

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Eaton Vance Tax-Managed Buy-Write Opportunities Fund  
Form N-PX  
August 17, 2016

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: 811-21735  
NAME OF REGISTRANT: Eaton Vance Tax-Managed Buy-Write  
Opportunities Fund  
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place  
Boston, MA 02110  
NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.  
Two International Place  
Boston, MA 02110  
REGISTRANT'S TELEPHONE NUMBER: 617-482-8260  
DATE OF FISCAL YEAR END: 12/31  
DATE OF REPORTING PERIOD: 07/01/2015 - 06/30/2016

Eaton Vance Tax-Managed Buy-Write Opportunities Fund

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3M COMPANY

Agen

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Security: 88579Y101  
Meeting Type: Annual  
Meeting Date: 10-May-2016  
Ticker: MMM  
ISIN: US88579Y1010  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: SONDR L.<br>BARBOUR       | Mgmt          | For           |
| 1B.    | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: THOMAS "TONY"<br>K. BROWN | Mgmt          | For           |
| 1C.    | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: VANCE D.                  | Mgmt          | For           |

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|         |   |             |
|---------|---|-------------|
| COFFMAN |   |             |
| 1D.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: DAVID B.<br>DILLON                           | Mgmt For    |
| 1E.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: MICHAEL L.<br>ESKEW                          | Mgmt For    |
| 1F.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: HERBERT L.<br>HENKEL                         | Mgmt For    |
| 1G.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: MUHTAR KENT                                  | Mgmt For    |
| 1H.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: EDWARD M.<br>LIDDY                           | Mgmt For    |
| 1I.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: GREGORY R.<br>PAGE                           | Mgmt For    |
| 1J.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: INGE G. THULIN                               | Mgmt For    |
| 1K.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: ROBERT J.<br>ULRICH                          | Mgmt For    |
| 1L.     | TO ELECT MEMBER TO THE BOARD OF DIRECTORS,<br>EACH FOR A TERM OF ONE YEAR: PATRICIA A.<br>WOERTZ                        | Mgmt For    |
| 2.      | TO RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS 3M'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM. | Mgmt For    |
| 3.      | ADVISORY APPROVAL OF EXECUTIVE<br>COMPENSATION.   | Mgmt For    |
| 4.      | APPROVAL OF THE 2016 LONG-TERM INCENTIVE<br>PLAN.   | Mgmt For    |
| 5.      | STOCKHOLDER PROPOSAL ON SPECIAL MEETINGS.   | Shr Against |
| 6.      | STOCKHOLDER PROPOSAL ON SHARE REPURCHASE<br>PROGRAM AND EXECUTIVE COMPENSATION.   | Shr Against |

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ABBOTT LABORATORIES

Agen

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Security: 002824100  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2016  
 Ticker: ABT

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ISIN: US0028241000

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1      | DIRECTOR<br>R.J. ALPERN<br>R.S. AUSTIN<br>S.E. BLOUNT<br>W.J. FARRELL<br>E.M. LIDDY<br>N. MCKINSTRY<br>P.N. NOVAKOVIC<br>W.A. OSBORN<br>S.C. SCOTT III<br>G.F. TILTON<br>M.D. WHITE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2      | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS   | Mgmt   | For   |
| 3      | SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION   | Mgmt   | For   |

ABBVIE INC.

Agen

Security: 00287Y109  
Meeting Type: Annual  
Meeting Date: 06-May-2016  
Ticker: ABBV  
ISIN: US00287Y1091

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>WILLIAM H.L. BURNSIDE<br>BRETT J. HART<br>EDWARD J. RAPP                                 | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt                 | For               |
| 3.     | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION                              | Mgmt                 | For               |
| 4.     | APPROVAL OF A MANAGEMENT PROPOSAL REGARDING THE ANNUAL ELECTION OF DIRECTORS                         | Mgmt                 | For               |
| 5.     | APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE ABBVIE PERFORMANCE INCENTIVE PLAN      | Mgmt                 | For               |
| 6.     | STOCKHOLDER PROPOSAL - DRUG DISPOSAL REPORT  | Shr                  | Against           |

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7. STOCKHOLDER PROPOSAL - LOBBYING REPORT Shr For

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 ACE LIMITED

Agen

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 Security: H0023R105  
 Meeting Type: Special  
 Meeting Date: 22-Oct-2015  
 Ticker: ACE  
 ISIN: CH0044328745  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | AMENDMENT OF ACE'S ARTICLES OF ASSOCIATION RELATING TO AUTHORIZED SHARE CAPITAL FOR GENERAL PURPOSES   | Mgmt          | For           |
| 2.     | AMENDMENT OF ACE'S ARTICLES OF ASSOCIATION TO CHANGE ACE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).   | Mgmt          | For           |
| 3.     | APPROVAL OF ISSUANCE OF NEW SHARES OF ACE FOR PURPOSES OF THE MERGER WITH CHUBB  | Mgmt          | For           |
| 4A.    | ELECTION OF ADDITIONAL MEMBER OF ACE BOARD OF DIRECTORS (SUBJECT TO COMPLETION OF THE MERGER WITH CHUBB): SHEILA P. BURKE  | Mgmt          | For           |
| 4B.    | ELECTION OF ADDITIONAL MEMBER OF ACE BOARD OF DIRECTORS (SUBJECT TO COMPLETION OF THE MERGER WITH CHUBB): JAMES I. CASH, JR.   | Mgmt          | For           |
| 4C.    | ELECTION OF ADDITIONAL MEMBER OF ACE BOARD OF DIRECTORS (SUBJECT TO COMPLETION OF THE MERGER WITH CHUBB): LAWRENCE W. KELLNER  | Mgmt          | For           |
| 4D.    | ELECTION OF ADDITIONAL MEMBER OF ACE BOARD OF DIRECTORS (SUBJECT TO COMPLETION OF THE MERGER WITH CHUBB): JAMES M. ZIMMERMAN   | Mgmt          | For           |
| 5.     | APPROVAL OF THE INCREASED MAXIMUM COMPENSATION OF THE BOARD OF DIRECTORS UNTIL THE NEXT ANNUAL GENERAL MEETING (SUBJECT TO COMPLETION OF THE MERGER WITH CHUBB)  | Mgmt          | For           |
| 6.     | IF A NEW AGENDA ITEM OR A NEW PROPOSAL FOR AN EXISTING AGENDA ITEM IS PUT BEFORE THE MEETING, I/WE HEREBY AUTHORIZE AND INSTRUCT THE INDEPENDENT PROXY TO VOTE AS FOLLOWS: MARK "FOR" TO VOTE IN ACCORDANCE WITH THE POSITION OF THE BOARD OF DIRECTORS; MARK "AGAINST" TO VOTE AGAINST NEW ITEMS AND PROPOSALS; MARK "ABSTAIN" TO ABSTAIN | Mgmt          | For           |

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 ADVANCE AUTO PARTS, INC. Agen

Security: 00751Y106  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: AAP  
 ISIN: US00751Y1064  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>JOHN F. BERGSTROM<br>JOHN C. BROUILLARD<br>BRAD W. BUSS<br>FIONA P. DIAS<br>JOHN F. FERRARO<br>THOMAS R. GRECO<br>ADRIANA KARABOUTIS<br>EUGENE I. LEE, JR.<br>WILLIAM S. OGLESBY<br>REUBEN E. SLONE<br>JEFFREY C. SMITH | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |
| 3.     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP (DELOITTE) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.   | Mgmt   | For   |
| 4.     | APPROVE PROPOSAL TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO ELIMINATE THE ONE YEAR HOLDING PERIOD REQUIREMENT FOR STOCKHOLDERS TO CALL A SPECIAL MEETING.   | Mgmt   | For   |
| 5.     | ADVISORY VOTE ON STOCKHOLDER PROPOSAL ON THE ABILITY OF STOCKHOLDERS TO ACT BY WRITTEN CONSENT IF PRESENTED AT THE ANNUAL MEETING.  | Shr  | For   |

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 AFLAC INCORPORATED Agen

Security: 001055102  
 Meeting Type: Annual  
 Meeting Date: 02-May-2016  
 Ticker: AFL  
 ISIN: US0010551028  
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| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DANIEL P. AMOS | Mgmt          | For           |

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|-----|--|------|-----|
| 1B. | ELECTION OF DIRECTOR: PAUL S. AMOS II  | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: W. PAUL BOWERS   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KRISS CLONINGER III  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: TOSHIHIKO FUKUZAWA   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ELIZABETH J. HUDSON  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT B. JOHNSON  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS J. KENNY  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CHARLES B. KNAPP   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH L. MOSKOWITZ  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: BARBARA K. RIMER,<br>DRPH  | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MELVIN T. STITH  | Mgmt | For |
| 2.  | TO CONSIDER THE FOLLOWING NON-BINDING<br>ADVISORY PROPOSAL: "RESOLVED, THAT THE<br>SHAREHOLDERS APPROVE THE COMPENSATION OF<br>THE COMPANY'S NAMED EXECUTIVE OFFICERS,<br>PURSUANT TO THE COMPENSATION DISCLOSURE<br>RULES OF THE SECURITIES AND EXCHANGE<br>COMMISSION, INCLUDING AS DISCLOSED IN THE<br>COMPENSATION DISCUSSION AND ANALYSIS,<br>EXECUTIVE COMPENSATION TABLES AND<br>ACCOMPANYING NARRATIVE DISCUSSION IN THE<br>PROXY STATEMENT" | Mgmt | For |
| 3.  | TO CONSIDER AND ACT UPON THE RATIFICATION<br>OF THE APPOINTMENT OF KPMG LLP AS<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF THE COMPANY FOR THE YEAR ENDING<br>DECEMBER 31, 2016   | Mgmt | For |

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AIR PRODUCTS AND CHEMICALS, INC.

Agen

Security: 009158106  
Meeting Type: Annual  
Meeting Date: 28-Jan-2016  
Ticker: APD  
ISIN: US0091581068  
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| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SUSAN K. CARTER  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHARLES I. COGUT | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1C. | ELECTION OF DIRECTOR: SEIFI GHASEMI   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DAVID H.Y. HO   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARGARET G. MCGLYNN   | Mgmt | For |
| 2.  | ADVISORY VOTE ON EXECUTIVE OFFICER<br>COMPENSATION. TO APPROVE THE COMPENSATION<br>OF NAMED EXECUTIVE OFFICERS.   | Mgmt | For |
| 3.  | APPOINTMENT OF INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTANTS. RATIFICATION OF<br>APPOINTMENT OF KPMG LLP, AS INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL<br>YEAR 2016. | Mgmt | For |
| 4.  | APPROVAL OF ANNUAL INCENTIVE PLAN TERMS. TO<br>APPROVE ANNUAL INCENTIVE PLAN TERMS TO<br>ALLOW CONTINUED TAX DEDUCTIBILITY.   | Mgmt | For |

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 ALLEGION PLC

Agen

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 Security: G0176J109  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2016  
 Ticker: ALLE  
 ISIN: IE00BFRT3W74  
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| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MICHAEL J. CHESSER   | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: CARLA CICO   | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: KIRK S. HACHIGIAN  | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: DAVID D. PETRATIS  | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: DEAN I. SCHAFFER   | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: MARTIN E. WELCH III  | Mgmt             | For           |
| 2.     | ADVISORY APPROVAL OF THE COMPENSATION OF<br>THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt             | For           |
| 3.     | APPROVAL OF THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS AS INDEPENDENT<br>AUDITORS OF THE COMPANY AND AUTHORIZE THE<br>AUDIT AND FINANCE COMMITTEE OF THE BOARD OF<br>DIRECTORS TO SET THE AUDITORS'<br>REMUNERATION. | Mgmt             | For           |
| 4A.    | APPROVAL OF CERTAIN ADMINISTRATIVE<br>AMENDMENTS TO THE COMPANY'S MEMORANDUM OF<br>ASSOCIATION. (SPECIAL RESOLUTION)   | Mgmt             | For           |

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|-----|---|------|-----|
| 4B. | APPROVAL OF CERTAIN ADMINISTRATIVE AMENDMENTS TO THE COMPANY'S ARTICLES OF ASSOCIATION. (SPECIAL RESOLUTION)  | Mgmt | For |
| 5A. | APPROVAL OF AMENDMENTS TO THE COMPANY'S ARTICLES OF ASSOCIATION TO PROVIDE FOR A PLURALITY VOTING STANDARD IN THE EVENT OF A CONTESTED ELECTION. (SPECIAL RESOLUTION) | Mgmt | For |
| 5B. | APPROVAL OF AMENDMENTS TO THE COMPANY'S ARTICLES OF ASSOCIATION TO GRANT THE BOARD OF DIRECTORS SOLE AUTHORITY TO DETERMINE ITS SIZE. (SPECIAL RESOLUTION)            | Mgmt | For |

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 ALLERGAN PLC

Agen

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 Security: G0177J108  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: AGN  
 ISIN: IE00BY9D5467  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>NESLI BASGOZ, M.D.<br>PAUL M. BISARO<br>JAMES H. BLOEM<br>CHRISTOPHER W. BODINE<br>CHRISTOPHER J. COUGHLIN<br>MICHAEL R. GALLAGHER<br>CATHERINE M. KLEMA<br>PETER J. MCDONNELL, M.D<br>PATRICK J. O'SULLIVAN<br>BRENTON L. SAUNDERS<br>RONALD R. TAYLOR<br>FRED G. WEISS   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION  | Mgmt   | For  |
| 3.     | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION | Mgmt   | For  |
| 4A.    | TO APPROVE THE AMENDMENT OF THE COMPANY'S: MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS   | Mgmt   | For  |



