. Sheetz	For	For	Management
1.19	Elect Director	Herbert L. Washington	For	For	Management
1.20	Elect Director	Robert G. Wilmers	For	For	Management
2	Ratify Auditors		For	For	Management

### MARRIOTT INTERNATIONAL INC.

Ticker: MAR Security ID: 571903202  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard S. Braddock	For	For	Management
1.2	Elect Director Floretta Dukes McKenzie	For	For	Management
1.3	Elect Director Lawrence M. Small	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Require a Majority Vote for the Election of Directors	For	For	Shareholder

### MARSH & MCLENNAN COMPANIES, INC.

Ticker: MMC Security ID: 571748102  
 Meeting Date: MAY 18, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leslie M. Baker, Jr.	For	For	Management
1.2	Elect Director Gwendolyn S. King	For	For	Management
1.3	Elect Director Marc D. Oken	For	For	Management
1.4	Elect Director David A. Olsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Report on Political Contributions	Against	For	Shareholder

### MATTEL, INC.

Ticker: MAT Security ID: 577081102  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 16, 2006

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eugene P. Beard	For	For	Management
1.2	Elect Director Michael J. Dolan	For	For	Management
1.3	Elect Director Robert A. Eckert	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Dominic Ng	For	For	Management
1.6	Elect Director Andrea L. Rich	For	For	Management
1.7	Elect Director Ronald L. Sargent	For	Withhold	Management
1.8	Elect Director Christopher A. Sinclair	For	For	Management
1.9	Elect Director G. Craig Sullivan	For	For	Management
1.10	Elect Director John L. Vogelstein	For	For	Management
1.11	Elect Director Kathy Brittain White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	For	Shareholder
4	Report Progress on Improving Work and Living Conditions	Against	Against	Shareholder
5	Performance-Based	Against	For	Shareholder

---

### MAXIM INTEGRATED PRODUCTS, INC.

Ticker: MXIM Security ID: 57772K101  
 Meeting Date: NOV 10, 2005 Meeting Type: Annual  
 Record Date: SEP 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Bergman	For	Withhold	Management
1.2	Elect Director Michael J. Byrd	For	For	Management
1.3	Elect Director Peter de Roeth	For	For	Management
1.4	Elect Director John F. Gifford	For	Withhold	Management
1.5	Elect Director B. Kipling Hagopian	For	For	Management
1.6	Elect Director A.R. Frank Wazzan	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

---

### MBNA CORP.

Ticker: KRB Security ID: 55262L100  
 Meeting Date: NOV 3, 2005 Meeting Type: Special  
 Record Date: SEP 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

---

### MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

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



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Robert A. Eckert	For	For	Management
1.2	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
1.4	Elect Director Richard H. Lenny	For	For	Management
1.5	Elect Director Andrew J. McKenna	For	For	Management
1.6	Elect Director Sheila A. Penrose	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder
4	Identify Food Products Manufactured or Sold that Contain Genetically Engineered Ingredients	Against	Against	Shareholder

### MCGRAW-HILL COMPANIES, INC., THE

Ticker: MHP Security ID: 580645109  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James H. Ross	For	For	Management
1.2	Elect Director Kurt L. Schmoke	For	For	Management
1.3	Elect Director Sidney Taurel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

### MCKESSON CORPORATION

Ticker: MCK Security ID: 58155Q103  
 Meeting Date: JUL 27, 2005 Meeting Type: Annual  
 Record Date: MAY 31, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marie L. Knowles	For	For	Management
1.2	Elect Director Jane E. Shaw	For	For	Management
1.3	Elect Director Richard F. Syron	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Separate Chairman and CEO Positions	Against	For	Shareholder

### MEDCO HEALTH SOLUTIONS INC

Ticker: MHS Security ID: 58405U102  
 Meeting Date: MAY 24, 2006 Meeting Type: Annual  
 Record Date: MAR 29, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lawrence S. Lewin	For	For	Management
1.2	Elect Director Charles M. Lillis	For	For	Management
1.3	Elect Director Edward H. Shortliffe, M.D., Ph.D.	For	For	Management
1.4	Elect Director David D. Stevens	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Ratify Auditors	For	For	Management
---	-----------------	-----	-----	------------

---

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106  
 Meeting Date: AUG 25, 2005 Meeting Type: Annual  
 Record Date: JUL 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Shirley Ann Jackson, Ph.D.	For	For	Management
1.2	Elect Director Denise M. O'Leary	For	For	Management
1.3	Elect Director Jean-Pierre Rosso	For	For	Management
1.4	Elect Director Jack W. Schuler	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Non-Employee Director Stock Option Plan	For	For	Management

---

MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul L. Cejas	For	For	Management
1.2	Elect Director Seward Prosser Mellon	For	For	Management
1.3	Elect Director Mark A. Nordenberg	For	For	Management
1.4	Elect Director W.E. Strickland, Jr.	For	For	Management
2	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
3	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
4	Ratify Auditors	For	For	Management

---

MERCK & CO., INC.

Ticker: MRK Security ID: 589331107  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard T. Clark	For	For	Management
1.2	Elect Director Lawrence A. Bossidy	For	For	Management
1.3	Elect Director William G. Bowen, Ph.D.	For	For	Management
1.4	Elect Director Johnnetta B. Cole, Ph.D.	For	For	Management
1.5	Elect Director William B. Harrison, Jr.	For	For	Management
1.6	Elect Director William N. Kelley, M.D.	For	For	Management
1.7	Elect Director Rochelle B. Lazarus	For	For	Management
1.8	Elect Director Thomas E. Shenk, Ph.D.	For	For	Management
1.9	Elect Director Anne M. Tatlock	For	For	Management
1.10	Elect Director Samuel O. Thier, M.D.	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.11	Elect Director Wendell P. Weeks	For	For	Management
1.12	Elect Director Peter C. Wendell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder
6	Adopt Simple Majority Vote	Against	For	Shareholder
7	Adopt Animal Welfare Standards	Against	Against	Shareholder

-----

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alberto Cribiore	For	For	Management
1.2	Elect Director Aulana L. Peters	For	For	Management
1.3	Elect Director Charles O. Rossotti	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Compensation- Director Compensation	Against	Against	Shareholder
5	Review Executive Compensation	Against	For	Shareholder

-----

METLIFE, INC

Ticker: MET Security ID: 59156R108  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Robert Henrikson	For	For	Management
1.2	Elect Director John M. Keane	For	For	Management
1.3	Elect Director Hugh B. Price	For	For	Management
1.4	Elect Director Kenton J. Sicchitano	For	For	Management
2	Ratify Auditors	For	For	Management

-----

MICRON TECHNOLOGY, INC.

Ticker: MU Security ID: 595112103  
 Meeting Date: DEC 6, 2005 Meeting Type: Annual  
 Record Date: OCT 12, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Appleton	For	For	Management
1.2	Elect Director James W. Bagley	For	For	Management
1.3	Elect Director Mercedes Johnson	For	For	Management
1.4	Elect Director Robert A. Lothrop	For	For	Management
1.5	Elect Director Lawrence N. Mondry	For	For	Management
1.6	Elect Director Gordon C. Smith	For	For	Management
1.7	Elect Director William P. Weber	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

3 Ratify Auditors For For Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 9, 2005 Meeting Type: Annual  
 Record Date: SEP 9, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates, III	For	For	Management
1.2	Elect Director Steven A. Ballmer	For	For	Management
1.3	Elect Director James I. Cash Jr.	For	For	Management
1.4	Elect Director Dina Dublon	For	For	Management
1.5	Elect Director Raymond V. Gilmartin	For	For	Management
1.6	Elect Director A. McLaughlin Korologos	For	For	Management
1.7	Elect Director David F. Marquardt	For	For	Management
1.8	Elect Director Charles H. Noski	For	For	Management
1.9	Elect Director Helmut Panke	For	For	Management
1.10	Elect Director Jon A. Shirley	For	For	Management
2	Ratify Auditors	For	For	Management

MONSANTO CO.

