

TCW STRATEGIC INCOME FUND INC  
Form N-PX  
August 27, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY**

Investment Company Act file number: 811-04980

**TCW Strategic Income Fund, Inc.**

(Exact name of registrant as specified in charter)

865 South Figueroa Street, Los Angeles, CA 90017

(Address of principal executive offices)

Philip K. Holl, Secretary, 865 South Figueroa Street, Los Angeles, CA 90017

(Name and address of agent for service)

Registrant's telephone number, including area code: (213) 244-0000

Date of Fiscal year-end: 12/31/2008

Date of reporting period: 7/1/2007 - 6/30/2008

**Item 1. Proxy Voting Record**

AETNA INC.

Ticker: AET Security ID: 00817Y108  
Meeting Date: MAY 30, 2008 Meeting Type: Annual  
Record Date: MAR 28, 2008

| #   | Proposal                      | Mgt<br>Rec | Vote Cast | Sponsor    |
|-----|-------------------------------|------------|-----------|------------|
| 1.1 | Elect Director Frank M. Clark | For        | For       | Management |
| 1.2 | Elect Director Betsy Z. Cohen | For        | For       | Management |
| 1.3 | Elect Director Molly J. Coye  | For        | For       | Management |
| 1.4 | Elect Director Roger N. Farah | For        | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.5  | Elect Director Barbara Hackman Franklin | For     | For     | Management  |
| 1.6  | Elect Director Jeffrey E. Garten        | For     | For     | Management  |
| 1.7  | Elect Director Earl G. Graves           | For     | For     | Management  |
| 1.8  | Elect Director Gerald Greenwald         | For     | For     | Management  |
| 1.9  | Elect Director Ellen M. Hancock         | For     | For     | Management  |
| 1.10 | Elect Director Edward J. Ludwig         | For     | For     | Management  |
| 1.11 | Elect Director Joseph P. Newhouse       | For     | For     | Management  |
| 1.12 | Elect Director Ronald A. Williams       | For     | For     | Management  |
| 2    | Ratify Auditors                         | For     | For     | Management  |
| 3    | Provide for Cumulative Voting           | Against | For     | Shareholder |
| 4    | Require Director Nominee Qualifications | Against | Against | Shareholder |

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ALCOA INC.

Ticker: AA Security ID: 013817101  
 Meeting Date: MAY 8, 2008 Meeting Type: Annual  
 Record Date: FEB 11, 2008

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor     |
|-----|---------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Joseph T. Gorman | For     | For       | Management  |
| 1.2 | Elect Director Klaus Kleinfeld  | For     | For       | Management  |
| 1.3 | Elect Director James W. Owens   | For     | For       | Management  |
| 1.4 | Elect Director Ratan N. Tata    | For     | For       | Management  |
| 2   | Ratify Auditor                  | For     | For       | Management  |
| 3   | Report on Global Warming        | Against | Against   | Shareholder |

ALLTEL CORP.

Ticker: AT Security ID: 020039103  
 Meeting Date: AUG 29, 2007 Meeting Type: Special  
 Record Date: JUL 23, 2007

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

AMEREN CORPORATION

Ticker: AEE Security ID: 023608102  
 Meeting Date: APR 22, 2008 Meeting Type: Annual  
 Record Date: FEB 22, 2008

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Stephen F. Brauer  | For     | For       | Management  |
| 1.2  | Elect Director Susan S. Elliott   | For     | For       | Management  |
| 1.3  | Elect Director Walter J. Galvin   | For     | For       | Management  |
| 1.4  | Elect Director Gayle P. W. Jackson  | For     | For       | Management  |
| 1.5  | Elect Director James C. Johnson   | For     | For       | Management  |
| 1.6  | Elect Director Charles W. Mueller   | For     | For       | Management  |
| 1.7  | Elect Director Douglas R. Oberhelman  | For     | For       | Management  |
| 1.8  | Elect Director Gary L. Rainwater  | For     | For       | Management  |
| 1.9  | Elect Director Harvey Saligman  | For     | For       | Management  |
| 1.10 | Elect Director Patrick T. Stokes  | For     | For       | Management  |
| 1.11 | Elect Director Jack D. Woodard  | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Report on Reducing Releases of Radioactive Materials from Callaway Facility | Against | For       | Shareholder |

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AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101  
 Meeting Date: APR 22, 2008 Meeting Type: Annual  
 Record Date: FEB 27, 2008

| #    | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|------|--------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director E.R. Brooks           | For     | For       | Management |
| 1.2  | Elect Director Ralph D. Crosby, Jr.  | For     | For       | Management |
| 1.3  | Elect Director Linda A. Goodspeed    | For     | For       | Management |
| 1.4  | Elect Director Lester A. Hudson, Jr. | For     | For       | Management |
| 1.5  | Elect Director Lionel L. Nowell III  | For     | For       | Management |
| 1.6  | Elect Director Kathryn D. Sullivan   | For     | For       | Management |
| 1.7  | Elect Director Donald M. Carlton     | For     | For       | Management |
| 1.8  | Elect Director John P. DesBarres     | For     | For       | Management |
| 1.9  | Elect Director Thomas E. Hoaglin     | For     | For       | Management |
| 1.10 | Elect Director Michael G. Morris     | For     | For       | Management |
| 1.11 | Elect Director Richard L. Sandor     | For     | For       | Management |
| 2    | Ratify Auditors                      | For     | For       | Management |

AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107  
 Meeting Date: MAY 14, 2008 Meeting Type: Annual  
 Record Date: MAR 28, 2008

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Stephen F. Bollenbach                  | For     | For       | Management  |
| 2  | Elect Director Martin S. Feldstein                    | For     | For       | Management  |
| 3  | Elect Director Ellen V. Futter                        | For     | For       | Management  |
| 4  | Elect Director Richard C. Holbrooke                   | For     | For       | Management  |
| 5  | Elect Director Fred H. Langhammer                     | For     | For       | Management  |
| 6  | Elect Director George L. Miles, Jr.                   | For     | For       | Management  |
| 7  | Elect Director Morris W. Offit                        | For     | For       | Management  |
| 8  | Elect Director James F. Orr, III                      | For     | For       | Management  |
| 9  | Elect Director Virginia M. Rometty                    | For     | For       | Management  |
| 10 | Elect Director Martin J. Sullivan                     | For     | For       | Management  |
| 11 | Elect Director Michael H. Sutton                      | For     | For       | Management  |
| 12 | Elect Director Edmund S.W. Tse                        | For     | For       | Management  |
| 13 | Elect Director Robert B. Willumstad                   | For     | For       | Management  |
| 14 | Ratify Auditors                                       | For     | For       | Management  |
| 15 | Report on Human Rights Policies Relating to Water Use | Against | Against   | Shareholder |
| 16 | Report on Political Contributions                     | Against | For       | Shareholder |

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AT&T INC

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 25, 2008 Meeting Type: Annual  
 Record Date: FEB 27, 2008

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Randall L. Stephenson                          | For     | For       | Management  |
| 2  | Elect Director William F. Aldinger III                        | For     | For       | Management  |
| 3  | Elect Director Gilbert F. Amelio                              | For     | For       | Management  |
| 4  | Elect Director Reuben V. Anderson                             | For     | For       | Management  |
| 5  | Elect Director James H. Blanchard                             | For     | For       | Management  |
| 6  | Elect Director August A. Busch III                            | For     | For       | Management  |
| 7  | Elect Director James P. Kelly                                 | For     | For       | Management  |
| 8  | Elect Director Jon C. Madonna                                 | For     | For       | Management  |
| 9  | Elect Director Lynn M. Martin                                 | For     | For       | Management  |
| 10 | Elect Director John B. McCoy                                  | For     | For       | Management  |
| 11 | Elect Director Mary S. Metz                                   | For     | For       | Management  |
| 12 | Elect Director Joyce M. Roche                                 | For     | For       | Management  |
| 13 | Elect Director Laura D Andrea Tyson                           | For     | For       | Management  |
| 14 | Elect Director Patricia P. Upton                              | For     | For       | Management  |
| 15 | Ratify Auditors   | For     | For       | Management  |
| 16 | Report on Political Contributions                             | Against | Against   | Shareholder |
| 17 | Exclude Pension Credits from Earnings Performance Measure     | Against | Against   | Shareholder |
| 18 | Require Independent Lead Director                             | Against | For       | Shareholder |
| 19 | Establish SERP Policy   | Against | Against   | Shareholder |
| 20 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | For       | Shareholder |

AVERY DENNISON CORP.