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|-----|--|------|---------|
| 4B. | TO APPROVE THE AMENDMENT OF THE COMPANY'S:<br>ARTICLES OF ASSOCIATION TO MAKE CERTAIN<br>ADMINISTRATIVE AMENDMENTS   | Mgmt | For     |
| 5A. | TO APPROVE THE AMENDMENT OF THE COMPANY'S<br>ARTICLES OF ASSOCIATION IN ORDER TO:<br>PROVIDE FOR A PLURALITY VOTING STANDARD IN<br>THE EVENT OF A CONTESTED ELECTION | Mgmt | For     |
| 5B. | TO APPROVE THE AMENDMENT OF THE COMPANY'S<br>ARTICLES OF ASSOCIATION IN ORDER TO: GRANT<br>THE BOARD OF DIRECTORS SOLE AUTHORITY TO<br>DETERMINE ITS SIZE            | Mgmt | For     |
| 6.  | TO APPROVE THE REDUCTION OF COMPANY CAPITAL  | Mgmt | For     |
| 7.  | TO CONSIDER A SHAREHOLDER PROPOSAL<br>REGARDING AN ANNUAL REPORT ON LOBBYING<br>ACTIVITIES, IF PROPERLY PRESENTED AT THE<br>MEETING                                  | Shr  | Against |
| 8.  | TO CONSIDER A SHAREHOLDER PROPOSAL<br>REGARDING AN INDEPENDENT BOARD CHAIRMAN, IF<br>PROPERLY PRESENTED AT THE MEETING   | Shr  | Against |

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 ALLIANCE DATA SYSTEMS CORPORATION

Agen

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 Security: 018581108  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2016  
 Ticker: ADS  
 ISIN: US0185811082  
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| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: BRUCE K. ANDERSON  | Mgmt             | For           |
| 1.2    | ELECTION OF DIRECTOR: ROGER H. BALLOU  | Mgmt             | For           |
| 1.3    | ELECTION OF DIRECTOR: D. KEITH COBB  | Mgmt             | For           |
| 1.4    | ELECTION OF DIRECTOR: E. LINN DRAPER, JR.  | Mgmt             | For           |
| 1.5    | ELECTION OF DIRECTOR: EDWARD J. HEFFERNAN  | Mgmt             | For           |
| 1.6    | ELECTION OF DIRECTOR: KENNETH R. JENSEN  | Mgmt             | For           |
| 1.7    | ELECTION OF DIRECTOR: ROBERT A. MINICUCCI  | Mgmt             | For           |
| 1.8    | ELECTION OF DIRECTOR: LAURIE A. TUCKER   | Mgmt             | For           |
| 2.     | ADVISORY APPROVAL OF EXECUTIVE<br>COMPENSATION.                                      | Mgmt             | For           |
| 3.     | TO AMEND THE CERTIFICATE OF INCORPORATION<br>OF ALLIANCE DATA SYSTEMS CORPORATION TO | Mgmt             | For           |

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ELIMINATE RESTRICTIONS ON REMOVAL OF DIRECTORS.

- |    |  |      |     |
|----|--|------|-----|
| 4. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ALLIANCE DATA SYSTEMS CORPORATION FOR 2016. | Mgmt | For |
|----|--|------|-----|

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ALPHABET INC

Agen

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Security: 02079K305  
Meeting Type: Annual  
Meeting Date: 08-Jun-2016  
Ticker: GOOGL  
ISIN: US02079K3059  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>LARRY PAGE<br>SERGEY BRIN<br>ERIC E. SCHMIDT<br>L. JOHN DOERR<br>DIANE B. GREENE<br>JOHN L. HENNESSY<br>ANN MATHER<br>ALAN R. MULALLY<br>PAUL S. OTELLINI<br>K. RAM SHRIRAM<br>SHIRLEY M. TILGHMAN   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS ALPHABET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.   | Mgmt   | For   |
| 3.     | THE APPROVAL OF AMENDMENTS TO ALPHABET'S 2012 STOCK PLAN TO ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).  | Mgmt   | For   |
| 4.     | THE APPROVAL OF AN AMENDMENT TO THE FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF GOOGLE INC., ALPHABET'S WHOLLY OWNED SUBSIDIARY, TO REMOVE A PROVISION THAT REQUIRES THE VOTE OF THE STOCKHOLDERS OF ALPHABET, IN ADDITION TO THE VOTE OF ALPHABET (AS SOLE STOCKHOLDER), IN ORDER FOR GOOGLE TO TAKE CERTAIN ACTIONS. | Mgmt   | For   |
| 5.     | A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.   | Shr  | Against   |
| 6.     | A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE   | Shr  | For   |

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MEETING.

|     |  |     |     |
|-----|--|-----|-----|
| 7.  | A STOCKHOLDER PROPOSAL REGARDING A POLITICAL CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING.                                       | Shr | For |
| 8.  | A STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING. | Shr | For |
| 9.  | A STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIRMAN OF THE BOARD POLICY, IF PROPERLY PRESENTED AT THE MEETING.                            | Shr | For |
| 10. | A STOCKHOLDER PROPOSAL REGARDING A REPORT ON GENDER PAY, IF PROPERLY PRESENTED AT THE MEETING.   | Shr | For |

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ALTRIA GROUP, INC.

Agen

Security: 02209S103  
Meeting Type: Annual  
Meeting Date: 19-May-2016  
Ticker: MO  
ISIN: US02209S1033

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

COMPENSATION OF THE COMPANY'S NAMED  
EXECUTIVE OFFICERS

|    |  |     |         |
|----|--|-----|---------|
| 4. | SHAREHOLDER PROPOSAL - REPORT ON TOBACCO PRODUCT CONSTITUENTS AND INGREDIENTS AND THEIR POTENTIAL HEALTH CONSEQUENCES  | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL - PARTICIPATION IN MEDIATION OF ANY ALLEGED HUMAN RIGHTS VIOLATIONS INVOLVING ALTRIA'S OPERATIONS | Shr | Against |

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AMAZON.COM, INC.

Agen

Security: 023135106  
Meeting Type: Annual  
Meeting Date: 17-May-2016  
Ticker: AMZN  
ISIN: US0231351067

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JEFFREY P. BEZOS   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: TOM A. ALBERG  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN SEELY BROWN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: WILLIAM B. GORDON  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMIE S. GORELICK  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JUDITH A. MCGRATH  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: THOMAS O. RYDER  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: WENDELL P. WEEKS   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS         | Mgmt          | For           |
| 3.     | SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING                              | Shr           | Against       |
| 4.     | SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS                      | Shr           | Against       |
| 5.     | SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS | Shr           | Against       |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 AMERICAN ELECTRIC POWER COMPANY, INC.  
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Agen

Security: 025537101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: AEP  
 ISIN: US0255371017  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: NICHOLAS K. AKINS   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DAVID J. ANDERSON   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: J. BARNIE BEASLEY, JR.  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LINDA A. GOODSPEED  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS E. HOAGLIN   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: SANDRA BEACH LIN  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LIONEL L. NOWELL III  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: STEPHEN S. RASMUSSEN  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: OLIVER G. RICHARD III   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt          | For           |
| 3.     | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.  | Mgmt          | For           |

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 AMERICAN EXPRESS COMPANY  
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Agen

Security: 025816109  
 Meeting Type: Annual  
 Meeting Date: 02-May-2016  
 Ticker: AXP  
 ISIN: US0258161092  
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## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: CHARLENE BARSHEFSKY                      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: URSULA M. BURNS                          | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: KENNETH I. CHENAULT                      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: PETER CHERNIN                            | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: RALPH DE LA VEGA                         | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: ANNE L. LAUVERGEON                       | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: MICHAEL O. LEAVITT                       | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: THEODORE J. LEONSIS                      | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: RICHARD C. LEVIN                         | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: SAMUEL J. PALMISANO                      | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: DANIEL L. VASELLA                        | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: ROBERT D. WALTER                         | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR PROPOSED BY OUR BOARD OF DIRECTORS FOR A TERM OF ONE YEAR: RONALD A. WILLIAMS                       | Mgmt          | For           |
| 2.     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 3.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 4. | APPROVAL OF THE AMERICAN EXPRESS COMPANY<br>2016 INCENTIVE COMPENSATION PLAN.                    | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL RELATING TO ANNUAL<br>DISCLOSURE OF EEO-1 DATA.                             | Shr  | For |
| 6. | SHAREHOLDER PROPOSAL RELATING TO REPORT ON<br>PRIVACY, DATA SECURITY AND GOVERNMENT<br>REQUESTS. | Shr  | For |
| 7. | SHAREHOLDER PROPOSAL RELATING TO ACTION BY<br>WRITTEN CONSENT.                                   | Shr  | For |
| 8. | SHAREHOLDER PROPOSAL RELATING TO LOBBYING<br>DISCLOSURE.   | Shr  | For |
| 9. | SHAREHOLDER PROPOSAL RELATING TO<br>INDEPENDENT BOARD CHAIRMAN.                                  | Shr  | For |

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 AMERICAN TOWER CORPORATION

Agem

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 Security: 03027X100  
 Meeting Type: Annual  
 Meeting Date: 01-Jun-2016  
 Ticker: AMT  
 ISIN: US03027X1000  
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| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RAYMOND P. DOLAN   | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT D. HORMATS  | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: CAROLYN F. KATZ  | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: GUSTAVO LARA CANTU   | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: CRAIG MACNAB   | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: JOANN A. REED  | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: PAMELA D.A. REEVE  | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: DAVID E. SHARBUTT  | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: JAMES D. TAICLET, JR.  | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: SAMME L. THOMPSON  | Mgmt             | For           |
| 2.     | TO RATIFY THE SELECTION OF DELOITTE &<br>TOUCHE LLP AS THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt             | For           |
| 3.     | TO APPROVE, ON AN ADVISORY BASIS, THE<br>COMPANY'S EXECUTIVE COMPENSATION  | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |     |
|----|--|-----|-----|
| 4. | TO AMEND THE BYLAWS TO REDUCE THE OWNERSHIP THRESHOLD REQUIRED TO CALL A SPECIAL MEETING OF THE STOCKHOLDERS | Shr | For |
|----|--|-----|-----|

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 AMGEN INC.

Agen

Security: 031162100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: AMGN  
 ISIN: US0311621009

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: DR. DAVID BALTIMORE             | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. FRANK J. BIONDI, JR.        | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. ROBERT A. BRADWAY           | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. FRANCOIS DE CARBONNEL       | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. ROBERT A. ECKERT            | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. GREG C. GARLAND             | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. FRED HASSAN                 | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: DR. REBECCA M. HENDERSON        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MR. FRANK C. HERRINGER          | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: DR. TYLER JACKS                 | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: MS. JUDITH C. PELHAM            | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: DR. RONALD D. SUGAR             | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR FOR A TERM EXPIRING AT 2017: DR. R. SANDERS WILLIAMS         | Mgmt          | For           |
| 2.     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ACCOUNTANTS FOR THE FISCAL YEAR ENDING  
DECEMBER 31, 2016.

- |    |   |      |     |
|----|---|------|-----|
| 3. | ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.  | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL TO CHANGE THE VOTING STANDARD APPLICABLE TO NON-BINDING PROPOSALS SUBMITTED BY STOCKHOLDERS. | Shr  | For |

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ANALOG DEVICES, INC.

Agen

Security: 032654105  
Meeting Type: Annual  
Meeting Date: 09-Mar-2016  
Ticker: ADI  
ISIN: US0326541051

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- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RAY STATA   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: VINCENT T. ROCHE  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RICHARD M. BEYER  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JAMES A. CHAMPY   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: BRUCE R. EVANS  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: EDWARD H. FRANK   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JOHN C. HODGSON   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: NEIL NOVICH   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: KENTON J. SICCHITANO  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: LISA T. SU  | Mgmt          | For           |
| 2)     | TO APPROVE, BY NONBINDING "SAY-ON-PAY" VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCLOSURES IN OUR PROXY STATEMENT. | Mgmt          | For           |
| 3)     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR.   | Mgmt          | For           |
-

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

AON PLC

Agen

Security: G0408V102  
 Meeting Type: Annual  
 Meeting Date: 24-Jun-2016  
 Ticker: AON  
 ISIN: GB00B5BT0K07

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | RE-ELECTION OF DIRECTOR: LESTER B. KNIGHT   | Mgmt          | For           |
| 1B.    | RE-ELECTION OF DIRECTOR: GREGORY C. CASE  | Mgmt          | For           |
| 1C.    | RE-ELECTION OF DIRECTOR: FULVIO CONTI   | Mgmt          | For           |
| 1D.    | RE-ELECTION OF DIRECTOR: CHERYL A. FRANCIS  | Mgmt          | For           |
| 1E.    | RE-ELECTION OF DIRECTOR: JAMES W. LENG  | Mgmt          | For           |
| 1F.    | RE-ELECTION OF DIRECTOR: J. MICHAEL LOSH  | Mgmt          | For           |
| 1G.    | RE-ELECTION OF DIRECTOR: ROBERT S. MORRISON   | Mgmt          | For           |
| 1H.    | RE-ELECTION OF DIRECTOR: RICHARD B. MYERS   | Mgmt          | For           |
| 1I.    | RE-ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT   | Mgmt          | For           |
| 1J.    | RE-ELECTION OF DIRECTOR: GLORIA SANTONA   | Mgmt          | For           |
| 1K.    | RE-ELECTION OF DIRECTOR: CAROLYN Y. WOO   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE THE DIRECTORS' REMUNERATION REPORT.  | Mgmt          | For           |
| 4.     | RECEIPT OF AON'S ANNUAL REPORT AND ACCOUNTS, TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS, FOR THE YEAR ENDED DECEMBER 31, 2015. | Mgmt          | For           |
| 5.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS AON'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                | Mgmt          | For           |
| 6.     | RE-APPOINTMENT OF ERNST & YOUNG LLP AS AON'S U.K. STATUTORY AUDITOR UNDER THE COMPANIES ACT 2006.   | Mgmt          | For           |
| 7.     | AUTHORIZATION OF THE BOARD OF DIRECTORS TO DETERMINE THE REMUNERATION OF AON'S U.K. STATUTORY AUDITOR.                                      | Mgmt          | For           |
| 8.     | APPROVAL OF FORMS OF SHARE REPURCHASE CONTRACTS AND REPURCHASE COUNTERPARTIES.  | Mgmt          | For           |
| 9.     | AUTHORIZE THE BOARD OF DIRECTORS TO   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

EXERCISE ALL POWERS OF AON TO ALLOT SHARES.