Ticker: MON Security ID: 61166W101  
 Meeting Date: JAN 17, 2006 Meeting Type: Annual  
 Record Date: NOV 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Hugh Grant	For	For	Management
1.2	Elect Director C. Steven McMillan	For	For	Management
1.3	Elect Director Robert J. Stevens	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder

MOODY'S CORPORATION

Ticker: MCO Security ID: 615369105  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ewald Kist	For	For	Management
1.2	Elect Director Henry A. McKinnell	For	For	Management
1.3	Elect Director John K. Wulff	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

MORGAN STANLEY

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: MS Security ID: 617446448  
 Meeting Date: APR 4, 2006 Meeting Type: Annual  
 Record Date: FEB 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roy J. Bostock	For	For	Management
1.2	Elect Director Erskine B. Bowles	For	For	Management
1.3	Elect Director C. Robert Kidder	For	For	Management
1.4	Elect Director John J. Mack	For	For	Management
1.5	Elect Director Donald T. Nicolaisen	For	For	Management
1.6	Elect Director Hutham S. Olayan	For	For	Management
1.7	Elect Director O. Griffith Sexton	For	For	Management
1.8	Elect Director Howard J. Davies	For	For	Management
1.9	Elect Director Charles H. Noski	For	For	Management
1.10	Elect Director Laura D'Andrea Tyson	For	For	Management
1.11	Elect Director Klaus Zumwinkel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend Articles/Bylaws/Remove plurality voting for directors	For	For	Management
5	Amend Articles/Bylaws/Eliminate supermajority voting requirements	For	For	Management
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
8	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder

-----

### MOTOROLA, INC.

Ticker: MOT Security ID: 620076109  
 Meeting Date: MAY 1, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. Zander	For	For	Management
1.2	Elect Director H.L. Fuller	For	Against	Management
1.3	Elect Director J. Lewent	For	For	Management
1.4	Elect Director T. Meredith	For	For	Management
1.5	Elect Director N. Negroponte	For	For	Management
1.6	Elect Director I. Nooyi	For	For	Management
1.7	Elect Director S. Scott, III	For	For	Management
1.8	Elect Director R. Sommer	For	For	Management
1.9	Elect Director J. Stengel	For	For	Management
1.10	Elect Director D. Warner, III	For	For	Management
1.11	Elect Director J. White	For	For	Management
1.12	Elect Director M. White	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

-----

### NETWORK APPLIANCE, INC.

Ticker: NTAP Security ID: 64120L104

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: AUG 31, 2005 Meeting Type: Annual

Record Date: JUL 5, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel J. Warmenhoven	For	For	Management
1.2	Elect Director Donald T. Valentine	For	For	Management
1.3	Elect Director Jeffry R. Allen	For	For	Management
1.4	Elect Director Carol A. Bartz	For	For	Management
1.5	Elect Director Alan L. Earhart	For	For	Management
1.6	Elect Director Mark Leslie	For	For	Management
1.7	Elect Director Nicholas C. Moore	For	For	Management
1.8	Elect Director Sachio Semmoto	For	For	Management
1.9	Elect Director George T. Sheheen	For	For	Management
1.10	Elect Director Robert T. Wall	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

### NEWMONT MINING CORP. (HOLDING COMPANY)

Ticker: NEM Security ID: 651639106

Meeting Date: APR 25, 2006 Meeting Type: Annual

Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glen A. Barton	For	For	Management
1.2	Elect Director Vincent A. Calarco	For	For	Management
1.3	Elect Director Noreen Doyle	For	For	Management
1.4	Elect Director Veronica M. Hagen	For	For	Management
1.5	Elect Director Michael S. Hamson	For	For	Management
1.6	Elect Director Leo I. Higdon, Jr.	For	For	Management
1.7	Elect Director Pierre Lassonde	For	For	Management
1.8	Elect Director Robert J. Miller	For	For	Management
1.9	Elect Director Wayne W. Murdy	For	For	Management
1.10	Elect Director Robin A. Plumbridge	For	For	Management
1.11	Elect Director John B. Prescott	For	For	Management
1.12	Elect Director Donald C. Roth	For	For	Management
1.13	Elect Director Seymour Schulich	For	For	Management
1.14	Elect Director James V. Taranik	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for an Independent Chairman	Against	Against	Shareholder

### NEXTEL COMMUNICATIONS, INC.

Ticker: NXTL Security ID: 65332V103

Meeting Date: JUL 13, 2005 Meeting Type: Annual

Record Date: MAY 20, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management
3.1	Elect Director Timothy M. Donahue	For	For	Management
3.2	Elect Director Frank M. Drendel	For	For	Management
3.3	Elect Director William E. Kennard	For	For	Management
4	Ratify Auditors	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

5 Approve Omnibus Stock Plan For For Management

NORDSTROM, INC.

Ticker: JWN Security ID: 655664100  
 Meeting Date: MAY 23, 2006 Meeting Type: Annual  
 Record Date: MAR 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Phyllis J. Campbell	For	For	Management
1.2	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
1.4	Elect Director Robert G. Miller	For	For	Management
1.5	Elect Director Blake W. Nordstrom	For	For	Management
1.6	Elect Director Erik B. Nordstrom	For	For	Management
1.7	Elect Director Peter E. Nordstrom	For	For	Management
1.8	Elect Director Philip G. Satre	For	For	Management
1.9	Elect Director Alison A. Winter	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

NORFOLK SOUTHERN CORP.

Ticker: NSC Security ID: 655844108  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel A. Carp	For	For	Management
1.2	Elect Director Steven F. Leer	For	For	Management
1.3	Elect Director Charles W. Moorman	For	For	Management
2	Ratify Auditors	For	For	Management

NORTHERN TRUST CORP.

Ticker: NTRS Security ID: 665859104  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Duane L. Burnham	For	For	Management
1.2	Elect Director Linda Walker Bynoe	For	For	Management
1.3	Elect Director Susan Crown	For	For	Management
1.4	Elect Director Dipak C. Jain	For	For	Management
1.5	Elect Director Arthur L. Kelly	For	For	Management
1.6	Elect Director Robert C. McCormack	For	For	Management
1.7	Elect Director Edward J. Mooney	For	For	Management
1.8	Elect Director William A. Osborn	For	For	Management
1.9	Elect Director John W. Rowe	For	For	Management
1.10	Elect Director Harold B. Smith	For	For	Management
1.11	Elect Director William D. Smithburg	For	For	Management
1.12	Elect Director Charles A. Tribbett, III	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.13	Elect Director Frederick H. Waddell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Eliminate Cumulative Voting	For	For	Management
4	Disclose Charitable Contributions	Against	Against	Shareholder

-----

NUCOR CORP.

Ticker: NUE Security ID: 670346105  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Clayton C. Daley, Jr.	For	For	Management
1.2	Elect Director Harvey B. Grant	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----

OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105  
 Meeting Date: MAY 5, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Spencer Abraham	For	For	Management
1.2	Elect Director Ronald W. Burkle	For	Withhold	Management
1.3	Elect Director John S. Chalsty	For	Withhold	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director R. Chad Dreier	For	Withhold	Management
1.6	Elect Director John E. Feick	For	For	Management
1.7	Elect Director Ray R. Irani	For	For	Management
1.8	Elect Director Irvin W. Maloney	For	Withhold	Management
1.9	Elect Director Rodolfo Segovia	For	For	Management
1.10	Elect Director Aziz D. Syriani	For	For	Management
1.11	Elect Director Rosemary Tomich	For	Withhold	Management
1.12	Elect Director Walter L. Weisman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Report on Global Warming	Against	Against	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----

OFFICE DEPOT, INC.