Ticker: AVY Security ID: 053611109  
 Meeting Date: APR 24, 2008 Meeting Type: Annual  
 Record Date: FEB 25, 2008

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Peter K. Barker  | For     | For       | Management |
| 1.2 | Elect Director Richard M. Ferry | For     | For       | Management |
| 1.3 | Elect Director Ken C. Hicks     | For     | For       | Management |
| 1.4 | Elect Director Kent Kresa       | For     | For       | Management |
| 2   | Ratify Auditors                 | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan        | For     | For       | Management |

BCE INC.

Ticker: BCE Security ID: 05534B760  
 Meeting Date: SEP 21, 2007 Meeting Type: Special  
 Record Date: AUG 10, 2007

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| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Approve Acquisition of all Shares by the Purchaser | For     | For       | Management |

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CAPITALSOURCE, INC

Ticker: CSE Security ID: 14055X102  
 Meeting Date: MAY 1, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Frederick W. Eubank, II | For     | For       | Management |
| 1.2 | Elect Director Jason M. Fish           | For     | For       | Management |
| 1.3 | Elect Director Timothy M. Hurd         | For     | For       | Management |
| 2   | Ratify Auditors                        | For     | For       | Management |
| 3   | Increase Authorized Common Stock       | For     | For       | Management |
| 4   | Amend Omnibus Stock Plan               | For     | For       | Management |

CERNER CORPORATION

Ticker: CERN Security ID: 156782104  
 Meeting Date: MAY 23, 2008 Meeting Type: Annual  
 Record Date: MAR 28, 2008

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John C. Danforth   | For     | For       | Management |
| 1.2 | Elect Director Neal L. Patterson  | For     | For       | Management |
| 1.3 | Elect Director William D. Zollars | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100  
 Meeting Date: MAY 28, 2008 Meeting Type: Annual  
 Record Date: MAR 31, 2008

| #  | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|----|----------------------------------|---------|-----------|------------|
| 1  | Elect Director S. H. Armacost    | For     | For       | Management |
| 2  | Elect Director L. F. Deily       | For     | For       | Management |
| 3  | Elect Director R. E. Denham      | For     | For       | Management |
| 4  | Elect Director R. J. Eaton       | For     | For       | Management |
| 5  | Elect Director S. Ginn           | For     | For       | Management |
| 6  | Elect Director F. G. Jenifer     | For     | For       | Management |
| 7  | Elect Director J. L. Jones       | For     | For       | Management |
| 8  | Elect Director S. Nunn           | For     | For       | Management |
| 9  | Elect Director D. J. O'Reilly    | For     | For       | Management |
| 10 | Elect Director D. B. Rice        | For     | For       | Management |
| 11 | Elect Director P. J. Robertson   | For     | For       | Management |
| 12 | Elect Director K. W. Sharer      | For     | For       | Management |
| 13 | Elect Director C. R. Shoemate    | For     | For       | Management |
| 14 | Elect Director R. D. Sugar       | For     | For       | Management |
| 15 | Elect Director C. Ware           | For     | For       | Management |
| 16 | Ratify Auditors                  | For     | For       | Management |
| 17 | Increase Authorized Common Stock | For     | For       | Management |

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|    |                                    |         |         |             |
|----|------------------------------------|---------|---------|-------------|
| 18 | Require Independent Board Chairman | Against | Against | Shareholder |
| 19 | Adopt Human Rights Policy          | Against | Against | Shareholder |



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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 20 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For     | Shareholder |
| 21 | Adopt Quantitative GHG Goals for Products and Operations         | Against | Against | Shareholder |
| 22 | Adopt Guidelines for Country Selection                           | Against | Against | Shareholder |
| 23 | Report on Market Specific Environmental Laws                     | Against | Against | Shareholder |

CHUBB CORP., THE

Ticker: CB Security ID: 171232101  
 Meeting Date: APR 29, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

| #  | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|----|--------------------------------------|---------|-----------|------------|
| 1  | Elect Director Zoe Baird             | For     | For       | Management |
| 2  | Elect Director Sheila P. Burke       | For     | For       | Management |
| 3  | Elect Director James I. Cash, Jr.    | For     | For       | Management |
| 4  | Elect Director Joel J. Cohen         | For     | For       | Management |
| 5  | Elect Director John D. Finnegan      | For     | For       | Management |
| 6  | Elect Director Klaus J. Mangold      | For     | For       | Management |
| 7  | Elect Director Martin G. McGuinn     | For     | For       | Management |
| 8  | Elect Director Lawrence M. Small     | For     | For       | Management |
| 9  | Elect Director Jess Soderberg        | For     | For       | Management |
| 10 | Elect Director Daniel E. Somers      | For     | For       | Management |
| 11 | Elect Director Karen Hastie Williams | For     | For       | Management |
| 12 | Elect Director Alfred W. Zollar      | For     | For       | Management |
| 13 | Ratify Auditors                      | For     | For       | Management |

CITIGROUP INC.

Ticker: C Security ID: 172967101  
 Meeting Date: APR 22, 2008 Meeting Type: Annual  
 Record Date: FEB 25, 2008

| #  | Proposal                                 | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Elect Director C. Michael Armstrong      | For     | For       | Management |
| 2  | Elect Director Alain J.P. Belda          | For     | For       | Management |
| 3  | Elect Director Sir Winfried Bischoff     | For     | For       | Management |
| 4  | Elect Director Kenneth T. Derr           | For     | For       | Management |
| 5  | Elect Director John M. Deutch            | For     | For       | Management |
| 6  | Elect Director Roberto Hernandez Ramirez | For     | For       | Management |
| 7  | Elect Director Andrew N. Liveris         | For     | For       | Management |
| 8  | Elect Director Anne Mulcahy              | For     | For       | Management |
| 9  | Elect Director Vikram Pandit             | For     | For       | Management |
| 10 | Elect Director Richard D. Parsons        | For     | For       | Management |
| 11 | Elect Director Judith Rodin              | For     | For       | Management |
| 12 | Elect Director Robert E. Rubin           | For     | For       | Management |
| 13 | Elect Director Robert L. Ryan            | For     | For       | Management |
| 14 | Elect Director Franklin A. Thomas        | For     | For       | Management |
| 15 | Ratify Auditors                          | For     | For       | Management |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 16 | Disclose Prior Government Service  | Against | For     | Shareholder |
| 17 | Report on Political Contributions  | Against | Against | Shareholder |
| 18 | Limit Executive Compensation   | Against | Against | Shareholder |
| 19 | Require More Director Nominations Than Open Seats                              | Against | Against | Shareholder |
| 20 | Report on the Equator Principles   | Against | Against | Shareholder |
| 21 | Adopt Employee Contract  | Against | Against | Shareholder |
| 22 | Amend GHG Emissions Policies to Limit Coal Financing                           | Against | Against | Shareholder |
| 23 | Report on Human Rights Investment Policies                                     | Against | Against | Shareholder |
| 24 | Require Independent Board Chairman   | Against | Against | Shareholder |
| 25 | Advisory Vote to Ratify Named Executive Officers Compensation                  | Against | Against | Shareholder |
| 26 | Indicate If You Would Like to Keep Your Vote Confidential Under Current Policy | None    | For     | Management  |

CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102  
 Meeting Date: SEP 25, 2007 Meeting Type: Special  
 Record Date: AUG 20, 2007

| # | Proposal                 | Mgt Rec | Vote Cast | Sponsor    |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For     | For       | Management |
| 2 | Adjourn Meeting          | For     | For       | Management |
| 3 | Other Business           | For     | For       | Management |

COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101  
 Meeting Date: MAY 14, 2008 Meeting Type: Annual  
 Record Date: MAR 6, 2008

| #    | 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 Gerald L. Hassell    | For     | For       | Management |
| 1.9  | Elect Director Jeffrey A. Honickman | For     | For       | Management |
| 1.10 | Elect Director Brian L. Roberts     | For     | For       | Management |
| 1.11 | Elect Director Ralph J. Roberts     | For     | For       | Management |
| 1.12 | Elect Director Dr. Judith Rodin     | For     | For       | Management |
| 1.13 | Elect Director Michael I. Sovern    | For     | For       | Management |
| 2    | Ratify Auditors                     | For     | For       | Management |
| 3    | Amend Restricted Stock Plan         | For     | For       | Management |
| 4    | Amend Stock Option Plan             | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 5  | Adopt Recapitalization Plan                                   | Against | For     | Shareholder |
| 6  | Increase Disclosure of Executive Compensation                 | Against | For     | Shareholder |
| 7  | Require More Director Nominations Than Open Seats             | Against | Against | Shareholder |
| 8  | Report on Pay Disparity                                       | Against | Against | Shareholder |
| 9  | Provide for Cumulative Voting for Class A Shareholders        | Against | For     | Shareholder |
| 10 | Adopt Principles for Health Care Reform                       | Against | Against | Shareholder |
| 11 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | For     | Shareholder |

Ticker: COP Security ID: 20825C104  
 Meeting Date: MAY 14, 2008 Meeting Type: Annual  
 Record Date: MAR 17, 2008

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1  | Elect Director Harold W. McGraw III  | For     | For       | Management  |
| 2  | Elect Director James J. Mulva  | For     | For       | Management  |
| 3  | Elect Director Bobby S. Shackouls  | For     | For       | Management  |
| 4  | Declassify the Board of Directors  | For     | For       | Management  |
| 5  | Ratify Auditors  | For     | For       | Management  |
| 6  | Require Director Nominee Qualifications  | Against | Against   | Shareholder |
| 7  | Report on Indigenous Peoples Rights Policies                                   | Against | Against   | Shareholder |
| 8  | Advisory Vote to Ratify Named Executive Officers Compensation                  | Against | Against   | Shareholder |
| 9  | Report on Political Contributions  | Against | For       | Shareholder |
| 10 | Adopt Greenhouse Gas Emissions Goals for Products and Operations               | Against | Against   | Shareholder |
| 11 | Report on Community Environmental Impacts of Operations                        | Against | Against   | Shareholder |
| 12 | Report on Environmental Damage from Drilling in the National Petroleum Reserve | Against | Against   | Shareholder |
| 13 | Report on Environmental Impact of Oil Sands Operations in Canada               | Against | Against   | Shareholder |
| 14 | Report on Global Warming   | Against | Against   | Shareholder |

Ticker: DD Security ID: 263534109  
 Meeting Date: APR 30, 2008 Meeting Type: Annual  
 Record Date: MAR 5, 2008

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard H. Brown    | For     | For       | Management |
| 1.2 | Elect Director Robert A. Brown     | For     | For       | Management |
| 1.3 | Elect Director Bertrand P. Collomb | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.4  | Elect Director Curtis J. Crawford                             | For     | For     | Management  |
| 1.5  | Elect Director Alexander M. Cutler                            | For     | For     | Management  |
| 1.6  | Elect Director John T. Dillon                                 | For     | For     | Management  |
| 1.7  | Elect Director Eleuthere I. du Pont                           | For     | For     | Management  |
| 1.8  | Elect Director Marillyn A. Hewson                             | For     | For     | Management  |
| 1.9  | Elect Director Charles O. Holliday, Jr.                       | For     | For     | Management  |
| 1.10 | Elect Director Lois D. Juliber                                | For     | For     | Management  |
| 1.11 | Elect Director Sean O. Keefe                                  | For     | For     | Management  |
| 1.12 | Elect Director William K. Reilly                              | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Report on Plant Closures                                      | Against | Against | Shareholder |
| 4    | Require Independent Board Chairman                            | Against | Against | Shareholder |
| 5    | Report on Global Warming                                      | Against | Against | Shareholder |
| 6    | Amend Human Rights Policies                                   | Against | Against | Shareholder |
| 7    | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against | Shareholder |

FANNIE MAE

Ticker: FNM Security ID: 313586109  
 Meeting Date: DEC 14, 2007 Meeting Type: Annual  
 Record Date: OCT 22, 2007

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Stephen B. Ashley                              | For     | For       | Management  |
| 1.2  | Elect Director Dennis R. Beresford                            | For     | For       | Management  |
| 1.3  | Elect Director Louis J. Freeh                                 | For     | For       | Management  |
| 1.4  | Elect Director Brenda J. Gaines                               | For     | For       | Management  |
| 1.5  | Elect Director Karen N. Horn, Ph.D.                           | For     | For       | Management  |
| 1.6  | Elect Director Bridget A. Macaskill                           | For     | For       | Management  |
| 1.7  | Elect Director Daniel H. Mudd                                 | For     | For       | Management  |
| 1.8  | Elect Director Leslie Rahl                                    | For     | For       | Management  |
| 1.9  | Elect Director John C. Sites, Jr.                             | For     | For       | Management  |
| 1.10 | Elect Director Greg C. Smith                                  | For     | For       | Management  |
| 1.11 | Elect Director H. Patrick Swygert                             | For     | For       | Management  |
| 1.12 | Elect Director John K. Wulff                                  | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Amend Omnibus Stock Plan                                      | For     | For       | Management  |
| 4    | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against   | Shareholder |
| 5    | Restore or Provide for Cumulative Voting                      | Against | For       | Shareholder |

FANNIE MAE

Ticker: FNM Security ID: 313586109  
 Meeting Date: MAY 20, 2008 Meeting Type: Annual  
 Record Date: MAR 21, 2008

| # | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Directors Stephen B. Ashley   | For     | For       | Management |
| 2 | Elect Directors Dennis R. Beresford | For     | For       | Management |

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|    |                                      |         |     |             |
|----|--------------------------------------|---------|-----|-------------|
| 3  | Elect Directors Louis J. Freeh       | For     | For | Management  |
| 4  | Elect Directors Brenda J. Gaines     | For     | For | Management  |
| 5  | Elect Directors Karen N. Horn        | For     | For | Management  |
| 6  | Elect Directors Bridget A. Macaskill | For     | For | Management  |
| 7  | Elect Directors Daniel H. Mudd       | For     | For | Management  |
| 8  | Elect Directors Leslie Rahl          | For     | For | Management  |
| 9  | Elect Directors John C. Sites, Jr.   | For     | For | Management  |
| 10 | Elect Directors Greg C. Smith        | For     | For | Management  |
| 11 | Elect Directors H. Patrick Swygert   | For     | For | Management  |
| 12 | Elect Directors John K. Wulff        | For     | For | Management  |
| 13 | Ratify Auditors                      | For     | For | Management  |
| 14 | Provide for Cumulative Voting        | Against | For | Shareholder |

GAP, INC., THE

Ticker: GPS Security ID: 364760108  
 Meeting Date: JUN 2, 2008 Meeting Type: Annual  
 Record Date: APR 7, 2008

| #    | Proposal                                     | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Howard P. Behar               | For     | For       | Management |
| 1.2  | Elect Director Adrian D.P. Bellamy           | For     | For       | Management |
| 1.3  | Elect Director Domenico De Sole              | For     | For       | Management |
| 1.4  | Elect Director Donald G. Fisher              | For     | For       | Management |
| 1.5  | Elect Director Doris F. Fisher               | For     | For       | Management |
| 1.6  | Elect Director Robert J. Fisher              | For     | For       | Management |
| 1.7  | Elect Director Penelope L. Hughes            | For     | For       | Management |
| 1.8  | Elect Director Bob L. Martin                 | For     | For       | Management |
| 1.9  | Elect Director Jorge P. Montoya              | For     | For       | Management |
| 1.10 | Elect Director Glenn K. Murphy               | For     | For       | Management |
| 1.11 | Elect Director James M. Schneider            | For     | For       | Management |
| 1.12 | Elect Director Mayo A. Shattuck, III         | For     | For       | Management |
| 1.13 | Elect Director Kneeland C. Youngblood        | For     | For       | Management |
| 2    | Ratify Auditors                              | For     | For       | Management |
| 3    | Amend Qualified Employee Stock Purchase Plan | For     | For       | Management |

GENENTECH, INC.