- |     |  |      |     |
|-----|--|------|-----|
| 10. | AUTHORIZE THE BOARD OF DIRECTORS TO ALLOT EQUITY SECURITIES FOR CASH WITHOUT RIGHTS OF PREEMPTION. | Mgmt | For |
| 11. | AUTHORIZE AON AND ITS SUBSIDIARIES TO MAKE POLITICAL DONATIONS OR EXPENDITURES.                    | Mgmt | For |

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APACHE CORPORATION

Agen

Security: 037411105  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: APA  
 ISIN: US0374111054

- | Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | ELECTION OF DIRECTOR: ANNELL R. BAY  | Mgmt          | For           |
| 2.     | ELECTION OF DIRECTOR: JOHN J. CHRISTMANN IV                                | Mgmt          | For           |
| 3.     | ELECTION OF DIRECTOR: CHANSOO JOUNG  | Mgmt          | For           |
| 4.     | ELECTION OF DIRECTOR: WILLIAM C. MONTGOMERY                                | Mgmt          | For           |
| 5.     | RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS         | Mgmt          | For           |
| 6.     | ADVISORY VOTE TO APPROVE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS | Mgmt          | For           |
| 7.     | APPROVAL OF APACHE'S 2016 OMNIBUS COMPENSATION PLAN                        | Mgmt          | For           |

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APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: AIV  
 ISIN: US03748R1014

- | Prop.# | Proposal                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: JAMES N. BAILEY | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: TERRY CONSIDINE | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1.3 | ELECTION OF DIRECTOR: THOMAS L. KELTNER   | Mgmt | For |
| 1.4 | ELECTION OF DIRECTOR: J. LANDIS MARTIN  | Mgmt | For |
| 1.5 | ELECTION OF DIRECTOR: ROBERT A. MILLER  | Mgmt | For |
| 1.6 | ELECTION OF DIRECTOR: KATHLEEN M. NELSON  | Mgmt | For |
| 1.7 | ELECTION OF DIRECTOR: MICHAEL A. STEIN  | Mgmt | For |
| 1.8 | ELECTION OF DIRECTOR: NINA A. TRAN  | Mgmt | For |
| 2.  | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3.  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For |

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 APPLE INC.

Agen

Security: 037833100  
 Meeting Type: Annual  
 Meeting Date: 26-Feb-2016  
 Ticker: AAPL  
 ISIN: US0378331005

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES BELL   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: TIM COOK   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: AL GORE  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: BOB IGER   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ANDREA JUNG  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ART LEVINSON   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RON SUGAR  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: SUE WAGNER   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt          | For           |
| 3.     | AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION   | Mgmt          | For           |
| 4.     | APPROVAL OF THE AMENDED AND RESTATED APPLE INC. 2014 EMPLOYEE STOCK PLAN   | Mgmt          | For           |
| 5.     | A SHAREHOLDER PROPOSAL ENTITLED "NET-ZERO  | Shr           | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

GREENHOUSE GAS EMISSIONS BY 2030"

|    |   |     |         |
|----|---|-----|---------|
| 6. | A SHAREHOLDER PROPOSAL REGARDING DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS | Shr | Against |
| 7. | A SHAREHOLDER PROPOSAL ENTITLED "HUMAN RIGHTS REVIEW - HIGH RISK REGIONS"                     | Shr | Against |
| 8. | A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS"                                    | Shr | For     |

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ASML HOLDINGS N.V.

Agen

Security: N07059210  
Meeting Type: Annual  
Meeting Date: 29-Apr-2016  
Ticker: ASML  
ISIN: USN070592100

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 4      | PROPOSAL TO ADOPT THE FINANCIAL STATEMENTS OF COMPANY FOR THE FINANCIAL YEAR 2015, AS PREPARED IN ACCORDANCE WITH DUTCH LAW.       | Mgmt          | For           |
| 5      | PROPOSAL TO DISCHARGE THE MEMBERS OF THE BOARD OF MANAGEMENT FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2015. | Mgmt          | For           |
| 6      | PROPOSAL TO DISCHARGE THE MEMBERS OF THE SUPERVISORY BOARD FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2015.   | Mgmt          | For           |
| 8      | PROPOSAL TO ADOPT A DIVIDEND OF EUR 1.05 PER ORDINARY SHARE.   | Mgmt          | For           |
| 9      | PROPOSAL TO APPROVE THE NUMBER OF SHARES FOR THE BOARD OF MANAGEMENT.  | Mgmt          | For           |
| 10     | PROPOSAL TO APPROVE THE NUMBER OF STOCK OPTIONS AND/OR SHARES FOR EMPLOYEES.   | Mgmt          | For           |
| 12     | PROPOSAL TO APPOINT KPMG AS EXTERNAL AUDITOR FOR THE REPORTING YEAR 2017.  | Mgmt          | For           |
| 13A    | AUTHORIZATION TO ISSUE ORDINARY SHARES OR GRANT RIGHTS TO SUBSCRIBE FOR ORDINARY SHARES (5%).                                      | Mgmt          | For           |
| 13B    | AUTHORIZATION TO RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS IN CONNECTION WITH 13A.  | Mgmt          | For           |
| 13C    | AUTHORIZATION TO ISSUE SHARES OR GRANT   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

RIGHTS TO SUBSCRIBE FOR ORDINARY SHARES IN CONNECTION WITH OR ON THE OCCASION OF MERGERS, ACQUISITIONS AND/OR (STRATEGIC) ALLIANCES (5%).

|     |   |      |     |
|-----|---|------|-----|
| 13D | AUTHORIZATION TO RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS IN CONNECTION WITH 13C.               | Mgmt | For |
| 14A | AUTHORIZATION TO REPURCHASE ORDINARY SHARES UP TO 10% OF THE ISSUED SHARE CAPITAL.            | Mgmt | For |
| 14B | AUTHORIZATION TO REPURCHASE ADDITIONAL ORDINARY SHARES UP TO 10% OF THE ISSUED SHARE CAPITAL. | Mgmt | For |
| 15  | PROPOSAL TO CANCEL ORDINARY SHARES.   | Mgmt | For |

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 AT&T INC.

Agen

-----  
 Security: 00206R102  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2016  
 Ticker: T  
 ISIN: US00206R1023  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON          | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: SAMUEL A. DI PIAZZA, JR.       | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RICHARD W. FISHER              | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: SCOTT T. FORD                  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GLENN H. HUTCHINS              | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: WILLIAM E. KENNARD             | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER         | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: BETH E. MOONEY                 | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JOYCE M. ROCHE                 | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: MATTHEW K. ROSE                | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR              | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON           | Mgmt          | For           |
| 2.     | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF 2016 INCENTIVE PLAN.             | Mgmt | For |
| 5. | POLITICAL SPENDING REPORT.                   | Shr  | For |
| 6. | LOBBYING REPORT.                             | Shr  | For |
| 7. | INDEPENDENT BOARD CHAIRMAN.                  | Shr  | For |

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 BANK OF AMERICA CORPORATION

Agen

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 Security: 060505104  
 Meeting Type: Special  
 Meeting Date: 22-Sep-2015  
 Ticker: BAC  
 ISIN: US0605051046  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | RESOLVED, THAT THE BANK OF AMERICA CORPORATION STOCKHOLDERS HEREBY RATIFY THE OCTOBER 1, 2014 AMENDMENTS TO THE COMPANY'S BYLAWS THAT PERMIT THE COMPANY'S BOARD OF DIRECTORS THE DISCRETION TO DETERMINE THE BOARD'S LEADERSHIP STRUCTURE, INCLUDING APPOINTING AN INDEPENDENT CHAIRMAN, OR APPOINTING A LEAD INDEPENDENT DIRECTOR WHEN THE CHAIRMAN IS NOT AN INDEPENDENT DIRECTOR. | Mgmt          | For           |

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 BANK OF AMERICA CORPORATION

Agen

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 Security: 060505104  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: BAC  
 ISIN: US0605051046  
 -----

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SHARON L. ALLEN       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: SUSAN S. BIES         | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JACK O. BOVENDER, JR. | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1E. | ELECTION OF DIRECTOR: PIERRE J.P. DE WECK   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ARNOLD W. DONALD  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LINDA P. HUDSON   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MONICA C. LOZANO  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: THOMAS J. MAY   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LIONEL L. NOWELL, III   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: THOMAS D. WOODS   | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: R. DAVID YOST   | Mgmt | For |
| 2.  | APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION) | Mgmt | For |
| 3.  | RATIFYING THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For |
| 4.  | STOCKHOLDER PROPOSAL - CLAWBACK AMENDMENT   | Shr  | For |

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 BAXALTA INCORPORATED

Agen

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 Security: 07177M103  
 Meeting Type: Special  
 Meeting Date: 27-May-2016  
 Ticker: BXL  
 ISIN: US07177M1036  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | ADOPTION OF THE MERGER AGREEMENT. PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 11, 2016, BY AND AMONG BAXALTA INCORPORATED, SHIRE PLC AND BEARTRACKS, INC.   | Mgmt          | For           |
| 2.     | ADVISORY VOTE ON MERGER-RELATED COMPENSATION FOR BAXALTA'S NAMED EXECUTIVE OFFICERS. PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO BAXALTA'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Mgmt          | For           |
| 3.     | ADJOURNMENT OF THE SPECIAL MEETING OF BAXALTA. PROPOSAL TO APPROVE ANY MOTION TO ADJOURN THE SPECIAL MEETING, OR ANY  | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ADJOURNMENTS THEREOF, TO ANOTHER TIME OR PLACE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.

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 BAXTER INTERNATIONAL INC. Agen

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 Security: 071813109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: BAX  
 ISIN: US0718131099  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: THOMAS F. CHEN                          | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN D. FORSYTH                         | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL F. MAHONEY                      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN                     | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt          | For           |
| 3.     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |
| 4.     | PROPOSED CHARTER AMENDMENT TO DECLASSIFY BOARD                | Mgmt          | For           |
| 5.     | STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN             | Shr           | Against       |

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 BERKSHIRE HATHAWAY INC. Agen

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 Security: 084670702  
 Meeting Type: Annual  
 Meeting Date: 30-Apr-2016  
 Ticker: BRKB  
 ISIN: US0846707026  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | DIRECTOR<br>WARREN E. BUFFETT<br>CHARLES T. MUNGER | Mgmt<br>Mgmt  | For<br>For    |

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|   |      |         |
|---|------|---------|
| HOWARD G. BUFFETT   | Mgmt | For     |
| STEPHEN B. BURKE  | Mgmt | For     |
| SUSAN L. DECKER   | Mgmt | For     |
| WILLIAM H. GATES III  | Mgmt | For     |
| DAVID S. GOTTESMAN  | Mgmt | For     |
| CHARLOTTE GUYMAN  | Mgmt | For     |
| THOMAS S. MURPHY  | Mgmt | For     |
| RONALD L. OLSON   | Mgmt | For     |
| WALTER SCOTT, JR.   | Mgmt | For     |
| MERYL B. WITMER   | Mgmt | For     |
| <br>  |      |         |
| 2. SHAREHOLDER PROPOSAL REGARDING THE REPORTING OF RISKS POSED BY CLIMATE CHANGE. | Shr  | Against |

-----  
 BEST BUY CO., INC.

Agen

Security: 086516101  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2016  
 Ticker: BBY  
 ISIN: US0865161014  
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| Prop.# Proposal   | Proposal Type | Proposal Vote |
|---|---------------|---------------|
| 1A. ELECTION OF DIRECTOR: LISA M. CAPUTO  | Mgmt          | For           |
| 1B. ELECTION OF DIRECTOR: J. PATRICK DOYLE  | Mgmt          | For           |
| 1C. ELECTION OF DIRECTOR: RUSSELL P. FRADIN   | Mgmt          | For           |
| 1D. ELECTION OF DIRECTOR: KATHY J. HIGGINS<br>VICTOR  | Mgmt          | For           |
| 1E. ELECTION OF DIRECTOR: HUBERT JOLY   | Mgmt          | For           |
| 1F. ELECTION OF DIRECTOR: DAVID W. KENNY  | Mgmt          | For           |
| 1G. ELECTION OF DIRECTOR: KAREN A. MCLOUGHLIN   | Mgmt          | For           |
| 1H. ELECTION OF DIRECTOR: THOMAS L. MILLNER   | Mgmt          | For           |
| 1I. ELECTION OF DIRECTOR: CLAUDIA F. MUNCE  | Mgmt          | For           |
| 1J. ELECTION OF DIRECTOR: GERARD R. VITTECOQ  | Mgmt          | For           |
| 2. TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 28, 2017. | Mgmt          | For           |
| 3. TO APPROVE IN A NON-BINDING ADVISORY VOTE OUR NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt          | For           |

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 BIOGEN INC.

Agen

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 Security: 09062X103  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2016  
 Ticker: BIIB  
 ISIN: US09062X1037  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ALEXANDER J. DENNER  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CAROLINE D. DORSA  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: NANCY L. LEAMING   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: RICHARD C. MULLIGAN  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ROBERT W. PANGIA   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: BRIAN S. POSNER  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ERIC K. ROWINSKY   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: GEORGE A. SCANGOS  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: LYNN SCHENK  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: STEPHEN A. SHERWIN   | Mgmt          | For           |
| 2.     | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt          | For           |
| 3.     | SAY ON PAY - TO APPROVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |

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 BIOMARIN PHARMACEUTICAL INC.