Ticker: ODP Security ID: 676220106  
 Meeting Date: MAY 12, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lee A. Ault, III	For	For	Management



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director Neil R. Austrian	For	For	Management
1.3	Elect Director David W. Bernauer	For	For	Management
1.4	Elect Director Abelardo E. Bru	For	For	Management
1.5	Elect Director David I. Fuente	For	Withhold	Management
1.6	Elect Director Brenda J. Gaines	For	For	Management
1.7	Elect Director Myra M. Hart	For	For	Management
1.8	Elect Director W. Scott Hedrick	For	For	Management
1.9	Elect Director Michael J. Myers	For	For	Management
1.10	Elect Director Steve Odland	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### OMNICOM GROUP INC.

Ticker: OMC Security ID: 681919106  
 Meeting Date: MAY 23, 2006 Meeting Type: Annual  
 Record Date: APR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Wren	For	For	Management
1.2	Elect Director Bruce Crawford	For	For	Management
1.3	Elect Director Robert Charles Clark	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr	For	For	Management
1.5	Elect Director Errol M. Cook	For	For	Management
1.6	Elect Director Susan S. Denison	For	For	Management
1.7	Elect Director Michael A. Henning	For	For	Management
1.8	Elect Director John R. Murphy	For	For	Management
1.9	Elect Director John R. Purcell	For	For	Management
1.10	Elect Director Linda Johnson Rice	For	For	Management
1.11	Elect Director Gary L. Roubos	For	For	Management
2	Ratify Auditors	For	For	Management

### ORACLE CORP.

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: OCT 10, 2005 Meeting Type: Annual  
 Record Date: AUG 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey O. Henley	For	For	Management
1.2	Elect Director Lawrence J. Ellison	For	For	Management
1.3	Elect Director Donald L. Lucas	For	For	Management
1.4	Elect Director Michael J. Boskin	For	For	Management
1.5	Elect Director Jack F. Kemp	For	For	Management
1.6	Elect Director Jeffrey S. Berg	For	For	Management
1.7	Elect Director Safra A. Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Joseph A. Grundfest	For	For	Management
1.10	Elect Director H. Raymond Bingham	For	Withhold	Management
1.11	Elect Director Charles E. Phillips, Jr.	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 12, 2005 Meeting Type: Annual  
 Record Date: AUG 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B. Thomas Golisano	For	For	Management
1.2	Elect Director David J. S. Flaschen	For	For	Management
1.3	Elect Director Phillip Horsley	For	For	Management
1.4	Elect Director Grant M. Inman	For	For	Management
1.5	Elect Director Jonathan J. Judge	For	For	Management
1.6	Elect Director J. Robert Sebo	For	For	Management
1.7	Elect Director Joseph M. Tucci	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	Against	Shareholder

PEABODY ENERGY CORP.

Ticker: BTU Security ID: 704549104  
 Meeting Date: MAY 5, 2006 Meeting Type: Annual  
 Record Date: MAR 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory H. Boyce	For	Withhold	Management
1.2	Elect Director William E. James	For	Withhold	Management
1.3	Elect Director Robert B. Karn, III	For	Withhold	Management
1.4	Elect Director Henry E. Lentz	For	Withhold	Management
1.5	Elect Director Blanche M. Touhill, Ph.D.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Establish Other Board Committee	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder
7	Report on Water Pollution Policy	Against	Against	Shareholder

PEPSICO, INC.

Ticker: PEP Security ID: 713448108  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Akers	For	For	Management
1.2	Elect Director Robert E. Allen	For	For	Management
1.3	Elect Director Dina Dublon	For	For	Management
1.4	Elect Director Victor J. Dzau, M.D.	For	For	Management
1.5	Elect Director Ray L. Hunt	For	For	Management
1.6	Elect Director Alberto Ibarguen	For	For	Management
1.7	Elect Director Arthur C. Martinez	For	For	Management
1.8	Elect Director Indra K. Nooyi	For	For	Management
1.9	Elect Director Steven S. Reinmund	For	For	Management
1.10	Elect Director Sharon Percy Rockefeller	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.11	Elect Director James J. Schiro	For	For	Management
1.12	Elect Director Franklin A. Thomas	For	For	Management
1.13	Elect Director Cynthia M. Trudell	For	For	Management
1.14	Elect Director Daniel Vasella	For	For	Management
1.15	Elect Director Michael D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Publish Political Contributions	Against	Against	Shareholder
4	Report on Charitable Contributions	Against	Against	Shareholder

-----

### PERKINELMER INC.

Ticker: PKI Security ID: 714046109  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tamara J. Erickson	For	For	Management
1.2	Elect Director Robert F. Friel	For	For	Management
1.3	Elect Director Nicholas A. Lopardo	For	For	Management
1.4	Elect Director Alexis P. Michas	For	For	Management
1.5	Elect Director James C. Mullen	For	For	Management
1.6	Elect Director Vicki L. Sato	For	For	Management
1.7	Elect Director Gabriel Schmergel	For	For	Management
1.8	Elect Director Kenton J. Sicchitano	For	For	Management
1.9	Elect Director Gregory L. Summe	For	For	Management
1.10	Elect Director G. Robert Tod	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----

### PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael S. Brown	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director Robert N. Burt	For	For	Management
1.4	Elect Director W. Don Cornwell	For	For	Management
1.5	Elect Director William H. Gray, III	For	For	Management
1.6	Elect Director Constance J. Horner	For	For	Management
1.7	Elect Director William R. Howell	For	For	Management
1.8	Elect Director Stanley O. Ikenberry	For	For	Management
1.9	Elect Director George A. Lorch	For	Withhold	Management
1.10	Elect Director Henry A. McKinnell	For	For	Management
1.11	Elect Director Dana G. Mead	For	Withhold	Management
1.12	Elect Director Ruth J. Simmons	For	For	Management
1.13	Elect Director William C. Steere, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Establish Term Limits for Directors	Against	Against	Shareholder
5	Social Proposal	Against	Against	Shareholder
6	Restore or Provide for Cumulative Voting	Against	For	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

8	Report on Political Contributions	Against	Against	Shareholder
9	Report on Animal Welfare Policy	Against	Against	Shareholder
10	Reort on Animal-based Testing	Against	Against	Shareholder

-----

PNC FINANCIAL SERVICES GROUP, INC.

Ticker: PNC Security ID: 693475105  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mr. Chellgren	For	For	Management
1.2	Elect Director Mr. Clay	For	For	Management
1.3	Elect Director Mr. Cooper	For	For	Management
1.4	Elect Director Mr. Davidson	For	For	Management
1.5	Elect Director Ms. James	For	For	Management
1.6	Elect Director Mr. Kelson	For	For	Management
1.7	Elect Director Mr. Lindsay	For	For	Management
1.8	Elect Director Mr. Massaro	For	For	Management
1.9	Elect Director Mr. O'Brien	For	For	Management
1.10	Elect Director Ms. Pepper	For	For	Management
1.11	Elect Director Mr. Rohr	For	For	Management
1.12	Elect Director Ms. Steffes	For	For	Management
1.13	Elect Director Mr. Strigl	For	For	Management
1.14	Elect Director Mr. Thieke	For	For	Management
1.15	Elect Director Mr. Usher	For	For	Management
1.16	Elect Director Mr. Walls	For	For	Management
1.17	Elect Director Mr. Wehmeier	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

-----

PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109  
 Meeting Date: JUL 12, 2005 Meeting Type: Special  
 Record Date: MAY 19, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

-----

PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 11, 2005 Meeting Type: Annual  
 Record Date: AUG 12, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce L. Byrnes	For	For	Management
1.2	Elect Director Scott D. Cook	For	For	Management
1.3	Elect Director Charles R. Lee	For	For	Management
1.4	Elect Director W. James McNerney, Jr.	For	For	Management
1.5	Elect Director Ernesto Zedillo	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Ratify Auditors	For	For	Management
3	Amend Articles	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Report on Animal Welfare Policy	Against	Against	Shareholder
6	Seek Sale of Company/Assets	Against	Against	Shareholder
7	Report on Political Contributions	Against	Against	Shareholder