Ticker: DNA Security ID: 368710406  
 Meeting Date: APR 15, 2008 Meeting Type: Annual  
 Record Date: FEB 19, 2008

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Herbert W. Boyer      | For     | For       | Management |
| 1.2 | Elect Director William M. Burns      | For     | For       | Management |
| 1.3 | Elect Director Erich Hunziker        | For     | For       | Management |
| 1.4 | Elect Director Jonathan K.C. Knowles | For     | For       | Management |
| 1.5 | Elect Director Arthur D. Levinson    | For     | For       | Management |
| 1.6 | Elect Director Debra L. Reed         | For     | For       | Management |
| 1.7 | Elect Director Charles A. Sanders    | For     | For       | Management |

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|   |  |     |     |            |
|---|--|-----|-----|------------|
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Ratify Auditors                              | For | For | Management |

GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103  
 Meeting Date: APR 23, 2008 Meeting Type: Annual  
 Record Date: FEB 25, 2008

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director James I. Cash, Jr.                             | For     | For       | Management  |
| 2  | Elect Director William M. Castell                             | For     | For       | Management  |
| 3  | Elect Director Ann M. Fudge                                   | For     | For       | Management  |
| 4  | Elect Director Claudio X. Gonzalez                            | For     | For       | Management  |
| 5  | Elect Director Susan Hockfield                                | For     | For       | Management  |
| 6  | Elect Director Jeffrey R. Immelt                              | For     | For       | Management  |
| 7  | Elect Director Andrea Jung                                    | For     | For       | Management  |
| 8  | Elect Director Alan G. Lafley                                 | For     | For       | Management  |
| 9  | Elect Director Robert W. Lane                                 | For     | For       | Management  |
| 10 | Elect Director Ralph S. Larsen                                | For     | For       | Management  |
| 11 | Elect Director Rochelle B. Lazarus                            | For     | For       | Management  |
| 12 | Elect Director James J. Mulva                                 | For     | For       | Management  |
| 13 | Elect Director Sam Nunn                                       | For     | For       | Management  |
| 14 | Elect Director Roger S. Penske                                | For     | For       | Management  |
| 15 | Elect Director Robert J. Swieringa                            | For     | For       | Management  |
| 16 | Elect Director Douglas A. Warner III                          | For     | For       | Management  |
| 17 | Ratify Auditors   | For     | For       | Management  |
| 18 | Provide for Cumulative Voting                                 | Against | For       | Shareholder |
| 19 | Require Independent Board Chairman                            | Against | Against   | Shareholder |
| 20 | Claw-back of Payments under Restatements                      | Against | Against   | Shareholder |
| 21 | Adopt Policy on Overboarded Directors                         | Against | Against   | Shareholder |
| 22 | Report on Charitable Contributions                            | Against | Against   | Shareholder |
| 23 | Report on Global Warming                                      | Against | Against   | Shareholder |
| 24 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against   | Shareholder |

GENERAL MOTORS CORP.

Ticker: GM Security ID: 370442105  
 Meeting Date: JUN 3, 2008 Meeting Type: Annual  
 Record Date: APR 4, 2008

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Percy N. Barnevik    | For     | For       | Management |
| 1.2 | Elect Director Erskine B. Bowles    | For     | For       | Management |
| 1.3 | Elect Director John H. Bryan        | For     | For       | Management |
| 1.4 | Elect Director Armando M. Codina    | For     | For       | Management |
| 1.5 | Elect Director Erroll B. Davis, Jr. | For     | For       | Management |
| 1.6 | Elect Director George M.C. Fisher   | For     | For       | Management |
| 1.7 | Elect Director E. Neville Isdell    | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.8  | Elect Director Karen Katen                                    | For     | For     | Management  |
| 1.9  | Elect Director Kent Kresa                                     | For     | For     | Management  |
| 1.10 | Elect Director Ellen J. Kullman                               | For     | For     | Management  |
| 1.11 | Elect Director Philip A. Laskawy                              | For     | For     | Management  |
| 1.12 | Elect Director Kathryn V. Marinello                           | For     | For     | Management  |
| 1.13 | Elect Director Eckhard Pfeiffer                               | For     | For     | Management  |
| 1.14 | Elect Director G. Richard Wagoner, Jr.                        | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Publish Political Contributions                               | Against | For     | Shareholder |
| 4    | Report on Political Contributions                             | Against | For     | Shareholder |
| 5    | Adopt Principles for Health Care Reform                       | Against | Against | Shareholder |
| 6    | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against | Shareholder |
| 7    | Adopt Quantitative GHG Goals for Products and Operations      | Against | Against | Shareholder |
| 8    | Provide for Cumulative Voting                                 | Against | For     | Shareholder |
| 9    | Amend Articles/Bylaws/Charter Call Special Meetings           | Against | For     | Shareholder |
| 10   | Performance-Based Awards                                      | Against | Against | Shareholder |

HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103  
 Meeting Date: MAR 19, 2008 Meeting Type: Annual  
 Record Date: JAN 22, 2008

| #  | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Elect Director Lawrence T. Babbio, Jr. | For     | For       | Management |
| 2  | Elect Director Sari M. Baldauf         | For     | For       | Management |
| 3  | Elect Director Richard A. Hackborn     | For     | For       | Management |
| 4  | Elect Director John H. Hammergren      | For     | For       | Management |
| 5  | Elect Director Mark V. Hurd            | For     | For       | Management |
| 6  | Elect Director Joel Z. Hyatt           | For     | For       | Management |
| 7  | Elect Director John R. Joyce           | For     | For       | Management |
| 8  | Elect Director Robert L. Ryan          | For     | For       | Management |
| 9  | Elect Director Lucille S. Salhany      | For     | For       | Management |
| 10 | Elect Director G. Kennedy Thompson     | For     | For       | Management |
| 11 | Ratify Auditors                        | For     | For       | Management |

HOME DEPOT, INC.

Ticker: HD Security ID: 437076102  
 Meeting Date: MAY 22, 2008 Meeting Type: Annual  
 Record Date: MAR 24, 2008

| # | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director F. Duane Ackerman    | For     | For       | Management |
| 2 | Elect Director David H. Batchelder  | For     | For       | Management |
| 3 | Elect Director Francis S. Blake     | For     | For       | Management |
| 4 | Elect Director Ari Bousbib          | For     | For       | Management |
| 5 | Elect Director Gregory D. Brenneman | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 6  | Elect Director Albert P. Carey                                | For     | For     | Management  |
| 7  | Elect Director Armando Codina                                 | For     | For     | Management  |
| 8  | Elect Director Brian C. Cornell                               | For     | For     | Management  |
| 9  | Elect Director Bonnie G. Hill                                 | For     | For     | Management  |
| 10 | Elect Director Karen L. Katen                                 | For     | For     | Management  |
| 11 | Ratify Auditors   | For     | For     | Management  |
| 12 | Amend Executive Incentive Bonus Plan                          | For     | For     | Management  |
| 13 | Amend Qualified Employee Stock Purchase Plan                  | For     | For     | Management  |
| 14 | Affirm Political Nonpartisanship                              | Against | For     | Shareholder |
| 15 | Amend Articles/Bylaws/Charter Call Special Meetings           | Against | For     | Shareholder |
| 16 | Report on Employment Diversity                                | Against | For     | Shareholder |
| 17 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against | Shareholder |
| 18 | Pay For Superior Performance                                  | Against | Against | Shareholder |

HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106  
 Meeting Date: APR 28, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

| #  | Proposal                                  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Gordon M. Bethune          | For     | For       | Management  |
| 2  | Elect Director Jaime Chico Pardo          | For     | For       | Management  |
| 3  | Elect Director David M. Cote              | For     | For       | Management  |
| 4  | Elect Director D. Scott Davis             | For     | For       | Management  |
| 5  | Elect Director Linnet F. Deily            | For     | For       | Management  |
| 6  | Elect Director Clive R. Hollick           | For     | For       | Management  |
| 7  | Elect Director Bradley T. Sheares         | For     | For       | Management  |
| 8  | Elect Director Eric K. Shinseki           | For     | For       | Management  |
| 9  | Elect Director John R. Stafford           | For     | For       | Management  |
| 10 | Elect Director Michael W. Wright          | For     | For       | Management  |
| 11 | Ratify Auditors                           | For     | For       | Management  |
| 12 | Provide the Right to Call Special Meeting | For     | For       | Management  |
| 13 | Pay For Superior Performance              | Against | Against   | Shareholder |

HOSPITALITY PROPERTIES TRUST

Ticker: HPT Security ID: 44106M102  
 Meeting Date: MAY 15, 2008 Meeting Type: Annual  
 Record Date: MAR 18, 2008

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John L. Harrington | For     | For       | Management |
| 1.2 | Elect Director Barry M. Portnoy   | For     | For       | Management |



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INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 29, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director C. Black                                       | For     | For       | Management  |
| 1.2  | Elect Director W.R. Brody                                     | For     | For       | Management  |
| 1.3  | Elect Director K.I. Chenault                                  | For     | For       | Management  |
| 1.4  | Elect Director M.L. Eskew                                     | For     | For       | Management  |
| 1.5  | Elect Director S.A. Jackson                                   | For     | For       | Management  |
| 1.6  | Elect Director L.A. Noto                                      | For     | For       | Management  |
| 1.7  | Elect Director J.W. Owens                                     | For     | For       | Management  |
| 1.8  | Elect Director S.J. Palmisano                                 | For     | For       | Management  |
| 1.9  | Elect Director J.E. Spero                                     | For     | For       | Management  |
| 1.10 | Elect Director S. Taurel                                      | For     | For       | Management  |
| 1.11 | Elect Director L.H. Zambrano                                  | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Restore or Provide for Cumulative Voting                      | Against | For       | Shareholder |
| 4    | Review Executive Compensation                                 | Against | Against   | Shareholder |
| 5    | Amend Bylaws to Establish a Board Committee on Human Rights   | Against | Against   | Shareholder |
| 6    | Amend Bylaw Call Special Meetings                             | Against | For       | Shareholder |
| 7    | Advisory Vote to Ratify Named Executive Officers Compensation | Against | For       | Shareholder |

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 20, 2008 Meeting Type: Annual  
 Record Date: MAR 21, 2008

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Crandall C. Bowles                             | For     | For       | Management  |
| 2  | Elect Director Stephen B. Burke                               | For     | For       | Management  |
| 3  | Elect Director David M. Cote                                  | For     | For       | Management  |
| 4  | Elect Director James S. Crown                                 | For     | For       | Management  |
| 5  | Elect Director James Dimon                                    | For     | For       | Management  |
| 6  | Elect Director Ellen V. Futter                                | For     | For       | Management  |
| 7  | Elect Director William H. Gray, III                           | For     | For       | Management  |
| 8  | Elect Director Laban P. Jackson, Jr.                          | For     | For       | Management  |
| 9  | Elect Director Robert I. Lipp                                 | For     | For       | Management  |
| 10 | Elect Director David C. Novak                                 | For     | For       | Management  |
| 11 | Elect Director Lee R. Raymond                                 | For     | For       | Management  |
| 12 | Elect Director William C. Weldon                              | For     | For       | Management  |
| 13 | Ratify Auditors   | For     | For       | Management  |
| 14 | Amend Omnibus Stock Plan                                      | For     | For       | Management  |
| 15 | Amend Executive Incentive Bonus Plan                          | For     | For       | Management  |
| 16 | Report on Government Service of Employees                     | Against | For       | Shareholder |
| 17 | Report on Political Contributions                             | Against | For       | Shareholder |
| 18 | Require Independent Board Chairman                            | Against | Against   | Shareholder |
| 19 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against   | Shareholder |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 20 | Require More Director Nominations Than Open Seats | Against | Against | Shareholder |
| 21 | Report on Human Rights Investment Policies        | Against | Against | Shareholder |
| 22 | Report on Lobbying Activities                     | Against | Against | Shareholder |

KANSAS CITY SOUTHERN

Ticker: KSU Security ID: 485170302  
 Meeting Date: MAY 1, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Henry R. Davis   | For     | For       | Management |
| 1.2 | Elect Director Robert J. Druten | For     | For       | Management |
| 1.3 | Elect Director Rodney E. Slater | For     | For       | Management |
| 2   | Ratify Auditors                 | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan        | For     | For       | Management |

KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103  
 Meeting Date: APR 17, 2008 Meeting Type: Annual  
 Record Date: FEB 18, 2008

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director John R. Alm                                    | For     | For       | Management  |
| 2  | Elect Director John F. Bergstrom                              | For     | Against   | Management  |
| 3  | Elect Director Robert W. Decherd                              | For     | For       | Management  |
| 4  | Elect Director Ian C. Read                                    | For     | For       | Management  |
| 5  | Elect Director G. Craig Sullivan                              | For     | For       | Management  |
| 6  | Ratify Auditors   | For     | For       | Management  |
| 7  | Eliminate Supermajority Vote Requirement                      | For     | For       | Management  |
| 8  | Require Director Nominee Qualifications                       | Against | Against   | Shareholder |
| 9  | Adopt ILO Based Code of Conduct                               | Against | Against   | Shareholder |
| 10 | Amend Articles/Bylaws/Charter Call Special Meetings           | Against | For       | Shareholder |
| 11 | Provide for Cumulative Voting                                 | Against | For       | Shareholder |
| 12 | Amend Bylaws to Establish a Board Committee on Sustainability | Against | Against   | Shareholder |

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KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104  
 Meeting Date: MAY 13, 2008 Meeting Type: Annual  
 Record Date: MAR 10, 2008

| #    | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Ajay Banga          | For     | For       | Management |
| 1.2  | Elect Director Jan Bennink         | For     | For       | Management |
| 1.3  | Elect Director Myra M. Hart        | For     | For       | Management |
| 1.4  | Elect Director Lois D. Juliber     | For     | For       | Management |
| 1.5  | Elect Director Mark D. Ketchum     | For     | For       | Management |
| 1.6  | Elect Director Richard A. Lerner   | For     | For       | Management |
| 1.7  | Elect Director John C. Pope        | For     | For       | Management |
| 1.8  | Elect Director Fredric G. Reynolds | For     | For       | Management |
| 1.9  | Elect Director Irene B. Rosenfeld  | For     | For       | Management |
| 1.10 | Elect Director Mary L. Schapiro    | For     | For       | Management |
| 1.11 | Elect Director Deborah C. Wright   | For     | For       | Management |
| 1.12 | Elect Director Frank G. Zarb       | For     | For       | Management |
| 2    | Ratify Auditors                    | For     | For       | Management |

LOUISIANA-PACIFIC CORP

Ticker: LPX Security ID: 546347105  
 Meeting Date: MAY 1, 2008 Meeting Type: Annual  
 Record Date: MAR 3, 2008

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director E. Gary Cook     | For     | For       | Management |
| 1.2 | Elect Director Kurt M. Landgraf | For     | For       | Management |
| 2   | Ratify Auditors                 | For     | For       | Management |

LYONDELL CHEMICAL CO.