Agen

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 Security: 09061G101  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2016  
 Ticker: BMRN  
 ISIN: US09061G1013  
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| Prop.# | Proposal                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------|---------------|---------------|
| 1.     | DIRECTOR<br>JEAN-JACQUES BIENAIME | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
|    | MICHAEL GREY  | Mgmt | For |
|    | ELAINE J. HERON   | Mgmt | For |
|    | V. BRYAN LAWLIS   | Mgmt | For |
|    | ALAN J. LEWIS   | Mgmt | For |
|    | RICHARD A. MEIER  | Mgmt | For |
|    | DAVID PYOTT   | Mgmt | For |
|    | DENNIS J. SLAMON  | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF BIOMARIN'S NAMED EXECUTIVE OFFICERS AS DEFINED AND DISCLOSED IN ITS PROXY STATEMENT.  | Mgmt | For |
| 3. | TO RATIFY THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR BIOMARIN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.   | Mgmt | For |
| 4. | A STOCKHOLDER PROPOSAL REQUESTING THAT BIOMARIN ISSUE A SUSTAINABILITY REPORT DESCRIBING BIOMARIN'S ENVIRONMENTAL, SOCIAL AND GOVERNANCE PERFORMANCE, IF PROPERLY PRESENTED AT BIOMARIN'S ANNUAL MEETING OF STOCKHOLDERS. | Shr  | For |

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 BRISTOL-MYERS SQUIBB COMPANY

Agen

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 Security: 110122108  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: BMY  
 ISIN: US1101221083  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: L. ANDREOTTI          | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: P.J. ARDUINI          | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: G. CAFORIO, M.D.      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: M. GROBSTEIN          | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: A.J. LACY             | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D. | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: D.C. PALIWAL          | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: V.L. SATO, PH.D.      | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: G.L. STORCH           | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: T.D. WEST, JR.        | Mgmt          | For           |

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|    |  |      |     |
|----|--|------|-----|
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS        | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 4. | SPECIAL SHAREOWNER MEETINGS  | Shr  | For |

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BROCADE COMMUNICATIONS SYSTEMS, INC.

Agen

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Security: 111621306  
Meeting Type: Annual  
Meeting Date: 07-Apr-2016  
Ticker: BRCD  
ISIN: US1116213067

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JUDY BRUNER  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: LLOYD A. CARNEY  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RENATO A. DIPENTIMA  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALAN L. EARHART  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOHN W. GERDELMAN  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: KIM C. GOODMAN   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: DAVID L. HOUSE   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: L. WILLIAM KRAUSE  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: DAVID E. ROBERSON  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: SANJAY VASWANI   | Mgmt          | For           |
| 2.     | NONBINDING ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION   | Mgmt          | For           |
| 3.     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE 2009 EMPLOYEE STOCK PURCHASE PLAN   | Mgmt          | For           |
| 4.     | APPROVAL OF THE AMENDMENT OF THE BYLAWS TO PROVIDE THAT THE COURTS LOCATED WITHIN THE STATE OF DELAWARE WILL SERVE AS THE EXCLUSIVE FORUM FOR THE ADJUDICATION OF CERTAIN LEGAL DISPUTES | Mgmt          | For           |
| 5.     | RATIFICATION OF KPMG LLP AS ACCOUNTANTS FOR FISCAL 2016 (SEE PROXY STATEMENT FOR FULL PROPOSAL)  | Mgmt          | For           |

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 C.H. ROBINSON WORLDWIDE, INC.

Agen

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 Security: 12541W209  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: CHRW  
 ISIN: US12541W2098  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SCOTT P. ANDERSON   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT EZRILOV  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: WAYNE M. FORTUN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARY J. STEELE<br>GUILFOILE   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JODEE A. KOZLAK   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: REBECCA KOENIG ROLOFF   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: BRIAN P. SHORT  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JAMES B. STAKE  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JOHN P. WIEHOFF   | Mgmt          | For           |
| 2.     | TO APPROVE, ON AN ADVISORY BASIS, THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS.   | Mgmt          | For           |
| 3.     | TO APPROVE AMENDMENT TO AND RESTATEMENT OF<br>THE C.H. ROBINSON WORLDWIDE, INC. 2013<br>EQUITY INCENTIVE PLAN.                                      | Mgmt          | For           |
| 4.     | RATIFICATION OF THE SELECTION OF DELOITTE &<br>TOUCHE LLP AS THE COMPANY'S INDEPENDENT<br>AUDITORS FOR THE FISCAL YEAR ENDING<br>DECEMBER 31, 2016. | Mgmt          | For           |

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 CAPITAL ONE FINANCIAL CORPORATION

Agen

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 Security: 14040H105  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: COF  
 ISIN: US14040H1059  
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| Prop.# | Proposal | Proposal | Proposal Vote |
|--------|----------|----------|---------------|
|--------|----------|----------|---------------|

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|     |   | Type |     |
|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: RICHARD D. FAIRBANK   | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PATRICK W. GROSS  | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANN FRITZ HACKETT   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: LEWIS HAY, III  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: BENJAMIN P. JENKINS III   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PETER THOMAS KILLALEA   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: PIERRE E. LEROY   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: PETER E. RASKIND  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MAYO A. SHATTUCK III  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRADFORD H. WARNER  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CATHERINE G. WEST   | Mgmt | For |
| 2.  | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF CAPITAL ONE FOR 2016. | Mgmt | For |
| 3.  | ADVISORY APPROVAL OF CAPITAL ONE'S 2015 NAMED EXECUTIVE OFFICER COMPENSATION.                   | Mgmt | For |

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 CATERPILLAR INC.

Agen

Security: 149123101  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2016  
 Ticker: CAT  
 ISIN: US1491231015  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DAVID L. CALHOUN      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DANIEL M. DICKINSON   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JUAN GALLARDO         | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JESSE J. GREENE, JR.  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DENNIS A. MUILENBURG  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: DOUGLAS R. OBERHELMAN | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1H. | ELECTION OF DIRECTOR: WILLIAM A. OSBORN   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DEBRA L. REED   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: EDWARD B. RUST, JR.   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: SUSAN C. SCHWAB   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MILES D. WHITE  | Mgmt | For |
| 2.  | RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.         | Mgmt | For |
| 3.  | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt | For |
| 4.  | STOCKHOLDER PROPOSAL - PROVIDE A REPORT OF LOBBYING ACTIVITIES.                               | Shr  | For |
| 5.  | STOCKHOLDER PROPOSAL - ALLOW STOCKHOLDERS TO ACT BY WRITTEN CONSENT.                          | Shr  | For |
| 6.  | STOCKHOLDER PROPOSAL - REQUIRE THE CHAIRMAN OF THE BOARD TO BE INDEPENDENT WHENEVER POSSIBLE. | Shr  | For |

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 CBRE GROUP, INC.

Agen

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 Security: 12504L109  
 Meeting Type: Annual  
 Meeting Date: 13-May-2016  
 Ticker: CBG  
 ISIN: US12504L1098  
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| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BRANDON B. BOZE      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CURTIS F. FEENY      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: BRADFORD M. FREEMAN  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CHRISTOPHER T. JENNY | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GERARDO I. LOPEZ     | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: FREDERIC V. MALEK    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: PAULA R. REYNOLDS    | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT E. SULENTIC   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LAURA D. TYSON       | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: RAY WIRTA            | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 2. | RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.   | Mgmt | For     |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION FOR 2015.   | Mgmt | For     |
| 4. | APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO REDUCE (TO 30%) THE STOCK-OWNERSHIP THRESHOLD REQUIRED FOR OUR STOCKHOLDERS TO REQUEST A SPECIAL STOCKHOLDER MEETING. | Mgmt | For     |
| 5. | STOCKHOLDER PROPOSAL REGARDING OUR STOCKHOLDERS' ABILITY TO CALL SPECIAL STOCKHOLDER MEETINGS.  | Shr  | Against |

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CELANESE CORPORATION

Agen

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Security: 150870103  
Meeting Type: Annual  
Meeting Date: 21-Apr-2016  
Ticker: CE  
ISIN: US1508701034

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: KATHRYN M. HILL  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: WILLIAM M. BROWN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JAY V. IHLENFELD   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARK C. ROHR   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: FARAH M. WALTERS   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 3.     | TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 4.     | TO APPROVE AMENDMENTS TO OUR CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.    | Mgmt          | For           |

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CELGENE CORPORATION

Agen

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Security: 151020104  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 15-Jun-2016  
 Ticker: CELG  
 ISIN: US1510201049

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>ROBERT J. HUGIN<br>MARK J. ALLES<br>RICHARD W BARKER D PHIL<br>MICHAEL W. BONNEY<br>MICHAEL D. CASEY<br>CARRIE S. COX<br>JACQUALYN A. FOUSE, PHD<br>MICHAEL A. FRIEDMAN, MD<br>JULIA A. HALLER, M.D.<br>GILLA S. KAPLAN, PH.D.<br>JAMES J. LOUGHLIN<br>ERNEST MARIO, PH.D. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.   | Mgmt   | For   |
| 3.     | APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2008 STOCK INCENTIVE PLAN.   | Mgmt   | For   |
| 4.     | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |
| 5.     | RATIFICATION OF AN AMENDMENT TO THE COMPANY'S BY-LAWS.   | Mgmt   | For   |
| 6.     | STOCKHOLDER PROPOSAL TO REQUEST A BY-LAW PROVISION GRANTING STOCKHOLDERS THE RIGHT TO CALL SPECIAL MEETINGS, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT.  | Shr  | For   |
| 7.     | STOCKHOLDER PROPOSAL TO REQUEST A PROXY ACCESS BY-LAW PROVISION, DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT.  | Shr  | For   |

CENTURYLINK, INC.

Agen

Security: 156700106  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: CTL  
 ISIN: US1567001060

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|   |   |  |   |
|---|---|--|---|
| 1 | DIRECTOR<br>MARTHA H. BEJAR<br>VIRGINIA BOULET<br>PETER C. BROWN<br>W. BRUCE HANKS<br>MARY L. LANDRIEU<br>GREGORY J. MCCRAY<br>WILLIAM A. OWENS<br>HARVEY P. PERRY<br>GLEN F. POST, III<br>MICHAEL J. ROBERTS<br>LAURIE A. SIEGEL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2 | RATIFY THE APPOINTMENT OF KPMG LLP AS OUR<br>INDEPENDENT AUDITOR FOR 2016.  | Mgmt   | For   |
| 3 | APPROVE AN AMENDMENT TO OUR 2011 EQUITY<br>INCENTIVE PLAN.  | Mgmt   | For   |
| 4 | ADVISORY VOTE TO APPROVE OUR EXECUTIVE<br>COMPENSATION.   | Mgmt   | For   |
| 5 | SHAREHOLDER PROPOSAL REGARDING EQUITY<br>RETENTION.   | Shr  | Against   |

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 CHEVRON CORPORATION

Agen

Security: 166764100  
 Meeting Type: Annual  
 Meeting Date: 25-May-2016  
 Ticker: CVX  
 ISIN: US1667641005

| Prop.# | Proposal                                | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: A.B. CUMMINGS JR. | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: L.F. DEILY        | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: R.E. DENHAM       | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: A.P. GAST         | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: E. HERNANDEZ JR.  | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: J.M. HUNTSMAN JR. | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: C.W. MOORMAN IV   | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: J.G. STUMPF       | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: R.D. SUGAR        | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: I.G. THULIN       | Mgmt             | For           |
| 1K.    | ELECTION OF DIRECTOR: J.S. WATSON       | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 2.  | RATIFICATION OF APPOINTMENT OF PWC AS<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM                | Mgmt | For     |
| 3.  | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE<br>OFFICER COMPENSATION   | Mgmt | For     |
| 4.  | AMENDMENT TO THE CHEVRON CORPORATION<br>NON-EMPLOYEE DIRECTORS' EQUITY COMPENSATION<br>AND DEFERRAL PLAN | Mgmt | For     |
| 5.  | REPORT ON LOBBYING   | Shr  | For     |
| 6.  | ADOPT TARGETS TO REDUCE GHG EMISSIONS  | Shr  | Against |
| 7.  | REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT   | Shr  | For     |
| 8.  | REPORT ON RESERVE REPLACEMENTS   | Shr  | Against |
| 9.  | ADOPT DIVIDEND POLICY  | Shr  | Against |
| 10. | REPORT ON SHALE ENERGY OPERATIONS  | Shr  | For     |
| 11. | RECOMMEND INDEPENDENT DIRECTOR WITH<br>ENVIRONMENTAL EXPERTISE   | Shr  | Against |
| 12. | SET SPECIAL MEETINGS THRESHOLD AT 10%  | Shr  | For     |