---

### PROVIDIAN FINANCIAL CORP.

Ticker: PVN                      Security ID: 74406A102  
 Meeting Date: AUG 31, 2005      Meeting Type: Special  
 Record Date: AUG 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

---

### PRUDENTIAL FINANCIAL INC

Ticker: PRU                      Security ID: 744320102  
 Meeting Date: MAY 9, 2006      Meeting Type: Annual  
 Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frederic K. Becker	For	For	Management
1.2	Elect Director Gordon M. Bethune	For	For	Management
1.3	Elect Director James G. Cullen	For	For	Management
1.4	Elect Director William H. Gray, III	For	For	Management
1.5	Elect Director Jon F. Hanson	For	For	Management
1.6	Elect Director Constance J. Homer	For	For	Management
1.7	Elect Director James A. Unruh	For	For	Management
2	Ratify Auditors	For	For	Management
3	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder

---

### PULTE HOMES INC.

Ticker: PHM                      Security ID: 745867101  
 Meeting Date: MAY 11, 2006      Meeting Type: Annual  
 Record Date: MAR 14, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brian P. Anderson	For	For	Management
1.2	Elect Director Patrick J. O'Leary	For	For	Management
1.3	Elect Director Debra J. Kelly-Ennis	For	For	Management
1.4	Elect Director Bernard W. Reznicek	For	For	Management
1.5	Elect Director Alan E. Schwartz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Declassify the Board of Directors	Against	For	Shareholder
5	Provide for Cumulative Voting	Against	For	Shareholder
6	Performance-Based Equity Awards	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

-----  
 QUALCOMM INC.

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 7, 2006 Meeting Type: Annual  
 Record Date: JAN 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard C. Atkinson	For	Withhold	Management
1.2	Elect Director Diana Lady Dougan	For	Withhold	Management
1.3	Elect Director Peter M. Sacerdote	For	Withhold	Management
1.4	Elect Director Marc I. Stern	For	Withhold	Management
2	Declassify the Board and Eliminate Cumulative Voting	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Adjourn Meeting	For	Against	Management

-----  
 RAYTHEON CO.

Ticker: RTN Security ID: 755111507  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 9, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara M. Barrett	For	For	Management
1.2	Elect Director Vernon E. Clark	For	For	Management
1.3	Elect Director Ferdinand Colloredo-Mansfeld	For	For	Management
1.4	Elect Director John M. Deutch	For	For	Management
1.5	Elect Director Frederic M. Poses	For	For	Management
1.6	Elect Director Michael C. Ruettggers	For	For	Management
1.7	Elect Director Ronald L. Skates	For	For	Management
1.8	Elect Director William R. Spivey	For	For	Management
1.9	Elect Director Linda G. Stuntz	For	For	Management
1.10	Elect Director William H. Swanson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Provide for Cumulative Voting	Against	For	Shareholder
6	Submit Supplemental Executive Retirement Plans to Shareholder vote	Against	For	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder

-----  
 ROCKWELL AUTOMATION INC

Ticker: ROK Security ID: 773903109  
 Meeting Date: FEB 1, 2006 Meeting Type: Annual  
 Record Date: DEC 5, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betty C. Alewine	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director Verne G. Istock	For	For	Management
1.3	Elect Director David B. Speer	For	For	Management
2	Ratify Auditors	For	For	Management

-----

ROHM AND HAAS CO.

Ticker: ROH Security ID: 775371107  
 Meeting Date: MAY 1, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W.J. Avery	For	For	Management
1.2	Elect Director R.L. Gupta	For	For	Management
1.3	Elect Director D.W. Haas	For	For	Management
1.4	Elect Director T.W. Haas	For	For	Management
1.5	Elect Director R.L. Keyser	For	For	Management
1.6	Elect Director R.J. Mills	For	For	Management
1.7	Elect Director J.P. Montoya	For	For	Management
1.8	Elect Director S.O. Moose	For	For	Management
1.9	Elect Director G.S. Omenn	For	For	Management
1.10	Elect Director G.L. Rogers	For	For	Management
1.11	Elect Director R.H. Schmitz	For	For	Management
1.12	Elect Director G.M. Whitesides	For	For	Management
1.13	Elect Director M.C. Whittington	For	For	Management
2	Ratify Auditors	For	For	Management

-----

SAFeway INC.

Ticker: SWY Security ID: 786514208  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Burd	For	For	Management
2	Elect Director Janet E. Grove	For	For	Management
3	Elect Director Mohan Gyani	For	For	Management
4	Elect Director Paul Hazen	For	For	Management
5	Elect Director Robert I. MacDonnell	For	For	Management
6	Elect Director Douglas J. MacKenzie	For	For	Management
7	Elect Director Rebecca A. Stirn	For	For	Management
8	Elect Director William Y. Tauscher	For	For	Management
9	Elect Director Raymond G. Viault	For	For	Management
10	Approve Executive Incentive Bonus Plan	For	For	Management
11	Ratify Auditors	For	For	Management
12	Provide for Cumulative Voting	Against	For	Shareholder
13	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder
14	Company-Specific-Establishment of an Office of the Board	Against	Against	Shareholder
15	Adopt Policy to Identify and Label Food Products that Contain Genetically Engineered Ingredients	Against	Against	Shareholder
16	Issue Sustainability Report	Against	For	Shareholder

-----

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

SARA LEE CORP.

Ticker: SLE Security ID: 803111103  
 Meeting Date: OCT 27, 2005 Meeting Type: Annual  
 Record Date: SEP 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brenda C. Barnes	For	For	Management
1.2	Elect Director J.T. Battenberg, III	For	For	Management
1.3	Elect Director Charles W. Coker	For	For	Management
1.4	Elect Director James S. Crown	For	For	Management
1.5	Elect Director Willie D. Davis	For	For	Management
1.6	Elect Director Laurette T. Koellner	For	For	Management
1.7	Elect Director Cornelis J.A. Van Lede	For	Withhold	Management
1.8	Elect Director Sir Ian Prosser	For	For	Management
1.9	Elect Director Rozanne L. Ridgway	For	For	Management
1.10	Elect Director Richard L. Thomas	For	For	Management
1.11	Elect Director Jonathan P. Ward	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Adopt ILO Based Code of Conduct	Against	Against	Shareholder
5	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

SCHERING-PLOUGH CORP.

Ticker: SGP Security ID: 806605101  
 Meeting Date: MAY 19, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas J. Colligan	For	For	Management
1.2	Elect Director C. Robert Kidder	For	For	Management
1.3	Elect Director Carl E. Mundy, Jr.	For	For	Management
1.4	Elect Director Patricia F. Russo	For	For	Management
1.5	Elect Director Arthur F. Weinbach	For	For	Management
2	Ratify Auditor	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Approve Outside Director Stock Awards/Options in Lieu of Cash	For	For	Management
5	Approve Omnibus Stock Plan	For	For	Management
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Adopt Simple Majority Vote Requirement	Against	For	Shareholder

SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108  
 Meeting Date: APR 12, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

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



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect	Director J. Deutch	For	For	Management
1.2	Elect	Director J.S. Gorelick	For	For	Management
1.3	Elect	Director A. Gould	For	For	Management
1.4	Elect	Director T. Isaac	For	For	Management
1.5	Elect	Director A. Lajous	For	For	Management
1.6	Elect	Director A. Levy-Lang	For	For	Management
1.7	Elect	Director M.E. Marks	For	For	Management
1.8	Elect	Director D. Primat	For	For	Management
1.9	Elect	Director T.I. Sandvold	For	For	Management
1.10	Elect	Director N. Seydoux	For	For	Management
1.11	Elect	Director L.G. Stuntz	For	For	Management
1.12	Elect	Director R. Talwar	For	For	Management
2		ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS	For	For	Management
3		ADOPTION OF AMENDMENT TO THE ARTICLES OF INCORPORATION	For	For	Management
4		APPROVAL OF AMENDMENT AND RESTATEMENT OF THE SCHLUMBERGER 2005 STOCK OPTION PLAN	For	For	Management
5		APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	For	For	Management