Ticker: LYO Security ID: 552078107  
 Meeting Date: NOV 20, 2007 Meeting Type: Special  
 Record Date: OCT 9, 2007

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

MATTEL, INC.

Ticker: MAT Security ID: 577081102  
 Meeting Date: MAY 29, 2008 Meeting Type: Annual  
 Record Date: APR 4, 2008

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| # | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Michael J. Dolan     | For     | For       | Management |
| 2 | Elect Director Robert A. Eckert     | For     | For       | Management |
| 3 | Elect Director Frances D. Fergusson | For     | For       | Management |
| 4 | Elect Director Tully M. Friedman    | For     | For       | Management |
| 5 | Elect Director Dominic Ng           | For     | For       | Management |
| 6 | Elect Director Vasant M. Prabhu     | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 7  | Elect Director Andrea L. Rich                   | For     | For     | Management  |
| 8  | Elect Director Ronald L. Sargent                | For     | For     | Management  |
| 9  | Elect Director Dean A. Scarborough              | For     | For     | Management  |
| 10 | Elect Director Christopher A. Sinclair          | For     | For     | Management  |
| 11 | Elect Director G. Craig Sullivan                | For     | For     | Management  |
| 12 | Elect Director Kathy Brittain White             | For     | For     | Management  |
| 13 | Ratify Auditors                                 | For     | For     | Management  |
| 14 | Report on Product Safety and Working Conditions | Against | Against | Shareholder |

MEADWESTVACO CORP.

Ticker: MWV Security ID: 583334107  
 Meeting Date: APR 28, 2008 Meeting Type: Annual  
 Record Date: FEB 29, 2008

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Michael E. Campbell                          | For     | For       | Management |
| 1.2 | Elect Director Thomas W. Cole, Jr.                          | For     | For       | Management |
| 1.3 | Elect Director James M. Kilts                               | For     | For       | Management |
| 1.4 | Elect Director Susan J. Kropf                               | For     | For       | Management |
| 1.5 | Elect Director Douglas S. Luke                              | For     | For       | Management |
| 1.6 | Elect Director Robert C. McCormack                          | For     | For       | Management |
| 1.7 | Elect Director Timothy H. Powers                            | For     | For       | Management |
| 1.8 | Elect Director Edward M. Straw                              | For     | For       | Management |
| 1.9 | Elect Director Jane L. Warner                               | For     | For       | Management |
| 2   | Ratify Auditors   | For     | For       | Management |
| 3   | Adopt Majority Voting for Uncontested Election of Directors | For     | For       | Management |

MOTOROLA, INC.

Ticker: MOT Security ID: 620076109  
 Meeting Date: MAY 5, 2008 Meeting Type: Annual  
 Record Date: MAR 14, 2008

| #    | Proposal                      | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------|---------|-----------|------------|
| 1.1  | Elect Director G. Brown       | For     | For       | Management |
| 1.2  | Elect Director D. Dorman      | For     | For       | Management |
| 1.3  | Elect Director W. Hambrecht   | For     | For       | Management |
| 1.4  | Elect Director J. Lewent      | For     | For       | Management |
| 1.5  | Elect Director K. Meister     | For     | For       | Management |
| 1.6  | Elect Director T. Meredith    | For     | For       | Management |
| 1.7  | Elect Director N. Negroponte  | For     | For       | Management |
| 1.8  | Elect Director S. Scott III   | For     | For       | Management |
| 1.9  | Elect Director R. Sommer      | For     | For       | Management |
| 1.10 | Elect Director J. Stengel     | For     | For       | Management |
| 1.11 | Elect Director A. Vinciguerra | For     | For       | Management |
| 1.12 | Elect Director D. Warner III  | For     | For       | Management |
| 1.13 | Elect Director J. White       | For     | For       | Management |
| 1.14 | Elect Director M. White       | For     | For       | Management |

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|   |   |         |         |             |
|---|---|---------|---------|-------------|
| 2 | Ratify Auditors   | For     | For     | Management  |
| 3 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | For     | Shareholder |
| 4 | Claw-back of Payments under Restatements                      | Against | Against | Shareholder |
| 5 | Amend Human Rights Policies                                   | Against | Against | Shareholder |

NEW YORK COMMUNITY BANCORP, INC.

Ticker: NYB Security ID: 649445103  
 Meeting Date: JUN 11, 2008 Meeting Type: Annual  
 Record Date: APR 16, 2008

| #   | Proposal                                  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Dominick Ciampa            | For     | For       | Management |
| 1.2 | Elect Director William C. Frederick, M.D. | For     | For       | Management |
| 1.3 | Elect Director Max L. Kupferberg          | For     | For       | Management |
| 1.4 | Elect Director Spiros J. Voutsinas        | For     | For       | Management |
| 1.5 | Elect Director Robert Wann                | For     | For       | Management |
| 2   | Ratify Auditors                           | For     | For       | Management |

PACKAGING CORPORATION OF AMERICA

Ticker: PKG Security ID: 695156109  
 Meeting Date: MAY 13, 2008 Meeting Type: Annual  
 Record Date: MAR 17, 2008

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Cheryl K. Beebe       | For     | For       | Management |
| 1.2 | Elect Director Henry F. Frigon       | For     | For       | Management |
| 1.3 | Elect Director Hasan Jameel          | For     | For       | Management |
| 1.4 | Elect Director Samuel M. Mencoff     | For     | For       | Management |
| 1.5 | Elect Director Roger B. Porter       | For     | For       | Management |
| 1.6 | Elect Director Paul T. Stecko        | For     | For       | Management |
| 1.7 | Elect Director Rayford K. Williamson | For     | For       | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |

PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 24, 2008 Meeting Type: Annual  
 Record Date: FEB 28, 2008

| # | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Dennis A. Ausiello | For     | For       | Management |
| 2 | Elect Director Michael S. Brown   | For     | For       | Management |
| 3 | Elect Director M. Anthony Burns   | For     | For       | Management |
| 4 | Elect Director Robert N. Burt     | For     | For       | Management |
| 5 | Elect Director W. Don Cornwall    | For     | For       | Management |

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|    |                                       |         |         |             |
|----|---------------------------------------|---------|---------|-------------|
| 6  | Elect Director William H. Gray, III   | For     | For     | Management  |
| 7  | Elect Director Constance J. Horner    | For     | For     | Management  |
| 8  | Elect Director William R. Howell      | For     | For     | Management  |
| 9  | Elect Director James M. Kilts         | For     | For     | Management  |
| 10 | Elect Director Jeffrey B. Kindler     | For     | For     | Management  |
| 11 | Elect Director George A. Lorch        | For     | For     | Management  |
| 12 | Elect Director Dana G. Mead           | For     | For     | Management  |
| 13 | Elect Director Suzanne Nora Johnson   | For     | For     | Management  |
| 14 | Elect Director William C. Steere, Jr. | For     | For     | Management  |
| 15 | Ratify Auditors                       | For     | For     | Management  |
| 16 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |
| 17 | Require Independent Board Chairman    | Against | For     | Shareholder |

QWEST COMMUNICATIONS INTERNATIONAL INC.