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 CHUBB LIMITED

Agen  
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Security: H1467J104  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: CB  
 ISIN: CH0044328745

| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1.     | APPROVAL OF THE MANAGEMENT REPORT,<br>STANDALONE FINANCIAL STATEMENTS AND<br>CONSOLIDATED FINANCIAL STATEMENTS OF CHUBB<br>LIMITED FOR THE YEAR ENDED DECEMBER 31,<br>2015            | Mgmt             | For           |
| 2A.    | ALLOCATION OF DISPOSABLE PROFIT AND<br>DISTRIBUTION OF A DIVIDEND: ALLOCATION OF<br>DISPOSABLE PROFIT   | Mgmt             | For           |
| 2B.    | ALLOCATION OF DISPOSABLE PROFIT AND<br>DISTRIBUTION OF A DIVIDEND: DISTRIBUTION OF<br>A DIVIDEND OUT OF LEGAL RESERVES (BY WAY OF<br>RELEASE AND ALLOCATION TO A DIVIDEND<br>RESERVE) | Mgmt             | For           |
| 3.     | DISCHARGE OF THE BOARD OF DIRECTORS   | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 4A. | ELECTION OF AUDITORS: ELECTION OF PRICEWATERHOUSECOOPERS AG (ZURICH) AS OUR STATUTORY AUDITOR  | Mgmt | For |
| 4B. | ELECTION OF AUDITORS: RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP (UNITED STATES) AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR PURPOSES OF U.S. SECURITIES LAW REPORTING | Mgmt | For |
| 4C. | ELECTION OF AUDITORS: ELECTION OF BDO AG (ZURICH) AS SPECIAL AUDIT FIRM  | Mgmt | For |
| 5A. | ELECTION OF THE BOARD OF DIRECTORS: EVAN G. GREENBERG  | Mgmt | For |
| 5B. | ELECTION OF THE BOARD OF DIRECTORS: ROBERT M. HERNANDEZ  | Mgmt | For |
| 5C. | ELECTION OF THE BOARD OF DIRECTORS: MICHAEL G. ATIEH   | Mgmt | For |
| 5D. | ELECTION OF THE BOARD OF DIRECTORS: SHEILA P. BURKE  | Mgmt | For |
| 5E. | ELECTION OF THE BOARD OF DIRECTORS: JAMES I. CASH  | Mgmt | For |
| 5F. | ELECTION OF THE BOARD OF DIRECTORS: MARY A. CIRILLO  | Mgmt | For |
| 5G. | ELECTION OF THE BOARD OF DIRECTORS: MICHAEL P. CONNORS   | Mgmt | For |
| 5H. | ELECTION OF THE BOARD OF DIRECTORS: JOHN EDWARDSON   | Mgmt | For |
| 5I. | ELECTION OF THE BOARD OF DIRECTORS: LAWRENCE W. KELLNER  | Mgmt | For |
| 5J. | ELECTION OF THE BOARD OF DIRECTORS: LEO F. MULLIN  | Mgmt | For |
| 5K. | ELECTION OF THE BOARD OF DIRECTORS: KIMBERLY ROSS  | Mgmt | For |
| 5L. | ELECTION OF THE BOARD OF DIRECTORS: ROBERT SCULLY  | Mgmt | For |
| 5M. | ELECTION OF THE BOARD OF DIRECTORS: EUGENE B. SHANKS, JR.  | Mgmt | For |
| 5N. | ELECTION OF THE BOARD OF DIRECTORS: THEODORE E. SHASTA   | Mgmt | For |
| 5O. | ELECTION OF THE BOARD OF DIRECTORS: DAVID SIDWELL  | Mgmt | For |
| 5P. | ELECTION OF THE BOARD OF DIRECTORS: OLIVIER STEIMER  | Mgmt | For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 5Q. | ELECTION OF THE BOARD OF DIRECTORS: JAMES M. ZIMMERMAN   | Mgmt | For |
| 6.  | ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS   | Mgmt | For |
| 7A. | ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS: MICHAEL P. CONNORS   | Mgmt | For |
| 7B. | ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS: MARY A. CIRILLO  | Mgmt | For |
| 7C. | ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS: ROBERT M. HERNANDEZ  | Mgmt | For |
| 7D. | ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS: ROBERT SCULLY  | Mgmt | For |
| 7E. | ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS: JAMES M. ZIMMERMAN   | Mgmt | For |
| 8.  | ELECTION OF HOMBURGER AG AS INDEPENDENT PROXY  | Mgmt | For |
| 9.  | AMENDMENT TO THE ARTICLES OF ASSOCIATION RELATING TO AUTHORIZED SHARE CAPITAL FOR GENERAL PURPOSES   | Mgmt | For |
| 10. | APPROVAL OF THE CHUBB LIMITED 2016 LONG-TERM INCENTIVE PLAN  | Mgmt | For |
| 11A | APPROVAL OF THE MAXIMUM COMPENSATION OF THE BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT: COMPENSATION OF THE BOARD OF DIRECTORS UNTIL THE NEXT ANNUAL GENERAL MEETING  | Mgmt | For |
| 11B | APPROVAL OF THE MAXIMUM COMPENSATION OF THE BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT: COMPENSATION OF EXECUTIVE MANAGEMENT FOR THE NEXT CALENDAR YEAR   | Mgmt | For |
| 12. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION UNDER U.S. SECURITIES LAW REQUIREMENTS   | Mgmt | For |
| 13. | IF A NEW AGENDA ITEM OR A NEW PROPOSAL FOR AN EXISTING AGENDA ITEM IS PUT BEFORE THE MEETING, I/WE HEREBY AUTHORIZE AND INSTRUCT THE INDEPENDENT PROXY TO VOTE AS FOLLOWS: MARK "FOR" TO VOTE IN ACCORDANCE WITH THE POSITION OF OUR BOARD OF DIRECTORS, MARK "AGAINST" TO VOTE AGAINST NEW ITEMS AND PROPOSALS, AND MARK "ABSTAIN" TO ABSTAIN | Mgmt | For |

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CIGNA CORPORATION

Agen

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Security: 125509109

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Special  
 Meeting Date: 03-Dec-2015  
 Ticker: CI  
 ISIN: US1255091092

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 23, 2015 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), AMONG ANTHEM, INC., AN INDIANA CORPORATION ("ANTHEM"), ANTHEM MERGER SUB CORP., A DELAWARE CORPORATION ("MERGER SUB"), AND CIGNA CORPORATION, A DELAWARE CORPORATION ("CIGNA"). | Mgmt          | For           |
| 2.     | APPROVAL ON AN ADVISORY (NON-BINDING) BASIS OF THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO CIGNA'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE MERGER.   | Mgmt          | For           |
| 3.     | ADJOURNMENT OF THE CIGNA SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT.   | Mgmt          | For           |

CIGNA CORPORATION

Agen

Security: 125509109  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: CI  
 ISIN: US1255091092

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: DAVID M. CORDANI   | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: ISAIAH HARRIS, JR.   | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: JANE E. HENNEY, M.D.   | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: DONNA F. ZARCONE   | Mgmt          | For           |
| 2.     | ADVISORY APPROVAL OF CIGNA'S EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 3.     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIGNA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 CISCO SYSTEMS, INC.

Agen

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 Security: 17275R102  
 Meeting Type: Annual  
 Meeting Date: 19-Nov-2015  
 Ticker: CSCO  
 ISIN: US17275R1023  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: CAROL A. BARTZ   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: M. MICHELE BURNS   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JOHN T. CHAMBERS   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: BRIAN L. HALLA   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: DR. KRISTINA M. JOHNSON  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: RODERICK C. MCGEARY  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: CHARLES H. ROBBINS   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: ARUN SARIN   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: STEVEN M. WEST   | Mgmt          | For           |
| 2.     | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 3.     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.   | Mgmt          | For           |
| 4.     | APPROVAL TO REQUEST THE BOARD MAKE EFFORTS TO IMPLEMENT A SET OF PRINCIPLES CALLED THE "HOLY LAND PRINCIPLES" APPLICABLE TO CORPORATIONS DOING BUSINESS IN PALESTINE-ISRAEL. | Shr           | Against       |
| 5.     | APPROVAL TO REQUEST THE BOARD TO ADOPT, AND PRESENT FOR SHAREHOLDER APPROVAL, A "PROXY ACCESS" BYLAW AMENDMENT.  | Shr           | Against       |

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 CME GROUP INC.

Agen



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 12572Q105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: CME  
 ISIN: US12572Q1058

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| Prop. # | Proposal  | Proposal Type | Proposal Vote |
|---------|---|---------------|---------------|
| 1A.     | ELECTION OF EQUITY DIRECTOR: TERRENCE A. DUFFY  | Mgmt          | For           |
| 1B.     | ELECTION OF EQUITY DIRECTOR: PHUPINDER S. GILL  | Mgmt          | For           |
| 1C.     | ELECTION OF EQUITY DIRECTOR: TIMOTHY S. BITSBERGER  | Mgmt          | For           |
| 1D.     | ELECTION OF EQUITY DIRECTOR: CHARLES P. CAREY   | Mgmt          | For           |
| 1E.     | ELECTION OF EQUITY DIRECTOR: DENNIS H. CHOOKASZIAN  | Mgmt          | For           |
| 1F.     | ELECTION OF EQUITY DIRECTOR: ANA DUTRA  | Mgmt          | For           |
| 1G.     | ELECTION OF EQUITY DIRECTOR: MARTIN J. GEPSMAN  | Mgmt          | For           |
| 1H.     | ELECTION OF EQUITY DIRECTOR: LARRY G. GERDES  | Mgmt          | For           |
| 1I.     | ELECTION OF EQUITY DIRECTOR: DANIEL R. GLICKMAN   | Mgmt          | For           |
| 1J.     | ELECTION OF EQUITY DIRECTOR: LEO MELAMED  | Mgmt          | For           |
| 1K.     | ELECTION OF EQUITY DIRECTOR: WILLIAM P. MILLER II   | Mgmt          | For           |
| 1L.     | ELECTION OF EQUITY DIRECTOR: JAMES E. OLIFF   | Mgmt          | For           |
| 1M.     | ELECTION OF EQUITY DIRECTOR: ALEX J. POLLOCK  | Mgmt          | For           |
| 1N.     | ELECTION OF EQUITY DIRECTOR: JOHN F. SANDNER  | Mgmt          | For           |
| 1O.     | ELECTION OF EQUITY DIRECTOR: TERRY L. SAVAGE  | Mgmt          | For           |
| 1P.     | ELECTION OF EQUITY DIRECTOR: WILLIAM R. SHEPARD   | Mgmt          | For           |
| 1Q.     | ELECTION OF EQUITY DIRECTOR: DENNIS A. SUSKIND  | Mgmt          | For           |
| 2.      | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

3. ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. Mgmt For

CMS ENERGY CORPORATION Agen

Security: 125896100  
 Meeting Type: Annual  
 Meeting Date: 06-May-2016  
 Ticker: CMS  
 ISIN: US1258961002

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JON E. BARFIELD   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DEBORAH H. BUTLER   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: KURT L. DARROW  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: STEPHEN E. EWING  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: RICHARD M. GABRYS   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: WILLIAM D. HARVEY   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: PHILIP R. LOCHNER, JR.  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: PATRICIA K. POPPE   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JOHN G. RUSSELL   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: MYRNA M. SOTO   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JOHN G. SZNEWAJS  | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: LAURA H. WRIGHT   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE THE CORPORATION'S EXECUTIVE COMPENSATION.                          | Mgmt          | For           |
| 3.     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PRICEWATERHOUSECOOPERS LLP). | Mgmt          | For           |

COCA-COLA ENTERPRISES INC. Agen

Security: 19122T109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: CCE  
 ISIN: US19122T1097

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAN BENNINK   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN F. BROCK   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CALVIN DARDEN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: L. PHILLIP HUMANN   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ORRIN H. INGRAM II  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS H. JOHNSON   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: VERONIQUE MORALI  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ANDREA L. SAIA  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: GARRY WATTS   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: CURTIS R. WELLING   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: PHOEBE A. WOOD  | Mgmt          | For           |
| 2.     | APPROVAL, BY NON-BINDING VOTE, OF OUR EXECUTIVE OFFICERS' COMPENSATION.   | Mgmt          | For           |
| 3.     | RATIFICATION OF OUR AUDIT COMMITTEE'S APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR. | Mgmt          | For           |

COCA-COLA ENTERPRISES INC.

Agen

Security: 19122T109  
Meeting Type: Special  
Meeting Date: 24-May-2016  
Ticker: CCE  
ISIN: US19122T1097

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | PROPOSAL TO ADOPT THE MERGER AGREEMENT, DATED AS OF AUGUST 6, 2015 AS IT MAY BE AMENDED FROM TIME TO TIME BY AND AMONG COCA-COLA ENTERPRISES, INC. ("CCE"), COCA-COLA EUROPEAN PARTNERS LIMITED (FORMERLY KNOWN AS SPARK ORANGE LIMITED) ("ORANGE"), ORANGE U.S. HOLDCO, LLC ("US HOLDCO") AND ORANGE MERGECO, LLC ("MERGECO"). | Mgmt          | For           |
| 2.     | PROPOSAL TO APPROVE THE PROVISIONS IN THE   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ORANGE ARTICLES OF ASSOCIATION PROVIDING FOR THE THREE-, FOUR- AND FIVE-YEAR TERMS FOR INITIAL INDEPENDENT NON-EXECUTIVE DIRECTORS AND PROVIDING FOR THE TERMS FOR THE INITIAL CHIEF EXECUTIVE OFFICER AND THE INITIAL CHAIRMAN TO EXTEND FOR AS LONG AS THEY HOLD SUCH OFFICE.

- |    |   |      |     |
|----|---|------|-----|
| 3. | PROPOSAL TO ADJOURN THE MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES.  | Mgmt | For |
| 4. | PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION ARRANGEMENTS FOR CCE'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT. | Mgmt | For |

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 COGNIZANT TECHNOLOGY SOLUTIONS CORP.