---

### SCOTTISH POWER PLC

Ticker: SPI Security ID: 81013T705  
 Meeting Date: JUL 22, 2005 Meeting Type: Special  
 Record Date: JUN 27, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO APPROVE THE SALE BY THE COMPANY OF ITS REGULATED US BUSINESS, PACIFICORP, AS DESCRIBED IN THE CIRCULAR TO SHAREHOLDERS DATED JUNE 30, 2005.	For	For	Management

---

### SCOTTISH POWER PLC

Ticker: SPI Security ID: 81013T705  
 Meeting Date: JUL 22, 2005 Meeting Type: Annual  
 Record Date: JUN 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2005.	For	For	Management
2	TO APPROVE THE REMUNERATION REPORT.	For	For	Management
3	TO RE-ELECT CHARLES BERRY AS A DIRECTOR.	For	For	Management
4	TO RE-ELECT DONALD BRYDON AS A DIRECTOR.	For	For	Management
5	TO RE-ELECT NOLAN KARRAS AS A DIRECTOR.	For	For	Management
6	Ratify Auditors	For	For	Management
7	TO AUTHORIZE THE COMPANY TO MAKE DONATIONS TO EU POLITICAL ORGANIZATIONS AND TO INCUR EU POLITICAL EXPENDITURE.	For	For	Management
8	TO RENEW THE GENERAL AUTHORITY OF THE DIRECTORS TO ALLOT SHARES.	For	For	Management
9	TO RENEW THE AUTHORITY OF THE DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS.	For	For	Management
10	TO RENEW THE AUTHORITY OF THE COMPANY TO PURCHASE ITS OWN SHARES.	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

11 TO ADOPT NEW ARTICLES OF ASSOCIATION. For For Management

### SCOTTISH POWER PLC

Ticker: SPI Security ID: 81013T705  
 Meeting Date: MAY 4, 2006 Meeting Type: Special  
 Record Date: MAR 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO APPROVE THE CAPITAL REORGANIZATION, THE RETURN OF CASH, THE AMENDMENTS TO THE COMPANY S ARTICLES OF ASSOCIATION AND THE AMENDMENTS TO THE EXISTING AUTHORITIES TO ALLOT NEW SHARES, DISAPPLY PRE-EMPTION RIGHTS AND TO MAKE MARKET PURCHASES OF ORDINARY SH	For	For	Management

### SIMON PROPERTY GROUP, INC.

Ticker: SPG Security ID: 828806109  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 9, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Birch Bayh	For	Withhold	Management
1.2	Elect Director Melvyn E. Bergstein	For	For	Management
1.3	Elect Director Linda Walker Bynoe	For	For	Management
1.4	Elect Director Karen N. Horn, Ph.D.	For	For	Management
1.5	Elect Director Reuben S. Leibowitz	For	For	Management
1.6	Elect Director J. Albert Smith, Jr.	For	For	Management
1.7	Elect Director Pieter S. van den Berg	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### SLM CORP.

Ticker: SLM Security ID: 78442P106  
 Meeting Date: MAY 18, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ann Torre Bates	For	For	Management
1.2	Elect Director Charles L. Daley	For	For	Management
1.3	Elect Director W.M. Diefenderfer, III	For	For	Management
1.4	Elect Director Thomas J. Fitzpatrick	For	For	Management
1.5	Elect Director Diane Suitt Gilleland	For	For	Management
1.6	Elect Director Earl A. Goode	For	For	Management
1.7	Elect Director Ronald F. Hunt	For	For	Management
1.8	Elect Director Benjamin J. Lambert, III	For	For	Management
1.9	Elect Director Albert L. Lord	For	For	Management
1.10	Elect Director Barry A. Munitz	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.11	Elect Director A. Alexander Porter, Jr	For	For	Management
1.12	Elect Director Wolfgang Schoellkopf	For	For	Management
1.13	Elect Director Steven L. Shapiro	For	For	Management
1.14	Elect Director Barry L. Williams	For	For	Management
2	Ratify Auditors	For	For	Management

### SOUTHERN COMPANY

Ticker: SO Security ID: 842587107  
 Meeting Date: MAY 24, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juanita Powell Baranco	For	For	Management
1.2	Elect Director Dorrit J. Bern	For	For	Management
1.3	Elect Director Francis S. Blake	For	For	Management
1.4	Elect Director Thomas F. Chapman	For	For	Management
1.5	Elect Director Donald M. James	For	For	Management
1.6	Elect Director Zack T. Pate	For	For	Management
1.7	Elect Director J. Neal Purcell	For	For	Management
1.8	Elect Director David M. Ratcliffe	For	For	Management
1.9	Elect Director William G. Smith, Jr.	For	For	Management
1.10	Elect Director Gerald J. St. Pe	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

### SOUTHWEST AIRLINES CO.

Ticker: LUV Security ID: 844741108  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 22, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Colleen C. Barrett	For	For	Management
1.2	Elect Director Gary C. Kelly	For	For	Management
1.3	Elect Director John T. Montford	For	For	Management
1.4	Elect Director William H. Cunningham	For	For	Management
1.5	Elect Director Louis E. Caldera	For	For	Management
1.6	Elect Director Nancy B. Loeffler	For	For	Management
1.7	Elect Director David W. Biegler	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Simple Majority Vote	Against	For	Shareholder

### SPRINT NEXTEL CORP

Ticker: S Security ID: 852061100  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Keith J. Bane	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director Gordon M. Bethune	For	For	Management
1.3	Elect Director Timothy M. Donahue	For	For	Management
1.4	Elect Director Frank M. Drendel	For	For	Management
1.5	Elect Director Gary D. Forsee	For	For	Management
1.6	Elect Director James H. Hance, Jr.	For	For	Management
1.7	Elect Director V. Janet Hill	For	For	Management
1.8	Elect Director Irvine O. Hockaday, Jr	For	For	Management
1.9	Elect Director William E. Kennard	For	For	Management
1.10	Elect Director Linda Koch Lorimer	For	For	Management
1.11	Elect Director Stephanie M. Shern	For	For	Management
1.12	Elect Director William H. Swanson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Restore or Provide for Cumulative Voting	Against	For	Shareholder

---

### SPRINT NEXTEL CORP

Ticker: S Security ID: 852061100

Meeting Date: JUL 13, 2005 Meeting Type: Annual

Record Date: MAY 20, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	For	Management
2	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
3	Change Company Name	For	For	Management
4	Issue Shares in Connection with an Acquisition	For	For	Management
5	Adjourn Meeting	For	For	Management
6.1	Elect Director Gordon M. Bethune	For	For	Management
6.2	Elect Director Dr. E. Linn Draper, Jr.	For	For	Management
6.3	Elect Director James H. Hance, Jr.	For	For	Management
6.4	Elect Director Deborah A. Henretta	For	For	Management
6.5	Elect Director Irvine O. Hockaday, Jr.	For	For	Management
6.6	Elect Director Linda Koch Lorimer	For	For	Management
6.7	Elect Director Gerald L. Storch	For	For	Management
6.8	Elect Director William H. Swanson	For	For	Management
7	Ratify Auditors	For	For	Management
8	Review Executive Compensation	Against	For	Shareholder

---

### ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103

Meeting Date: MAY 10, 2006 Meeting Type: Annual

Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Daniel J. Starks	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

---

### ST. PAUL TRAVELERS COMPANIES, INC., THE

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: STA Security ID: 792860108  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 8, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Dasburg	For	For	Management
1.2	Elect Director Leslie B. Disharoon	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Thomas R. Hodgson	For	For	Management
1.8	Elect Director Robert I. Lipp	For	For	Management
1.9	Elect Director Blythe J. McGarvie	For	For	Management
1.10	Elect Director Glen D. Nelson, M.D.	For	For	Management
1.11	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Report on Political Contributions	Against	For	Shareholder

-----  
 STAPLES, INC.