Ticker: Q Security ID: 749121109  
 Meeting Date: MAY 22, 2008 Meeting Type: Annual  
 Record Date: MAR 24, 2008

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1  | Elect Director Edward A. Mueller                                   | For     | For       | Management  |
| 2  | Elect Director Linda G. Alvarado                                   | For     | For       | Management  |
| 3  | Elect Director Charles L. Biggs                                    | For     | For       | Management  |
| 4  | Elect Director K. Dane Brooksher                                   | For     | For       | Management  |
| 5  | Elect Director Peter S. Hellman                                    | For     | For       | Management  |
| 6  | Elect Director R. David Hoover                                     | For     | For       | Management  |
| 7  | Elect Director Patrick J. Martin                                   | For     | For       | Management  |
| 8  | Elect Director Caroline Matthews                                   | For     | For       | Management  |
| 9  | Elect Director Wayne W. Murdy                                      | For     | For       | Management  |
| 10 | Elect Director Jan L. Murley                                       | For     | For       | Management  |
| 11 | Elect Director Frank P. Popoff                                     | For     | For       | Management  |
| 12 | Elect Director James A. Unruh                                      | For     | For       | Management  |
| 13 | Elect Director Anthony Welters                                     | For     | For       | Management  |
| 14 | Ratify Auditors  | For     | For       | Management  |
| 15 | Submit Severance Agreement (Change in Control) to shareholder Vote | Against | For       | Shareholder |
| 16 | Require Independent Board Chairman                                 | Against | For       | Shareholder |

REGAL ENTERTAINMENT GROUP

Ticker: RGC Security ID: 758766109  
 Meeting Date: MAY 7, 2008 Meeting Type: Annual  
 Record Date: MAR 12, 2008

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Stephen A. Kaplan       | For     | For       | Management |
| 1.2 | Elect Director Jack Tyrrell            | For     | For       | Management |
| 1.3 | Elect Director Nestor R. Weigand, Jr.  | For     | For       | Management |
| 2   | Approve Executive Incentive Bonus Plan | For     | For       | Management |
| 3   | Ratify Auditors                        | For     | For       | Management |

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SALESFORCE.COM, INC.

Ticker: CRM Security ID: 79466L302  
 Meeting Date: JUL 12, 2007 Meeting Type: Annual  
 Record Date: MAY 22, 2007

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stratton Sclavos   | For     | For       | Management |
| 1.2 | Elect Director Lawrence Tomlinson | For     | For       | Management |
| 1.3 | Elect Director Shirley Young      | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

SARA LEE CORP.

Ticker: SLE Security ID: 803111103  
 Meeting Date: OCT 25, 2007 Meeting Type: Annual  
 Record Date: SEP 4, 2007

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Brenda C. Barnes                               | For     | For       | Management  |
| 2  | Elect Director Christopher B. Begley                          | For     | For       | Management  |
| 3  | Elect Director Virgis W. Colbert                              | For     | For       | Management  |
| 4  | Elect Director James S. Crown                                 | For     | For       | Management  |
| 5  | Elect Director Laurette T. Koellner                           | For     | For       | Management  |
| 6  | Elect Director Cornelis J.A. Van Lede                         | For     | For       | Management  |
| 7  | Elect Director Sir Ian Prosser                                | For     | For       | Management  |
| 8  | Elect Director Rozanne L. Ridgway                             | For     | For       | Management  |
| 9  | Elect Director Norman R. Sorensen                             | For     | For       | Management  |
| 10 | Elect Director Jonathan P. Ward                               | For     | For       | Management  |
| 11 | Ratify Auditors   | For     | For       | Management  |
| 12 | Approve Executive Incentive Bonus Plan                        | For     | For       | Management  |
| 13 | Report on Shareholder Proposal Process                        | Against | Against   | Shareholder |
| 14 | Amend Vote Requirements to Amend Articles/Bylaws/Charter      | Against | Against   | Shareholder |
| 15 | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against   | Shareholder |

SONY CORP.

Ticker: 6758 Security ID: 835699307  
 Meeting Date: JUN 20, 2008 Meeting Type: Annual  
 Record Date: MAR 28, 2008

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Howard Stringer  | For     | For       | Management |
| 1.2 | Elect Director Ryoji Chubachi   | For     | For       | Management |
| 1.3 | Elect Director Katsumi Ihara    | For     | For       | Management |
| 1.4 | Elect Director Yotaro Kobayashi | For     | For       | Management |



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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.5  | Elect Director Sakie T. Fukushima   | For     | For     | Management  |
| 1.6  | Elect Director Yoshihiko Miyauchi   | For     | For     | Management  |
| 1.7  | Elect Director Yoshiaki Yamauchi  | For     | For     | Management  |
| 1.8  | Elect Director Peter Bonfield   | For     | For     | Management  |
| 1.9  | Elect Director Fueo Sumita  | For     | For     | Management  |
| 1.10 | Elect Director Fujio Cho  | For     | For     | Management  |
| 1.11 | Elect Director Ryuji Yasuda   | For     | For     | Management  |
| 1.12 | Elect Director Yukako Uchinaga  | For     | For     | Management  |
| 1.13 | Elect Director Mitsuaki Yahagi  | For     | For     | Management  |
| 1.14 | Elect Director Tsun-yan Hsieh   | For     | For     | Management  |
| 1.15 | Elect Director Roland A. Hernandez  | For     | For     | Management  |
| 2    | To Issue Stock Acquisition Rights For The Purpose Of Granting Stock Options.  | For     | For     | Management  |
| 3    | To Amend The Articles Of Incorporation With Respect To Disclosure To Shareholders Regarding Remuneration Paid To Each Director. | Against | Against | Shareholder |

TENET HEALTHCARE CORP.

Ticker: THC Security ID: 88033G100  
 Meeting Date: MAY 8, 2008 Meeting Type: Annual  
 Record Date: MAR 17, 2008

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director John Ellis Jeb Bush                            | For     | For       | Management  |
| 1.2  | Elect Director Trevor Fetter                                  | For     | For       | Management  |
| 1.3  | Elect Director Brenda J. Gaines                               | For     | For       | Management  |
| 1.4  | Elect Director Karen M. Garrison                              | For     | For       | Management  |
| 1.5  | Elect Director Edward A. Kangas                               | For     | For       | Management  |
| 1.6  | Elect Director J. Robert Kerrey                               | For     | For       | Management  |
| 1.7  | Elect Director Floyd D. Loop                                  | For     | For       | Management  |
| 1.8  | Elect Director Richard R. Pettingill                          | For     | For       | Management  |
| 1.9  | Elect Director James A. Unruh                                 | For     | For       | Management  |
| 1.10 | Elect Director J. McDonald Williams                           | For     | For       | Management  |
| 2    | Approve Omnibus Stock Plan                                    | For     | For       | Management  |
| 3    | Amend Qualified Employee Stock Purchase Plan                  | For     | For       | Management  |
| 4    | Eliminate Supermajority Vote Requirement                      | For     | For       | Management  |
| 5    | Advisory Vote to Ratify Named Executive Officers Compensation | Against | Against   | Shareholder |
| 6    | Pay For Superior Performance                                  | Against | Against   | Shareholder |
| 7    | Ratify Auditors   | For     | For       | Management  |

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TRAVELERS COMPANIES, INC., THE

Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 6, 2008 Meeting Type: Annual  
 Record Date: MAR 7, 2008

| #    | Proposal                                   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Alan L. Beller              | For     | For       | Management |
| 1.2  | Elect Director John H. Dasburg             | 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 Patricia L. Higgins         | For     | For       | Management |
| 1.8  | Elect Director Thomas R. Hodgson           | For     | For       | Management |
| 1.9  | Elect Director Cleve L. Killingsworth, Jr. | For     | For       | Management |
| 1.10 | Elect Director Robert I. Lipp              | For     | For       | Management |
| 1.11 | Elect Director Blythe J. McGarvie          | For     | For       | Management |
| 1.12 | Elect Director Glen D. Nelson, M.D.        | For     | For       | Management |
| 1.13 | Elect Director Laurie J. Thomsen           | For     | For       | Management |
| 2    | Ratify Auditors                            | For     | For       | Management |

TYCO ELECTRONICS LTD.