Agen

Security: 192446102  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2016  
 Ticker: CTSH  
 ISIN: US1924461023

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ZEIN ABDALLA   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MAUREEN BREAKIRON-EVANS  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JONATHAN CHADWICK  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOHN N. FOX, JR.   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JOHN E. KLEIN  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LEO S. MACKAY, JR.   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: LAKSHMI NARAYANAN  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MICHAEL PATSALOS-FOX   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: ROBERT E. WEISSMAN   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: THOMAS M. WENDEL   | Mgmt          | For           |
| 2.     | APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt          | For           |
| 3.     | RATIFICATION OF THE APPOINTMENT OF   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S  
INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
FIRM FOR THE YEAR ENDING DECEMBER 31, 2016.

|  |     |     |
|--|-----|-----|
| 4. STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS TAKE THE STEPS NECESSARY TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shr | For |
|--|-----|-----|

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COLGATE-PALMOLIVE COMPANY

Agen

Security: 194162103  
Meeting Type: Annual  
Meeting Date: 06-May-2016  
Ticker: CL  
ISIN: US1941621039

| Prop.# Proposal   | Proposal Type | Proposal Vote |
|---|---------------|---------------|
| 1A. ELECTION OF DIRECTOR: JOHN P. BILBREY   | Mgmt          | For           |
| 1B. ELECTION OF DIRECTOR: JOHN T. CAHILL  | Mgmt          | For           |
| 1C. ELECTION OF DIRECTOR: IAN COOK  | Mgmt          | For           |
| 1D. ELECTION OF DIRECTOR: HELENE D. GAYLE   | Mgmt          | For           |
| 1E. ELECTION OF DIRECTOR: ELLEN M. HANCOCK  | Mgmt          | For           |
| 1F. ELECTION OF DIRECTOR: C. MARTIN HARRIS  | Mgmt          | For           |
| 1G. ELECTION OF DIRECTOR: RICHARD J. KOGAN  | Mgmt          | For           |
| 1H. ELECTION OF DIRECTOR: LORRIE M. NORRINGTON  | Mgmt          | For           |
| 1I. ELECTION OF DIRECTOR: MICHAEL B. POLK   | Mgmt          | For           |
| 1J. ELECTION OF DIRECTOR: STEPHEN I. SADOVE   | Mgmt          | For           |
| 2. RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP AS COLGATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 3. ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 4. STOCKHOLDER PROPOSAL ON SPECIAL SHAREOWNER MEETINGS.   | Shr           | Against       |

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COMCAST CORPORATION

Agen

Security: 20030N101  
Meeting Type: Special

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 10-Dec-2015  
 Ticker: CMCSA  
 ISIN: US20030N1019

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | VOTE ON A PROPOSAL TO AMEND AND RESTATE OUR AMENDED AND RESTATED ARTICLES OF INCORPORATION AS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT, AND IN CONNECTION THEREWITH, TO RECLASSIFY EACH ISSUED SHARE OF OUR CLASS A SPECIAL COMMON STOCK INTO ONE SHARE OF CLASS A COMMON STOCK | Mgmt          | For           |

## COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: CMCSA  
 ISIN: US20030N1019

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>KENNETH J. BACON<br>MADELINE S. BELL<br>SHELDON M. BONOVIKZ<br>EDWARD D. BREEN<br>JOSEPH J. COLLINS<br>GERALD L. HASSELL<br>JEFFREY A. HONICKMAN<br>EDUARDO MESTRE<br>BRIAN L. ROBERTS<br>JOHNATHAN A. RODGERS<br>DR. JUDITH RODIN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS  | Mgmt   | For   |
| 3.     | APPROVAL OF OUR AMENDED AND RESTATED 2002 RESTRICTED STOCK PLAN  | Mgmt   | For   |
| 4.     | APPROVAL OF OUR AMENDED AND RESTATED 2003 STOCK OPTION PLAN  | Mgmt   | For   |
| 5.     | APPROVAL OF THE AMENDED AND RESTATED COMCAST CORPORATION 2002 EMPLOYEE STOCK PURCHASE PLAN   | Mgmt   | For   |
| 6.     | APPROVAL OF THE AMENDED AND RESTATED COMCAST- NBCUNIVERSAL 2011 EMPLOYEE STOCK PURCHASE PLAN   | Mgmt   | For   |

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|     |  |     |         |
|-----|--|-----|---------|
| 7.  | TO PROVIDE A LOBBYING REPORT   | Shr | For     |
| 8.  | TO PROHIBIT ACCELERATED VESTING OF STOCK<br>UPON A CHANGE IN CONTROL | Shr | For     |
| 9.  | TO REQUIRE AN INDEPENDENT BOARD CHAIRMAN                             | Shr | Against |
| 10. | TO STOP 100-TO-ONE VOTING POWER                                      | Shr | Against |

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 CONAGRA FOODS, INC.

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 Agen

Security: 205887102  
 Meeting Type: Annual  
 Meeting Date: 25-Sep-2015  
 Ticker: CAG  
 ISIN: US2058871029  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>BRADLEY A. ALFORD<br>THOMAS K. BROWN<br>STEPHEN G. BUTLER<br>SEAN M. CONNOLLY<br>STEVEN F. GOLDSTONE<br>JOIE A. GREGOR<br>RAJIVE JOHRI<br>W.G. JURGENSEN<br>RICHARD H. LENNY<br>RUTH ANN MARSHALL<br>TIMOTHY R. MCLEVISH<br>ANDREW J. SCHINDLER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF<br>INDEPENDENT AUDITOR   | Mgmt   | For  |
| 3.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE<br>OFFICER COMPENSATION  | Mgmt   | For  |

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 CSX CORPORATION

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 Agen

Security: 126408103  
 Meeting Type: Annual  
 Meeting Date: 11-May-2016  
 Ticker: CSX  
 ISIN: US1264081035  
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: D.M. ALVARADO   | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: J.B. BREAUX   | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: P.L. CARTER   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: S.T. HALVERSON  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: E.J. KELLY, III   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: J.D. MCPHERSON  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: D.M. MOFFETT  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: T.T. O'TOOLE  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: D.M. RATCLIFFE  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: D.J. SHEPARD  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: M.J. WARD   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: J.S. WHISLER  | Mgmt | For |
| 2.  | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |
| 3.  | ADVISORY RESOLUTION TO APPROVE COMPENSATION FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS.                                 | Mgmt | For |

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 CVS HEALTH CORPORATION

Agen

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 Security: 126650100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: CVS  
 ISIN: US1266501006  
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| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD M. BRACKEN   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: C. DAVID BROWN II    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ALECIA A. DECOUDREUX | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DAVID W. DORMAN      | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ANNE M. FINUCANE     | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LARRY J. MERLO       | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: RICHARD J. SWIFT  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM C. WELDON   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: TONY L. WHITE   | Mgmt | For |
| 2.  | PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2016.                                       | Mgmt | For |
| 3.  | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.                              | Mgmt | For |
| 4.  | STOCKHOLDER PROPOSAL REGARDING A REPORT ON ALIGNMENT OF CORPORATE VALUES AND POLITICAL CONTRIBUTIONS. | Shr  | For |
| 5.  | STOCKHOLDER PROPOSAL REGARDING A REPORT ON EXECUTIVE PAY.   | Shr  | For |

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CYPRESS SEMICONDUCTOR CORPORATION

Agen

Security: 232806109  
 Meeting Type: Annual  
 Meeting Date: 06-May-2016  
 Ticker: CY  
 ISIN: US2328061096

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| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>T.J. RODGERS<br>W. STEVE ALBRECHT<br>ERIC A. BENHAMOU<br>H. RAYMOND BINGHAM<br>JOHN H. KISPERT<br>O.C. KWON<br>WILBERT VAN DEN HOEK<br>MICHAEL S. WISHART | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016.                          | Mgmt   | For  |
| 3.     | ANNUAL ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt   | For  |

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DANA HOLDING CORPORATION

Agen

Security: 235825205

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 28-Apr-2016  
 Ticker: DAN  
 ISIN: US2358252052

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 1.     | DIRECTOR<br>JAMES K. KAMSICKAS<br>VIRGINIA A. KAMSKY<br>TERRENCE J. KEATING<br>R. BRUCE MCDONALD<br>JOSEPH C. MUSCARI<br>MARK A. SCHULZ<br>KEITH E. WANDELL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVAL OF A NON-BINDING, ADVISORY<br>PROPOSAL APPROVING EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 3.     | RATIFICATION OF THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS THE<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM.                                | Mgmt   | For   |
| 4.     | CONSIDERATION OF A SHAREHOLDER PROPOSAL<br>REGARDING PROXY ACCESS.  | Shr  | For   |

DAVITA HEALTHCARE PARTNERS, INC.

Agen

Security: 23918K108  
 Meeting Type: Annual  
 Meeting Date: 20-Jun-2016  
 Ticker: DVA  
 ISIN: US23918K1088

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: PAMELA M. ARWAY           | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHARLES G. BERG           | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CAROL ANTHONY<br>DAVIDSON | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: BARBARA J. DESOER         | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: PAUL J. DIAZ              | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PETER T. GRAUER           | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JOHN M. NEHRA             | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM L. ROPER          | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: KENT J. THIRY   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ROGER J. VALINE   | Mgmt | For |
| 2.  | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016.        | Mgmt | For |
| 3.  | TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For |
| 4.  | TO ADOPT AND APPROVE PROPOSED AMENDMENTS TO OUR AMENDED AND RESTATED BYLAWS TO ADOPT PROXY ACCESS.                      | Mgmt | For |
| 5.  | TO ADOPT AND APPROVE AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN (SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt | For |
| 6.  | TO CONSIDER AND VOTE UPON A STOCKHOLDER PROPOSAL REGARDING WRITTEN CONSENT (SEE PROXY STATEMENT FOR FULL PROPOSAL)      | Shr  | For |

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 DELTA AIR LINES, INC.

Agen

Security: 247361702  
 Meeting Type: Annual  
 Meeting Date: 10-Jun-2016  
 Ticker: DAL  
 ISIN: US2473617023

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD H. ANDERSON   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDWARD H. BASTIAN     | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: FRANCIS S. BLAKE      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DANIEL A. CARP        | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DAVID G. DEWALT       | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS E. DONILON     | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WILLIAM H. EASTER III | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: MICKEY P. FORET       | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: SHIRLEY C. FRANKLIN   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: GEORGE N. MATTSON     | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: DOUGLAS R. RALPH      | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: SERGIO A.L. RIAL      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1M. | ELECTION OF DIRECTOR: KATHY N. WALLER   | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: KENNETH B. WOODROW  | Mgmt | For |
| 2.  | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF DELTA'S NAMED EXECUTIVE OFFICERS.                               | Mgmt | For |
| 3.  | TO APPROVE THE AMENDMENT AND RESTATEMENT OF DELTA'S PERFORMANCE COMPENSATION PLAN.                                    | Mgmt | For |
| 4.  | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS DELTA'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 5.  | A STOCKHOLDER PROPOSAL FOR SENIOR EXECUTIVES TO RETAIN SIGNIFICANT STOCK.   | Shr  | For |

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DISCOVER FINANCIAL SERVICES

Agen

Security: 254709108  
Meeting Type: Annual  
Meeting Date: 12-May-2016  
Ticker: DFS  
ISIN: US2547091080

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JEFFREY S. ARONIN                        | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARY K. BUSH                             | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GREGORY C. CASE                          | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CANDACE H. DUNCAN                        | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOSEPH F. EAZOR                          | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN                      | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RICHARD H. LENNY                         | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: THOMAS G. MAHERAS                        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MICHAEL H. MOSKOW                        | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: DAVID W. NELMS                           | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: MARK A. THIERER                          | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH                     | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 3. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
|----|--|------|-----|

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 DOVER CORPORATION

Agen

Security: 260003108  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: DOV  
 ISIN: US2600031080

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: P.T. FRANCIS   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: K.C. GRAHAM  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: M.F. JOHNSTON  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: R.A. LIVINGSTON  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: R.K. LOCHRIDGE   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: B.G. RETHORE   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: M.B. STUBBS  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: S.M. TODD  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: S.K. WAGNER  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: K.E. WANDELL   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: M.A. WINSTON   | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2016.                    | Mgmt          | For           |
| 3.     | TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt          | For           |
| 4.     | APPROVE AMENDMENTS TO ARTICLE 16 OF OUR RESTATED CERTIFICATE OF INCORPORATION TO ALLOW SHAREHOLDERS TO ACT BY WRITTEN CONSENT. | Mgmt          | For           |
| 5.     | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS, IF PROPERLY PRESENTED AT THE MEETING.                               | Shr           | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 E. I. DU PONT DE NEMOURS AND COMPANY

Agen

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 Security: 263534109  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: DD  
 ISIN: US2635341090  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDWARD D. BREEN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ROBERT A. BROWN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALEXANDER M. CUTLER   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JAMES L. GALLOGLY   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MARILLYN A. HEWSON  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: LOIS D. JULIBER   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: ULF M. SCHNEIDER  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: LEE M. THOMAS   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: PATRICK J. WARD   | Mgmt          | For           |
| 2.     | TO APPROVE AN AMENDMENT TO, AND PERFORMANCE GOALS UNDER, THE E. I. DU PONT DE NEMOURS AND COMPANY EQUITY AND INCENTIVE PLAN | Mgmt          | For           |
| 3.     | ON RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTING FIRM   | Mgmt          | For           |
| 4.     | TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 5.     | ON EMPLOYEE BOARD ADVISORY POSITION   | Shr           | For           |
| 6.     | ON SUPPLY CHAIN DEFORESTATION IMPACT  | Shr           | Against       |
| 7.     | ON ACCIDENT RISK REDUCTION REPORT   | Shr           | For           |

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 EBAY INC.

Agen

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 Security: 278642103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: EBAY  
 ISIN: US2786421030  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: FRED D. ANDERSON JR.   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDWARD W. BARNHOLT   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ANTHONY J. BATES   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: BONNIE S. HAMMER   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: KATHLEEN C. MITIC  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PIERRE M. OMIYAR   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: PAUL S. PRESSLER   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT H. SWAN   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: THOMAS J. TIERNEY  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: PERRY M. TRAQUINA  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: DEVIN N. WENIG   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.                     | Mgmt          | For           |
| 3.     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE 2008 EQUITY INCENTIVE AWARD PLAN. | Mgmt          | For           |
| 4.     | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.                               | Mgmt          | For           |
| 5.     | STOCKHOLDER PROPOSAL REGARDING GENDER PAY EQUITY.                                  | Shr           | For           |

EDISON INTERNATIONAL

Agen

Security: 281020107  
Meeting Type: Annual  
Meeting Date: 28-Apr-2016  
Ticker: EIX  
ISIN: US2810201077

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAGJEET S. BINDRA       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: VANESSA C.L. CHANG      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1D. | ELECTION OF DIRECTOR: JAMES T. MORRIS  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III                                     | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LINDA G. STUNTZ  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WILLIAM P. SULLIVAN  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ELLEN O. TAUSCHER  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PETER J. TAYLOR  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRETT WHITE  | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3.  | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION                        | Mgmt | For |
| 4.  | APPROVAL OF AN AMENDMENT TO THE EIX 2007 PERFORMANCE INCENTIVE PLAN                  | Mgmt | For |
| 5.  | SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER PROXY ACCESS                              | Shr  | For |

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EDWARDS LIFESCIENCES CORPORATION

Agen

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Security: 28176E108  
Meeting Type: Annual  
Meeting Date: 12-May-2016  
Ticker: EW  
ISIN: US28176E1082  
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| Prop.# | Proposal                                     | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MICHAEL A. MUSSALLEM   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN T. CARDIS         | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: KIERAN T. GALLAHUE     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: WILLIAM J. LINK, PH.D. | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: STEVEN R. LORANGER     | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MARTHA H. MARSH        | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WESLEY W. VON SCHACK   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: NICHOLAS J. VALERIANI  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE COMPENSATION OF     | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

### NAMED EXECUTIVE OFFICERS

- |    |   |      |     |
|----|---|------|-----|
| 3. | AMENDMENT AND RESTATEMENT OF THE LONG-TERM STOCK INCENTIVE COMPENSATION PROGRAM | Mgmt | For |
| 4. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM    | Mgmt | For |

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### ELI LILLY AND COMPANY

Agen

Security: 532457108  
 Meeting Type: Annual  
 Meeting Date: 02-May-2016  
 Ticker: LLY  
 ISIN: US5324571083

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R. ALVAREZ  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R.D. HOOVER   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: J.R. LUCIANO  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: F.G. PRENDERGAST  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: K.P. SEIFERT  | Mgmt          | For           |
| 2.     | APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 3.     | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2016. | Mgmt          | For           |
| 4.     | CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING HOW WE SELECT THE COUNTRIES IN WHICH WE OPERATE OR INVEST.                    | Shr           | Against       |

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### EMERSON ELECTRIC CO.