Ticker: SPLS Security ID: 855030102  
 Meeting Date: JUN 6, 2006 Meeting Type: Annual  
 Record Date: APR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	For	Management
1.2	Elect Director Robert C. Nakasone	For	For	Management
1.3	Elect Director Ronald L. Sargent	For	For	Management
1.4	Elect Director Stephen F. Schuckebrook	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

-----  
 STARBUCKS CORP.

Ticker: SBUX Security ID: 855244109  
 Meeting Date: FEB 8, 2006 Meeting Type: Annual  
 Record Date: DEC 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard P. Behar	For	For	Management
1.2	Elect Director James G. Shennan, Jr	For	For	Management
1.3	Elect Director Myron E. Ullman, III	For	For	Management
1.4	Elect Director Craig E. Weatherup	For	For	Management
1.5	Elect Director James L. Donald	For	For	Management
1.6	Elect Director Javier G. Teruel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management

-----

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director T. Albright	For	For	Management
1.2	Elect Director K. Burnes	For	For	Management
1.3	Elect Director N. Darehshori	For	For	Management
1.4	Elect Director A. Goldstein	For	For	Management
1.5	Elect Director D. Gruber	For	For	Management
1.6	Elect Director L. Hill	For	For	Management
1.7	Elect Director C. LaMantia	For	For	Management
1.8	Elect Director R. Logue	For	For	Management
1.9	Elect Director R. Sergel	For	For	Management
1.10	Elect Director R. Skates	For	For	Management
1.11	Elect Director G. Summe	For	For	Management
1.12	Elect Director D. Walsh	For	For	Management
1.13	Elect Director R. Weissman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

STRYKER CORP.

Ticker: SYK Security ID: 863667101  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Howard E. Cox, Jr.	For	For	Management
1.3	Elect Director Donald M. Engelman	For	For	Management
1.4	Elect Director Jerome H. Grossman	For	For	Management
1.5	Elect Director Stephen P. Macmillan	For	For	Management
1.6	Elect Director William U. Parfet	For	For	Management
1.7	Elect Director Ronda E. Stryker	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

SYMANTEC CORP.

Ticker: SYMC Security ID: 871503108  
 Meeting Date: SEP 16, 2005 Meeting Type: Annual  
 Record Date: JUL 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary L. Bloom	For	For	Management
1.2	Elect Director Michael Brown	For	For	Management
1.3	Elect Director William T. Coleman	For	For	Management
1.4	Elect Director David L. Mahoney	For	For	Management
1.5	Elect Director Robert S. Miller	For	Withhold	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.6	Elect Director George Reyes	For	For	Management
1.7	Elect Director David Roux	For	For	Management
1.8	Elect Director Daniel H. Schulman	For	For	Management
1.9	Elect Director John W. Thompson	For	For	Management
1.10	Elect Director V. Paul Unruh	For	For	Management
2	Ratify Auditors	For	For	Management

### SYNOVUS FINANCIAL CORP.

Ticker: SNV Security ID: 87161C105  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard Y. Bradley	For	Withhold	Management
1.2	Elect Director Frank W. Brumley	For	For	Management
1.3	Elect Director Elizabeth W. Camp	For	For	Management
1.4	Elect Director T. Michael Goodrich	For	For	Management
1.5	Elect Director John P. Illges, III	For	For	Management
1.6	Elect Director J. Neal Purcell	For	For	Management
1.7	Elect Director William B. Turner, Jr.	For	Withhold	Management
2	Declassify the Board of Directors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### SYSCO CORPORATION

Ticker: SY Y Security ID: 871829107  
 Meeting Date: NOV 11, 2005 Meeting Type: Annual  
 Record Date: SEP 13, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Judith B. Craven	For	For	Management
1.2	Elect Director Richard G. Merrill	For	For	Management
1.3	Elect Director Phyllis S. Sewell	For	For	Management
1.4	Elect Director Richard G. Tilghman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Stock/Cash Award to Executive	For	For	Management
5	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management

### TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard M. Kovacevich	For	For	Management
1.2	Elect Director George W. Tamke	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Solomon D. Trujillo	For	For	Management
1.4	Elect Director Robert J. Ulrich	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report Political Contributions/Activities	Against	Against	Shareholder

---

### TEXAS INSTRUMENTS INC.

Ticker: TXN                      Security ID: 882508104  
 Meeting Date: APR 20, 2006      Meeting Type: Annual  
 Record Date: FEB 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.R. Adams	For	For	Management
1.2	Elect Director D.L. Boren	For	For	Management
1.3	Elect Director D.A. Carp	For	For	Management
1.4	Elect Director C.S. Cox	For	For	Management
1.5	Elect Director T.J. Engibous	For	For	Management
1.6	Elect Director G.W. Fronterhouse	For	For	Management
1.7	Elect Director D.R. Goode	For	For	Management
1.8	Elect Director P.H. Patsley	For	For	Management
1.9	Elect Director W.R. Sanders	For	For	Management
1.10	Elect Director R.J. Simmons	For	For	Management
1.11	Elect Director R.K. Templeton	For	For	Management
1.12	Elect Director C.T. Whitman	For	For	Management
2	Ratify Auditors	For	For	Management

---

### TIME WARNER INC

Ticker: TWX                      Security ID: 887317105  
 Meeting Date: MAY 19, 2006      Meeting Type: Annual  
 Record Date: MAR 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James L. Barksdale	For	For	Management
1.2	Elect Director Stephen F. Bollenbach	For	For	Management
1.3	Elect Director Frank J. Caufield	For	For	Management
1.4	Elect Director Robert C. Clark	For	For	Management
1.5	Elect Director Jessica P. Einhorn	For	For	Management
1.6	Elect Director Reuben Mark	For	For	Management
1.7	Elect Director Michael A. Miles	For	For	Management
1.8	Elect Director Kenneth J. Novack	For	For	Management
1.9	Elect Director Richard D. Parsons	For	For	Management
1.10	Elect Director Francis T. Vincent, Jr	For	For	Management
1.11	Elect Director Deborah C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Adopt Simple Majority Vote Requirement	Against	For	Shareholder
5	Separate Chairman and CEO Positions	Against	Against	Shareholder
6	Develop a Code Vendor of Conduct	Against	For	Shareholder

---

### TRANSOCEAN INC.

Ticker: RIG                      Security ID: G90078109



Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Victor E. Grijalva	For	For	Management
1.2	Elect Director Arthur Lindenauer	For	For	Management
1.3	Elect Director Kristian Siem	For	For	Management
2	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2006.	For	For	Management

-----  
 TRI-CONTINENTAL CORP.

Ticker: Security ID: 895436103  
 Meeting Date: MAY 4, 2006 Meeting Type: Proxy Contest  
 Record Date: FEB 9, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Galvin	For	Did Not Vote	Management
1.2	Elect Director William C. Morris	For	Did Not Vote	Management
1.3	Elect Director Robert L. Shafer	For	Did Not Vote	Management
2	Ratify Auditors	For	Did Not Vote	Management
3	Restore or Provide for Cumulative Voting	Against	Did Not Vote	Shareholder
1.1	Elect Director Arthur D. Lipson	For	For	Management
1.2	Elect Director Paul DeRosa	For	For	Management
1.3	Elect Director Marlene A. Plumlee	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	For	For	Shareholder

-----  
 TRIBUNE CO.

Ticker: TRB Security ID: 896047107  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis J. FitzSimons	For	For	Management
1.2	Elect Director Betsy D. Holden	For	For	Management
1.3	Elect Director Robert S. Morrison	For	For	Management
1.4	Elect Director William Stinehart, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

-----  
 TXU CORP.