Ticker: TEL Security ID: G9144P105  
 Meeting Date: MAR 10, 2008 Meeting Type: Annual  
 Record Date: JAN 8, 2008

| #    | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Pierre R. Brondeau  | For     | For       | Management |
| 1.2  | Elect Director Ram Charan          | For     | For       | Management |
| 1.3  | Elect Director Juergen W. Gromer   | For     | For       | Management |
| 1.4  | Elect Director Robert M. Hernandez | For     | For       | Management |
| 1.5  | Elect Director Thomas J. Lynch     | For     | For       | Management |
| 1.6  | Elect Director Daniel J. Phelan    | For     | For       | Management |
| 1.7  | Elect Director Frederic M. Poses   | For     | For       | Management |
| 1.8  | Elect Director Lawrence S. Smith   | For     | For       | Management |
| 1.9  | Elect Director Paula A. Sneed      | For     | For       | Management |
| 1.10 | Elect Director David P. Steiner    | For     | For       | Management |
| 1.11 | Elect Director Sandra S. Wijnberg  | For     | For       | Management |
| 2    | Ratify Auditors                    | For     | For       | Management |

TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: G9143X208  
 Meeting Date: MAR 13, 2008 Meeting Type: Annual  
 Record Date: JAN 2, 2008

| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Dennis C. Blair | For     | For       | Management |

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|     |  |     |     |            |
|-----|--|-----|-----|------------|
| 1.2 | Elect Director Edward D. Breen         | For | For | Management |
| 1.3 | Elect Director Brian Duperreault       | For | For | Management |
| 1.4 | Elect Director Bruce S. Gordon         | For | For | Management |
| 1.5 | Elect Director Rajiv L. Gupta          | For | For | Management |
| 1.6 | Elect Director John A. Krol            | For | For | Management |
| 1.7 | Elect Director Brendan R. O'Neill      | For | For | Management |
| 1.8 | Elect Director William S. Stavropoulos | For | For | Management |

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|      |                                     |     |     |            |
|------|-------------------------------------|-----|-----|------------|
| 1.9  | Elect Director Sandra S. Wijnberg   | For | For | Management |
| 1.10 | Elect Director Jerome B. York       | For | For | Management |
| 1.11 | Elect Director Timothy M. Donahue   | For | For | Management |
| 2    | Ratify Auditors                     | For | For | Management |
| 3    | Amendments To The Company s By-laws | For | For | Management |

UNION PACIFIC CORP.

Ticker: UNP Security ID: 907818108  
 Meeting Date: MAY 1, 2008 Meeting Type: Annual  
 Record Date: FEB 21, 2008

| #  | Proposal                             | Mgt Rec | Vote Cast | Sponsor     |
|----|--------------------------------------|---------|-----------|-------------|
| 1  | Elect Director Andrew H. Card, Jr.   |         | For       | Management  |
| 2  | Elect Director Erroll B. Davis, Jr.  | For     | For       | Management  |
| 3  | Elect Director Thomas J. Donohue     | For     | For       | Management  |
| 4  | Elect Director Archie W. Dunham      | For     | For       | Management  |
| 5  | Elect Director Judith Richards Hope  | For     | For       | Management  |
| 6  | Elect Director Charles C. Krulak     | For     | For       | Management  |
| 7  | Elect Director Michael W. McConnell  | For     | For       | Management  |
| 8  | Elect Director Thomas F. McLarty III | For     | For       | Management  |
| 9  | Elect Director Steven R. Rogel       | For     | For       | Management  |
| 10 | Elect Director James R. Young        | For     | For       | Management  |
| 11 | Ratify Auditors                      | For     | For       | Management  |
| 12 | Increase Authorized Common Stock     | For     | For       | Management  |
| 13 | Report on Political Contributions    | Against | For       | Shareholder |

WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109  
 Meeting Date: MAY 9, 2008 Meeting Type: Annual  
 Record Date: MAR 12, 2008

| #  | Proposal                                 | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1  | Elect Director Pastora San Juan Cafferty | For     | For       | Management  |
| 2  | Elect Director Frank M. Clark, Jr.       | For     | For       | Management  |
| 3  | Elect Director Patrick W. Gross          | For     | For       | Management  |
| 4  | Elect Director Thomas I. Morgan          | For     | For       | Management  |
| 5  | Elect Director John C. Pope              | For     | For       | Management  |
| 6  | Elect Director W. Robert Reum            | For     | For       | Management  |
| 7  | Elect Director Steven G. Rothmeier       | For     | For       | Management  |
| 8  | Elect Director David P. Steiner          | For     | For       | Management  |
| 9  | Elect Director Thomas H. Weidemeyer      | For     | For       | Management  |
| 10 | Ratify Auditors                          | For     | For       | Management  |
| 11 | Repot on Political Contributions         | Against | For       | Shareholder |

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WATSON PHARMACEUTICALS, INC.

Ticker: WPI Security ID: 942683103  
 Meeting Date: MAY 9, 2008 Meeting Type: Annual  
 Record Date: MAR 21, 2008

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Paul M. Bisaro     | For     | For       | Management |
| 1.2 | Elect Director Michael J. Fedida  | For     | For       | Management |
| 1.3 | Elect Director Albert F. Hummel   | For     | For       | Management |
| 1.4 | Elect Director Catherine M. Klema | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

WHOLE FOODS MARKET, INC.

Ticker: WFMI Security ID: 966837106  
 Meeting Date: MAR 10, 2008 Meeting Type: Annual  
 Record Date: JAN 16, 2008

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director John B. Elstrott                       | For     | For       | Management  |
| 1.2 | Elect Director Gabrielle E. Greene                    | For     | For       | Management  |
| 1.3 | Elect Director Hass Hassan                            | For     | For       | Management  |
| 1.4 | Elect Director John P. Mackey                         | For     | For       | Management  |
| 1.5 | Elect Director Morris J. Siegel                       | For     | For       | Management  |
| 1.6 | Elect Director Ralph Z. Sorenson                      | For     | For       | Management  |
| 2   | Ratify Auditors                                       | For     | For       | Management  |
| 3   | Require a Majority Vote for the Election of Directors | Against | Against   | Shareholder |
| 4   | Require Independent Board Chairman                    | Against | Against   | Shareholder |

WINDSTREAM CORP.

Ticker: WIN Security ID: 97381W104  
 Meeting Date: MAY 8, 2008 Meeting Type: Annual  
 Record Date: MAR 14, 2008

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director Carol B. Armitage                              | For     | For       | Management  |
| 1.2 | Elect Director Samuel E. Beall, III                           | For     | For       | Management  |
| 1.3 | Elect Director Dennis E. Foster                               | For     | For       | Management  |
| 1.4 | Elect Director Francis X. Frantz                              | For     | For       | Management  |
| 1.5 | Elect Director Jeffery R. Gardner                             | For     | For       | Management  |
| 1.6 | Elect Director Jeffrey T. Hinson                              | For     | For       | Management  |
| 1.7 | Elect Director Judy K. Jones                                  | For     | For       | Management  |
| 1.8 | Elect Director William A. Montgomery                          | For     | For       | Management  |
| 1.9 | Elect Director Frank E. Reed                                  | For     | For       | Management  |
| 2   | Ratify Auditors   | For     | For       | Management  |
| 3   | Advisory Vote to Ratify Named Executive Officers Compensation | Against | For       | Shareholder |

Any ballot marked *Abstain* is considered to have been voted. Ballots marked *Abstain* are considered to be have been voted against management's recommendation, regardless of whether the recommendation is *For* or *Against*, except where management has made no recommendation or has recommended that shareholders *Abstain*.

Where management has recommended that shareholders *Abstain* from voting on a ballot item: 1) a ballot marked *Abstain* is considered to have been voted for management's recommendation to *Abstain* and 2) a ballot voted *For* or *Against* is considered to have been voted against management's recommendation to *Abstain*.

Where management has made no recommendation on a ballot item, the abbreviation *N/A* is used to denote that there is no applicable recommendation compared to which a vote may be *For* or *Against* the recommendation of management.

**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.

TCW Strategic Income Fund, Inc.  
(Registrant)

By */s/* Ronald R. Redell, President and Chief

Executive Officer  
(Signature & Title)  
Date August 27, 2008