Agen

Security: 291011104  
 Meeting Type: Annual  
 Meeting Date: 02-Feb-2016  
 Ticker: EMR

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ISIN: US2910111044

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>C.A.H. BOERSIG<br>J.B. BOLTEN<br>M.S. LEVATICH<br>R.L. STEPHENSON   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 2.     | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.   | Mgmt                         | For                      |
| 3.     | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt                         | For                      |
| 4.     | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A SUSTAINABILITY REPORT AS DESCRIBED IN THE PROXY STATEMENT.          | Shr                          | Against                  |
| 5.     | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A POLITICAL CONTRIBUTIONS REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr                          | Against                  |
| 6.     | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A LOBBYING REPORT AS DESCRIBED IN THE PROXY STATEMENT.                | Shr                          | Against                  |
| 7.     | APPROVAL OF THE STOCKHOLDER PROPOSAL ON GREENHOUSE GAS EMISSIONS AS DESCRIBED IN THE PROXY STATEMENT.                             | Shr                          | Against                  |

EOG RESOURCES, INC.

Agen

Security: 26875P101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: EOG  
 ISIN: US26875P1012

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JANET F. CLARK      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHARLES R. CRISP    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JAMES C. DAY        | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: H. LEIGHTON STEWARD | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DONALD F. TEXTOR    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1F. | ELECTION OF DIRECTOR: WILLIAM R. THOMAS  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: FRANK G. WISNER  | Mgmt | For |
| 2.  | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3.  | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt | For |

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EQUIFAX INC.

Agen

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Security: 294429105  
Meeting Type: Annual  
Meeting Date: 05-May-2016  
Ticker: EFX  
ISIN: US2944291051  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT D. DALEO   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: WALTER W. DRIVER, JR.   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARK L. FEIDLER   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: L. PHILLIP HUMANN   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ROBERT D. MARCUS  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: SIRI S. MARSHALL  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOHN A. MCKINLEY  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: RICHARD F. SMITH  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: MARK B. TEMPLETON   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt          | For           |
| 3.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

EXPEDITORS INT'L OF WASHINGTON, INC.

Agen

Security: 302130109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: EXPD  
 ISIN: US3021301094

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ROBERT R. WRIGHT                         | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JAMES M. DUBOIS                          | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MARK A. EMMERT                           | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DIANE H. GULYAS                          | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DAN P. KOURKOUHELIS                      | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MICHAEL J. MALONE                        | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RICHARD B. MCCUNE                        | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JEFFREY S. MUSSER                        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LIANE J. PELLETIER                       | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JAMES L.K. WANG                          | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: TAY YOSHITANI                            | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt          | For           |
| 3.     | APPROVE 2016 STOCK OPTION PLAN.                                | Mgmt          | For           |
| 4.     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 5.     | APPROVE A PROXY ACCESS AMENDMENT TO THE COMPANY'S BYLAWS.      | Mgmt          | For           |
| 6.     | SHAREHOLDER PROPOSAL: RECOVERY OF UNEARNED MANAGEMENT BONUSES. | Shr           | Against       |

EXXON MOBIL CORPORATION

Agen

Security: 30231G102  
 Meeting Type: Annual  
 Meeting Date: 25-May-2016  
 Ticker: XOM  
 ISIN: US30231G1022

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>M.J. BOSKIN<br>P. BRABECK-LETMATHE<br>A.F. BRALY<br>U.M. BURNS<br>L.R. FAULKNER<br>J.S. FISHMAN<br>H.H. FORE<br>K.C. FRAZIER<br>D.R. OBERHELMAN<br>S.J. PALMISANO<br>S.S REINEMUND<br>R.W. TILLERSON<br>W.C. WELDON<br>D.W. WOODS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 24)  | Mgmt   | For   |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 26)   | Mgmt   | For   |
| 4.     | INDEPENDENT CHAIRMAN (PAGE 56)  | Shr  | Against   |
| 5.     | CLIMATE EXPERT ON BOARD (PAGE 58)   | Shr  | Against   |
| 6.     | HIRE AN INVESTMENT BANK (PAGE 59)   | Shr  | Against   |
| 7.     | PROXY ACCESS BYLAW (PAGE 59)  | Shr  | For   |
| 8.     | REPORT ON COMPENSATION FOR WOMEN (PAGE 61)  | Shr  | For   |
| 9.     | REPORT ON LOBBYING (PAGE 63)  | Shr  | For   |
| 10.    | INCREASE CAPITAL DISTRIBUTIONS (PAGE 65)  | Shr  | Against   |
| 11.    | POLICY TO LIMIT GLOBAL WARMING TO 2 C (PAGE 67)   | Shr  | Against   |
| 12.    | REPORT ON IMPACTS OF CLIMATE CHANGE POLICIES (PAGE 69)  | Shr  | For   |
| 13.    | REPORT RESERVE REPLACEMENTS IN BTUS (PAGE 71)   | Shr  | Against   |
| 14.    | REPORT ON HYDRAULIC FRACTURING (PAGE 72)  | Shr  | For   |

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 FACEBOOK INC.

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 Agen

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 Security: 30303M102  
 Meeting Type: Annual  
 Meeting Date: 20-Jun-2016  
 Ticker: FB  
 ISIN: US30303M1027  
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## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>MARC L. ANDREESSEN<br>ERSKINE B. BOWLES<br>S.D. DESMOND-HELLMANN<br>REED HASTINGS<br>JAN KOUM<br>SHERYL K. SANDBERG<br>PETER A. THIEL<br>MARK ZUCKERBERG  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.  | Mgmt   | For  |
| 3.     | TO HOLD A NON-BINDING ADVISORY VOTE ON THE COMPENSATION PROGRAM FOR OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN OUR PROXY STATEMENT.   | Mgmt   | For  |
| 4.     | TO RATIFY OUR GRANT OF RESTRICTED STOCK UNITS (RSUS) TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEAR ENDED DECEMBER 31, 2013.   | Mgmt   | For  |
| 5.     | TO RATIFY OUR GRANT OF RSUS TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEARS ENDED DECEMBER 31, 2014 AND 2015.  | Mgmt   | For  |
| 6.     | TO APPROVE OUR ANNUAL COMPENSATION PROGRAM FOR NON-EMPLOYEE DIRECTORS.  | Mgmt   | For  |
| 7A.    | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C CAPITAL STOCK AND TO MAKE CERTAIN CLARIFYING CHANGES.  | Mgmt   | For  |
| 7B.    | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK FROM 5,000,000,000 TO 20,000,000,000.   | Mgmt   | For  |
| 7C.    | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE EQUAL TREATMENT OF SHARES OF CLASS A COMMON STOCK, CLASS B COMMON STOCK, AND CLASS C CAPITAL STOCK IN CONNECTION WITH DIVIDENDS AND DISTRIBUTIONS, CERTAIN TRANSACTIONS, AND UPON OUR LIQUIDATION, DISSOLUTION, OR WINDING UP. | Mgmt   | For  |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| 7D. | TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR ADDITIONAL EVENTS UPON WHICH ALL OF OUR SHARES OF CLASS B COMMON STOCK WILL AUTOMATICALLY CONVERT TO CLASS A COMMON STOCK, TO PROVIDE FOR ADDITIONAL INSTANCES WHERE CLASS B COMMON STOCK WOULD NOT CONVERT TO CLASS A COMMON STOCK IN CONNECTION WITH CERTAIN TRANSFERS, AND TO MAKE CERTAIN RELATED CHANGES TO THE CLASS B COMMON STOCK CONVERSION PROVISIONS. | Mgmt | For     |
| 8.  | TO AMEND AND RESTATE OUR 2012 EQUITY INCENTIVE PLAN.  | Mgmt | For     |
| 9.  | A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING.  | Shr  | Against |
| 10. | A STOCKHOLDER PROPOSAL REGARDING AN ANNUAL SUSTAINABILITY REPORT.   | Shr  | For     |
| 11. | A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT.   | Shr  | For     |
| 12. | A STOCKHOLDER PROPOSAL REGARDING AN INTERNATIONAL PUBLIC POLICY COMMITTEE.  | Shr  | Against |
| 13. | A STOCKHOLDER PROPOSAL REGARDING A GENDER PAY EQUITY REPORT.  | Shr  | For     |

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FASTENAL COMPANY

Agen

Security: 311900104  
Meeting Type: Annual  
Meeting Date: 19-Apr-2016  
Ticker: FAST  
ISIN: US3119001044

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| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLARD D. OBERTON | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MICHAEL J. ANCIUS  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL J. DOLAN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: STEPHEN L. EASTMAN | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DANIEL L. FLORNESS | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: RITA J. HEISE      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1G. | ELECTION OF DIRECTOR: DARREN R. JACKSON  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SCOTT A. SATTERLEE   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: REYNE K. WISECUP   | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR. | Mgmt | For |
| 3.  | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION.  | Mgmt | For |

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FIDELITY NAT'L INFORMATION SERVICES, INC.

Agen

Security: 31620M106  
Meeting Type: Annual  
Meeting Date: 25-May-2016  
Ticker: FIS  
ISIN: US31620M1062

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ELLEN R. ALEMANY   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: WILLIAM P. FOLEY, II   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: THOMAS M. HAGERTY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KEITH W. HUGHES  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DAVID K. HUNT  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: STEPHAN A. JAMES   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: FRANK R. MARTIRE   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: RICHARD N. MASSEY  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LESLIE M. MUMA   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: GARY A. NORCROSS   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JAMES B. STALLINGS, JR.  | Mgmt          | For           |
| 2.     | ADVISORY VOTE ON FIDELITY NATIONAL INFORMATION SERVICES, INC. EXECUTIVE COMPENSATION.                | Mgmt          | For           |
| 3.     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

FIFTH THIRD BANCORP

Agen

Security: 316773100  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2016  
 Ticker: FITB  
 ISIN: US3167731005

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: NICHOLAS K. AKINS   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: B. EVAN BAYH III  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JORGE L. BENITEZ  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KATHERINE B. BLACKBURN  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: EMERSON L. BRUMBACK   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: GREG D. CARMICHAEL  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: GARY R. HEMINGER  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JEWELL D. HOOVER  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: HENDRIK G. MEIJER   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: MARSHA C. WILLIAMS  | Mgmt          | For           |
| 2.     | APPROVAL OF THE APPOINTMENT OF THE FIRM OF DELOITTE & TOUCHE LLP TO SERVE AS THE INDEPENDENT EXTERNAL AUDIT FIRM.               | Mgmt          | For           |
| 3.     | AN ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 4.     | ADVISORY VOTE TO DETERMINE WHETHER THE SHAREHOLDER VOTE ON THE COMPENSATION OF COMPANY'S EXECUTIVES OCCURS EVERY 1, 2 OR 3 YRS. | Mgmt          | 1 Year        |

FORD MOTOR COMPANY

Agen

Security: 345370860  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: F  
 ISIN: US3453708600

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: STEPHEN G. BUTLER  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: KIMBERLY A. CASIANO  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARK FIELDS  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: EDSEL B. FORD II   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JAMES H. HANCE, JR.  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: WILLIAM E. KENNARD   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JOHN C. LECHLEITER   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: ELLEN R. MARRAM  | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: GERALD L. SHAHEEN  | Mgmt          | For           |
| 1N.    | ELECTION OF DIRECTOR: JOHN L. THORNTON   | Mgmt          | For           |
| 2.     | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt          | For           |
| 3.     | SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.   | Mgmt          | For           |
| 4.     | APPROVAL OF THE TAX BENEFIT PRESERVATION PLAN.   | Mgmt          | For           |
| 5.     | RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE. | Shr           | Against       |
| 6.     | RELATING TO ALLOWING HOLDERS OF 10% OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.                            | Shr           | Against       |

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FRANKLIN RESOURCES, INC.

Agen

Security: 354613101  
 Meeting Type: Annual  
 Meeting Date: 17-Feb-2016  
 Ticker: BEN

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ISIN: US3546131018

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: PETER K. BARKER   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARIANN BYERWALTER  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CHARLES E. JOHNSON  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: GREGORY E. JOHNSON  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: RUPERT H. JOHNSON, JR.  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MARK C. PIGOTT  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: CHUTTA RATNATHICAM  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: LAURA STEIN   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: SETH H. WAUGH   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: GEOFFREY Y. YANG  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2016. | Mgmt          | For           |
| 3.     | A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.  | Shr           | Against       |

FRONTIER COMMUNICATIONS CORP

Agen

Security: 35906A108  
 Meeting Type: Annual  
 Meeting Date: 11-May-2016  
 Ticker: FTR  
 ISIN: US35906A1088

| Prop.# | Proposal                | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 1.     | DIRECTOR                |               |               |
|        | LEROY T. BARNES, JR.    | Mgmt          | For           |
|        | PETER C.B. BYNOE        | Mgmt          | For           |
|        | DIANA S. FERGUSON       | Mgmt          | For           |
|        | EDWARD FRAIOLI          | Mgmt          | For           |
|        | DANIEL J. MCCARTHY      | Mgmt          | For           |
|        | PAMELA D.A. REEVE       | Mgmt          | For           |
|        | VIRGINIA P. RUESTERHOLZ | Mgmt          | For           |
|        | HOWARD L. SCHROTT       | Mgmt          | For           |
|        | LARRAINE D. SEGIL       | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
|    | MARK SHAPIRO   | Mgmt | For |
|    | MYRON A. WICK, III   | Mgmt | For |
| 2. | TO CONSIDER AND VOTE UPON AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.                          | Mgmt | For |
| 3. | TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |

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GAP INC.