Ticker: TXU Security ID: 873168108  
 Meeting Date: MAY 19, 2006 Meeting Type: Annual

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: MAR 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. Gail de Planque	For	For	Management
1.2	Elect Director Leldon E. Echols	For	For	Management
1.3	Elect Director Kerney Laday	For	For	Management
1.4	Elect Director Jack E. Little	For	For	Management
1.5	Elect Director Gerardo I. Lopez	For	For	Management
1.6	Elect Director J.E. Oesterreicher	For	For	Management
1.7	Elect Director Michael W. Ranger	For	For	Management
1.8	Elect Director Leonard H. Roberts	For	For	Management
1.9	Elect Director Glenn F. Tilton	For	For	Management
1.10	Elect Director C. John Wilder	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Range For Board Size	For	For	Management
4	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106  
 Meeting Date: MAY 4, 2006 Meeting Type: Annual  
 Record Date: MAR 9, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John J. Beystehner	For	For	Management
1.2	Elect Director Michael J. Burns	For	For	Management
1.3	Elect Director D. Scott Davis	For	For	Management
1.4	Elect Director Stuart E. Eizenstat	For	For	Management
1.5	Elect Director Michael L. Eskew	For	For	Management
1.6	Elect Director James P. Kelly	For	Withhold	Management
1.7	Elect Director Ann M. Livermore	For	For	Management
1.8	Elect Director Gary E. MacDougal	For	For	Management
1.9	Elect Director Victor A. Pelson	For	For	Management
1.10	Elect Director John W. Thompson	For	For	Management
1.11	Elect Director Carol B. Tome	For	For	Management
1.12	Elect Director Ben Verwaayen	For	For	Management
2	Ratify Auditors	For	For	Management

UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109  
 Meeting Date: APR 12, 2006 Meeting Type: Annual  
 Record Date: FEB 14, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Louis R. Chenevert	For	For	Management
1.2	Elect Director George David	For	For	Management
1.3	Elect Director John V. Faraci	For	For	Management
1.4	Elect Director Jean-Pierre Garnier	For	For	Management
1.5	Elect Director Jamie S. Gorelick	For	For	Management
1.6	Elect Director Charles R. Lee	For	For	Management
1.7	Elect Director Richard D. McCormick	For	For	Management
1.8	Elect Director Harold McGraw, III	For	For	Management
1.9	Elect Director Frank P. Popoff, III	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.10	Elect Director H. Patrick Swygert	For	For	Management
1.11	Elect Director Andre Villeneuve	For	For	Management
1.12	Elect Director H.A. Wagner	For	For	Management
1.13	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Establish Term Limits for Directors	Against	Against	Shareholder
5	Report on Foreign Sales of Military Products	Against	Against	Shareholder

---

### UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James A. Johnson	For	Withhold	Management
1.2	Elect Director Douglas W. Leatherdale	For	For	Management
1.3	Elect Director William W. McGuire, M.D.	For	For	Management
1.4	Elect Director Mary O. Mundinger, Ph.D.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

---

### UNIVISION COMMUNICATIONS INC.

Ticker: UVN Security ID: 914906102  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Jerrold Perenchio	For	Withhold	Management
1.2	Elect Director Anthony Cassara	For	Withhold	Management
1.3	Elect Director Harold Gaba	For	For	Management
1.4	Elect Director Alan F. Horn	For	For	Management
1.5	Elect Director Michael O. Johnson	For	For	Management
1.6	Elect Director John G. Perenchio	For	Withhold	Management
1.7	Elect Director Ray Rodriguez	For	Withhold	Management
1.8	Elect Director McHenry T. Tichenor, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

---

### UNOCAL CORP.

Ticker: UCL Security ID: 915289102  
 Meeting Date: AUG 10, 2005 Meeting Type: Special  
 Record Date: JUN 29, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

### VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104  
 Meeting Date: MAY 4, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Barker	For	For	Management
1.2	Elect Director Richard L. Carrion	For	For	Management
1.3	Elect Director Robert W. Lane	For	For	Management
1.4	Elect Director Sandra O. Moose	For	For	Management
1.5	Elect Director Joseph Neubauer	For	Withhold	Management
1.6	Elect Director Donald T. Nicolaisen	For	For	Management
1.7	Elect Director Thomas H. O'Brien	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Hugh B. Price	For	For	Management
1.10	Elect Director Ivan G. Seidenberg	For	For	Management
1.11	Elect Director Walter V. Shipley	For	For	Management
1.12	Elect Director John R. Stafford	For	For	Management
1.13	Elect Director Robert D. Storey	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Require Majority of Independent Directors on Board	Against	Against	Shareholder
6	Company-Specific-Directors on Common Boards	Against	Against	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder
8	Performance-Based and/or Time-Based Equity Awards	Against	Against	Shareholder
9	Report on Political Contributions	Against	For	Shareholder

### WACHOVIA CORP.

Ticker: WB Security ID: 929903102  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 22, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Goodwin, Jr.	For	For	Management
1.2	Elect Director Robert A. Ingram	For	For	Management
1.3	Elect Director Mackey J. McDonald	For	Withhold	Management
1.4	Elect Director Lanty L. Smith	For	For	Management
1.5	Elect Director Ruth G. Shaw	For	For	Management
1.6	Elect Director Ernest S. Rady	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder
4	Report on Political Contributions	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	Against	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103  
 Meeting Date: JUN 2, 2006 Meeting Type: Annual  
 Record Date: APR 5, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Aida M. Alvarez	For	For	Management
1.2	Elect Director James W. Breyer	For	For	Management
1.3	Elect Director M. Michele Burns	For	For	Management
1.4	Elect Director James I. Cash, Jr., Ph.D.	For	For	Management
1.5	Elect Director Douglas N. Daft	For	For	Management
1.6	Elect Director David D. Glass	For	For	Management
1.7	Elect Director Roland A. Hernandez	For	For	Management
1.8	Elect Director H. Lee Scott, Jr.	For	For	Management
1.9	Elect Director Jack C. Shewmaker	For	For	Management
1.10	Elect Director Jim C. Walton	For	For	Management
1.11	Elect Director S. Robson Walton	For	For	Management
1.12	Elect Director Christopher J. Williams	For	For	Management
1.13	Elect Director Linda S. Wolf	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Animal Welfare Standards	Against	Against	Shareholder
4	Report on Political Contributions	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Prepare a Sustainability Report	Against	For	Shareholder
7	Report on Pay Disparity	Against	Against	Shareholder
8	Report on Stock Option Distribution by Race and Gender	Against	For	Shareholder

-----  
 WALGREEN CO.

Ticker: WAG Security ID: 931422109  
 Meeting Date: JAN 11, 2006 Meeting Type: Annual  
 Record Date: NOV 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management
1.2	Elect Director William C. Foote	For	For	Management
1.3	Elect Director James J. Howard	For	For	Management
1.4	Elect Director Alan G. McNally	For	For	Management
1.5	Elect Director Cordell Reed	For	For	Management
1.6	Elect Director Jeffrey A. Rein	For	For	Management
1.7	Elect Director David Y. Schwartz	For	For	Management
1.8	Elect Director John B. Schwemm	For	For	Management
1.9	Elect Director James A. Skinner	For	For	Management
1.10	Elect Director Marilou M. von Ferstel	For	For	Management
1.11	Elect Director Charles R. Walgreen, III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Stock Option Plan	For	Against	Management

-----  
 WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 10, 2006 Meeting Type: Annual  
 Record Date: JAN 9, 2006

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director John S. Chen	For	For	Management
1.3	Elect Director Judith L. Estrin	For	For	Management
1.4	Elect Director Robert A. Iger	For	For	Management
1.5	Elect Director Fred H. Langhammer	For	For	Management
1.6	Elect Director Aylin B. Lewis	For	For	Management
1.7	Elect Director Monica C. Lozano	For	For	Management
1.8	Elect Director Robert W. Matschullat	For	For	Management
1.9	Elect Director George J. Mitchell	For	For	Management
1.10	Elect Director Leo J. O' Donovan, S.J.	For	For	Management
1.11	Elect Director John E. Pepper, Jr.	For	For	Management
1.12	Elect Director Orin C. Smith	For	For	Management
1.13	Elect Director Gary L. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Company-Specific -- Shareholder Miscellaneous	Against	Against	Shareholder
4	Report on Vendor Standards in China	Against	Against	Shareholder

-----  
WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103  
Meeting Date: APR 18, 2006 Meeting Type: Annual  
Record Date: FEB 24, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kerry K. Killinger	For	For	Management
1.2	Elect Director Thomas C. Leppert	For	For	Management
1.3	Elect Director Charles M. Lillis	For	For	Management
1.4	Elect Director Michael K. Murphy	For	For	Management
1.5	Elect Director Orin C. Smith	For	For	Management
1.6	Elect Director Regina Montoya	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Declassify the Board of Directors	For	For	Management
6	Report on Political Contributions	Against	For	Shareholder

-----  
WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109  
Meeting Date: MAY 5, 2006 Meeting Type: Annual  
Record Date: MAR 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pastora San Juan Cafferty	For	For	Management
1.2	Elect Director Frank M. Clark, Jr.	For	For	Management
1.3	Elect Director Thomas I. Morgan	For	For	Management
1.4	Elect Director John C. Pope	For	For	Management
1.5	Elect Director W. Robert Reum	For	For	Management
1.6	Elect Director Steven G. Rothmeier	For	For	Management
1.7	Elect Director David P. Steiner	For	For	Management
1.8	Elect Director Thomas H. Weidemeyer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase	For	For	Management

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Plan  
 4      Require a Majority Vote for the Election    Against    For                      Shareholder  
        of Directors

---

### WATERS CORPORATION

Ticker:            WAT                      Security ID: 941848103  
 Meeting Date: MAY 11, 2006    Meeting Type: Annual  
 Record Date: MAR 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joshua Bekenstein	For	For	Management
1.2	Elect Director Michael J. Berendt	For	For	Management
1.3	Elect Director Douglas A. Berthiaume	For	For	Management
1.4	Elect Director Edward Conard	For	For	Management
1.5	Elect Director Laurie H. Glimcher	For	For	Management
1.6	Elect Director Christopher A. Keubler	For	For	Management
1.7	Elect Director William J. Miller	For	For	Management
1.8	Elect Director JoAnn A. Reed	For	For	Management
1.9	Elect Director Thomas P. Salice	For	For	Management
2	Ratify Auditors	For	For	Management
3	Other Business	For	Against	Management

---

### WELLS FARGO & COMPANY

Ticker:            WFC                      Security ID: 949746101  
 Meeting Date: APR 25, 2006    Meeting Type: Annual  
 Record Date: MAR 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lloyd H. Dean	For	For	Management
1.2	Elect Director Susan E. Engel	For	For	Management
1.3	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.4	Elect Director Robert L. Joss	For	For	Management
1.5	Elect Director Richard M. Kovacevich	For	For	Management
1.6	Elect Director Richard D. McCormick	For	For	Management
1.7	Elect Director Cynthia H. Milligan	For	Withhold	Management
1.8	Elect Director Nicholas G. Moore	For	For	Management
1.9	Elect Director Philip J. Quigley	For	Withhold	Management
1.10	Elect Director Donald B. Rice	For	Withhold	Management
1.11	Elect Director Judith M. Runstad	For	For	Management
1.12	Elect Director Stephen W. Sanger	For	For	Management
1.13	Elect Director Susan G. Swenson	For	For	Management
1.14	Elect Director Michael W. Wright	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Separate Chairman and CEO Positions	Against	For	Shareholder
5	Compensation- Director Compensation	Against	Against	Shareholder
6	Report on Discrimination in Lending	Against	Against	Shareholder

---

### WILLIAMS COMPANIES, INC., THE

## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: WMB Security ID: 969457100  
 Meeting Date: MAY 18, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Irl F. Engelhardt	For	For	Management
1.2	Elect Director William R. Granberry	For	For	Management
1.3	Elect Director William E. Green	For	For	Management
1.4	Elect Director W.R. Howell	For	For	Management
1.5	Elect Director George A. Lorch	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

### WYETH

Ticker: WYE Security ID: 983024100  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert Essner	For	For	Management
1.2	Elect Director John D. Feerick	For	For	Management
1.3	Elect Director Frances D. Fergusson, Ph.D.	For	For	Management
1.4	Elect Director Victor F. Ganzi	For	For	Management
1.5	Elect Director Robert Langer	For	For	Management
1.6	Elect Director John P. Mascotte	For	For	Management
1.7	Elect Director Mary Lake Polan, M.D., Ph.D.	For	For	Management
1.8	Elect Director Gary L. Rogers	For	For	Management
1.9	Elect Director Ivan G. Seidenberg	For	For	Management
1.10	Elect Director Walter V. Shipley	For	For	Management
1.11	Elect Director John R. Torell, III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
4	Report on Product Availability in Canada	Against	For	Shareholder
5	Report on Political Contributions	Against	For	Shareholder
6	Report on Animal welfare Policy	Against	For	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
8	Separate Chairman and CEO Positions	Against	For	Shareholder
9	Adopt Simple Majority Vote Requirement	Against	For	Shareholder

### XCEL ENERGY INC.

Ticker: XEL Security ID: 98389B100  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Coney Burgess	For	For	Management
1.2	Elect Director Fredric W. Corrigan	For	For	Management
1.3	Elect Director Richard K. Davis	For	For	Management
1.4	Elect Director Roger R. Hemminghaus	For	For	Management



## Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.5	Elect Director A. Barry Hirschfeld	For	For	Management
1.6	Elect Director Richard C. Kelly	For	For	Management
1.7	Elect Director Douglas W. Leatherdale	For	For	Management
1.8	Elect Director Albert F. Moreno	For	For	Management
1.9	Elect Director Dr. Margaret R. Preska	For	For	Management
1.10	Elect Director A. Patricia Sampson	For	For	Management
1.11	Elect Director Richard H. Truly	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	For	Shareholder

-----

### XTO ENERGY INC

Ticker: XTO Security ID: 98385X106  
 Meeting Date: MAY 16, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Phillip R. Kevil	For	For	Management
1.2	Elect Director Herbert D. Simons	For	For	Management
1.3	Elect Director Vaughn O. Vennerberg, II	For	For	Management
1.4	Elect Director Lane G. Collins	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

-----

### YAHOO!, INC.

Ticker: YHOO Security ID: 984332106  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: MAR 29, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terry S. Semel	For	For	Management
1.2	Elect Director Jerry Yang	For	For	Management
1.3	Elect Director Roy J. Bostock	For	For	Management
1.4	Elect Director Ronald W. Burkle	For	For	Management
1.5	Elect Director Eric Hippeau	For	For	Management
1.6	Elect Director Arthur H. Kern	For	For	Management
1.7	Elect Director Vyomesh Joshi	For	For	Management
1.8	Elect Director Robert A. Kotick	For	For	Management
1.9	Elect Director Edward R. Kozel	For	For	Management
1.10	Elect Director Gary L. Wilson	For	For	Management
2	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

-----

### ZIMMER HOLDINGS INC

Ticker: ZMH Security ID: 98956P102  
 Meeting Date: MAY 1, 2006 Meeting Type: Annual  
 Record Date: MAR 8, 2006

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

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Stuart M. Essig	For	For	Management
1.2	Elect Director Augustus A. White, III, M.D., Ph.D.	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

-----  
ZWEIG FUND, INC., THE

Ticker: Security ID: 989834106  
Meeting Date: MAY 9, 2006 Meeting Type: Annual  
Record Date: MAR 8, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles H. Brunie	For	For	Management
1.2	Elect Director James B. Rogers, Jr.	For	For	Management

===== END NPX REPORT

SIGNATURES

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

(Registrant) Cornerstone Total Return Fund, Inc.

By (Signature and Title) /s/ Ralph W. Bradshaw

-----  
Ralph W. Bradshaw  
President

Date August 8, 2006