Agen

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Security: 364760108  
Meeting Type: Annual  
Meeting Date: 17-May-2016  
Ticker: GPS  
ISIN: US3647601083

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DOMENICO DE SOLE   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT J. FISHER   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: WILLIAM S. FISHER  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: TRACY GARDNER  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ISABELLA D. GOREN  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: BOB L. MARTIN  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JORGE P. MONTOYA   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ARTHUR PECK  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MAYO A. SHATTUCK III   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: KATHERINE TSANG  | Mgmt          | For           |
| 2.     | RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING ON JANUARY 28, 2017. | Mgmt          | For           |
| 3.     | APPROVE, ON AN ADVISORY BASIS, THE OVERALL COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 4.     | APPROVE THE AMENDMENT AND RESTATEMENT OF THE GAP, INC. 2011 LONG-TERM INCENTIVE PLAN.  | Mgmt          | For           |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

GENERAL ELECTRIC COMPANY

Agen

Security: 369604103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: GE  
 ISIN: US3696041033

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| A1     | ELECTION OF DIRECTOR: SEBASTIEN M. BAZIN                | Mgmt          | For           |
| A2     | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE               | Mgmt          | For           |
| A3     | ELECTION OF DIRECTOR: JOHN J. BRENNAN                   | Mgmt          | For           |
| A4     | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA                 | Mgmt          | For           |
| A5     | ELECTION OF DIRECTOR: MARIJN E. DEKKERS                 | Mgmt          | For           |
| A6     | ELECTION OF DIRECTOR: PETER B. HENRY                    | Mgmt          | For           |
| A7     | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD                | Mgmt          | For           |
| A8     | ELECTION OF DIRECTOR: JEFFREY R. IMMELT                 | Mgmt          | For           |
| A9     | ELECTION OF DIRECTOR: ANDREA JUNG                       | Mgmt          | For           |
| A10    | ELECTION OF DIRECTOR: ROBERT W. LANE                    | Mgmt          | For           |
| A11    | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS               | Mgmt          | For           |
| A12    | ELECTION OF DIRECTOR: LOWELL C. MCADAM                  | Mgmt          | For           |
| A13    | ELECTION OF DIRECTOR: JAMES J. MULVA                    | Mgmt          | For           |
| A14    | ELECTION OF DIRECTOR: JAMES E. ROHR                     | Mgmt          | For           |
| A15    | ELECTION OF DIRECTOR: MARY L. SCHAPIRO                  | Mgmt          | For           |
| A16    | ELECTION OF DIRECTOR: JAMES S. TISCH                    | Mgmt          | For           |
| B1     | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Mgmt          | For           |
| B2     | RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2016    | Mgmt          | For           |
| C1     | LOBBYING REPORT   | Shr           | For           |
| C2     | INDEPENDENT CHAIR                                       | Shr           | For           |
| C3     | HOLY LAND PRINCIPLES                                    | Shr           | For           |
| C4     | CUMULATIVE VOTING                                       | Shr           | Against       |
| C5     | PERFORMANCE-BASED OPTIONS                               | Shr           | Against       |
| C6     | HUMAN RIGHTS REPORT                                     | Shr           | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 GENUINE PARTS COMPANY

Agen

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 Security: 372460105  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2016  
 Ticker: GPC  
 ISIN: US3724601055  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | DIRECTOR  |               |               |
|        | DR. MARY B. BULLOCK   | Mgmt          | For           |
|        | ELIZABETH W. CAMP   | Mgmt          | For           |
|        | PAUL D. DONAHUE   | Mgmt          | For           |
|        | GARY P. FAYARD  | Mgmt          | For           |
|        | THOMAS C. GALLAGHER   | Mgmt          | For           |
|        | JOHN R. HOLDER  | Mgmt          | For           |
|        | DONNA W. HYLAND   | Mgmt          | For           |
|        | JOHN D. JOHNS   | Mgmt          | For           |
|        | ROBERT C. LOUDERMILK JR   | Mgmt          | For           |
|        | WENDY B. NEEDHAM  | Mgmt          | For           |
|        | JERRY W. NIX  | Mgmt          | For           |
|        | GARY W. ROLLINS   | Mgmt          | For           |
|        | E. JENNER WOOD III  | Mgmt          | For           |
| 2.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016 . | Mgmt          | For           |

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 GILEAD SCIENCES, INC.

Agen

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 Security: 375558103  
 Meeting Type: Annual  
 Meeting Date: 11-May-2016  
 Ticker: GILD  
 ISIN: US3755581036  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: KEVIN E. LOFTON       | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN W. MADIGAN       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D. | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1E. | ELECTION OF DIRECTOR: JOHN F. MILLIGAN,<br>PH.D.   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: NICHOLAS G. MOORE  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD J. WHITLEY,<br>M.D.  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: GAYLE E. WILSON  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PER WOLD-OLSEN   | Mgmt | For |
| 2.  | TO RATIFY THE SELECTION OF ERNST & YOUNG<br>LLP BY THE AUDIT COMMITTEE OF THE BOARD OF<br>DIRECTORS AS THE INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE<br>FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 3.  | TO APPROVE THE AMENDED AND RESTATED GILEAD<br>SCIENCES, INC. CODE SECTION 162(M) BONUS<br>PLAN.  | Mgmt | For |
| 4.  | TO APPROVE, ON AN ADVISORY BASIS, THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS AS PRESENTED IN THE PROXY<br>STATEMENT.   | Mgmt | For |
| 5.  | TO VOTE ON A STOCKHOLDER PROPOSAL, IF<br>PROPERLY PRESENTED AT THE MEETING,<br>REQUESTING THAT THE BOARD TAKE STEPS TO<br>PERMIT STOCKHOLDER ACTION BY WRITTEN<br>CONSENT.   | Shr  | For |

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HALLIBURTON COMPANY

Agem

Security: 406216101  
Meeting Type: Annual  
Meeting Date: 18-May-2016  
Ticker: HAL  
ISIN: US4062161017  
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| Prop.# | Proposal                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: A.F. AL KHAYYAL | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: A.M. BENNETT    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: J.R. BOYD       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: M. CARROLL      | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: N.K. DICCIANI   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: M.S. GERBER     | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1G. | ELECTION OF DIRECTOR: J.C. GRUBISICH                       | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: D.J. LESAR                           | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: R.A. MALONE                          | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: J.L. MARTIN                          | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: J.A. MILLER                          | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: D.L. REED                            | Mgmt | For |
| 2.  | PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.    | Mgmt | For |
| 3.  | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |

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HARRIS CORPORATION

Agen

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Security: 413875105  
Meeting Type: Annual  
Meeting Date: 23-Oct-2015  
Ticker: HRS  
ISIN: US4138751056  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIAM M. BROWN  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: PETER W. CHIARELLI  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: THOMAS A. DATTILO   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: TERRY D. GROWCOCK   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LEWIS HAY III   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: VYOMESH I. JOSHI  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: KAREN KATEN   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: LESLIE F. KENNE   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: DAVID B. RICKARD  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: DR. JAMES C. STOFFEL  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: GREGORY T. SWIENTON   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: HANSEL E. TOOKES II   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DISCLOSED IN PROXY STATEMENT | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 3. | APPROVAL OF NEW HARRIS CORPORATION 2015<br>EQUITY INCENTIVE PLAN   | Mgmt | For |
| 4. | APPROVAL OF NEW HARRIS CORPORATION ANNUAL<br>INCENTIVE PLAN  | Mgmt | For |
| 5. | RATIFICATION OF APPOINTMENT OF ERNST &<br>YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR FISCAL YEAR 2016 | Mgmt | For |

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 HEWLETT PACKARD ENTERPRISE COMPANY

Agen

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 Security: 42824C109  
 Meeting Type: Annual  
 Meeting Date: 23-Mar-2016  
 Ticker: HPE  
 ISIN: US42824C1099  
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| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DANIEL AMMANN   | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: MARC L. ANDREESSEN  | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL J. ANGELAKIS  | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: LESLIE A. BRUN  | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: PAMELA L. CARTER  | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: KLAUS KLEINFELD   | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: RAYMOND J. LANE   | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: ANN M. LIVERMORE  | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: RAYMOND E. OZZIE  | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: GARY M. REINER  | Mgmt             | For           |
| 1K.    | ELECTION OF DIRECTOR: PATRICIA F. RUSSO   | Mgmt             | For           |
| 1L.    | ELECTION OF DIRECTOR: LIP-BU TAN  | Mgmt             | For           |
| 1M.    | ELECTION OF DIRECTOR: MARGARET C. WHITMAN   | Mgmt             | For           |
| 1N.    | ELECTION OF DIRECTOR: MARY AGNES<br>WILDEROTTER   | Mgmt             | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF THE<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31,<br>2016 | Mgmt             | For           |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE<br>COMPENSATION  | Mgmt             | For           |



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HORMEL FOODS CORPORATION

Agen

Security: 440452100  
 Meeting Type: Annual  
 Meeting Date: 26-Jan-2016  
 Ticker: HRL  
 ISIN: US4404521001

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>GARY C. BHOJWANI<br>TERRELL K. CREWS<br>JEFFREY M. ETTINGER<br>JODY H. FERAGEN<br>GLENN S. FORBES, M.D.<br>STEPHEN M. LACY<br>JOHN L. MORRISON<br>ELSA A. MURANO, PH.D.<br>ROBERT C. NAKASONE<br>SUSAN K. NESTEGARD<br>DAKOTA A. PIPPINS<br>C.J. POLICINSKI<br>SALLY J. SMITH<br>JAMES P. SNEE<br>STEVEN A. WHITE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | AMEND THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON STOCK FROM 800 MILLION TO 1.6 BILLION SHARES AND TO REDUCE THE PAR VALUE FROM \$.0293 TO \$.01465 PER SHARE, IN ORDER TO EFFECT A TWO-FOR-ONE SPLIT OF THE COMPANY'S COMMON STOCK.  | Mgmt   | For  |
| 3.     | RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 30, 2016.  | Mgmt   | For  |
| 4.     | STOCKHOLDER PROPOSAL TO REQUIRE AN INDEPENDENT BOARD CHAIR.   | Shr  | Against  |

HOST HOTELS & RESORTS, INC.

Agen

Security: 44107P104  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: HST  
 ISIN: US44107P1049

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: MARY L. BAGLIVO   | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: SHEILA C. BAIR  | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: TERENCE C. GOLDEN   | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: ANN M. KOROLOGOS  | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: RICHARD E. MARRIOTT   | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: JOHN B. MORSE, JR.  | Mgmt          | For           |
| 1.7    | ELECTION OF DIRECTOR: WALTER C. RAKOWICH  | Mgmt          | For           |
| 1.8    | ELECTION OF DIRECTOR: GORDON H. SMITH   | Mgmt          | For           |
| 1.9    | ELECTION OF DIRECTOR: W. EDWARD WALTER  | Mgmt          | For           |
| 2.     | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2016. | Mgmt          | For           |
| 3.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.                                | Mgmt          | For           |
| 4.     | CHARTER AMENDMENT PROVIDING STOCKHOLDERS THE POWER TO AMEND THE BYLAWS.               | Mgmt          | For           |
| 5.     | CHARTER AMENDMENT REDUCING THE THRESHOLD FOR STOCKHOLDERS TO CALL A SPECIAL MEETING.  | Mgmt          | For           |
| 6.     | EMPLOYEE STOCK PURCHASE PLAN.   | Mgmt          | For           |

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 HP INC.

Agen

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 Security: 40434L105  
 Meeting Type: Annual  
 Meeting Date: 04-Apr-2016  
 Ticker: HPQ  
 ISIN: US40434L1052  
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| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: AIDA M. ALVAREZ   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: SHUMEET BANERJI   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CARL BASS         | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ROBERT R. BENNETT | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: CHARLES V. BERGH  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1F. | ELECTION OF DIRECTOR: STACY BROWN-PHILPOT   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: STEPHANIE A. BURNS  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MARY ANNE CITRINO   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RAJIV L. GUPTA  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: STACEY MOBLEY   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: SUBRA SURESH  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DION J. WEISLER   | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: MARGARET C. WHITMAN   | Mgmt | For |
| 2.  | TO RATIFY THE APPOINTMENT OF THE<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31,<br>2016 | Mgmt | For |
| 3.  | TO APPROVE, ON AN ADVISORY BASIS, THE<br>COMPANY'S EXECUTIVE COMPENSATION   | Mgmt | For |
| 4.  | TO APPROVE AN AMENDMENT TO THE COMPANY'S<br>CERTIFICATE OF INCORPORATION TO ELIMINATE<br>CUMULATIVE VOTING                          | Mgmt | For |

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HUNTINGTON BANCSHARES INCORPORATED

Agen

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Security: 446150104  
Meeting Type: Annual  
Meeting Date: 21-Apr-2016  
Ticker: HBAN  
ISIN: US4461501045  
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| Prop.# | Proposal   | Proposal<br>Type   | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>ANN B. CRANE<br>STEVEN G. ELLIOTT<br>MICHAEL J. ENDRES<br>JOHN B. GERLACH, JR.<br>PETER J. KIGHT<br>JONATHAN A. LEVY<br>EDDIE R. MUNSON<br>RICHARD W. NEU<br>DAVID L. PORTEOUS<br>KATHLEEN H. RANSIER<br>STEPHEN D. STEINOUR | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVAL OF THE MANAGEMENT INCENTIVE PLAN.   | Mgmt   | For   |
| 3.     | RATIFICATION OF THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS THE<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING  | Mgmt   | For   |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

FIRM FOR 2016.

- |    |   |      |     |
|----|---|------|-----|
| 4. | AN ADVISORY RESOLUTION TO APPROVE, ON A NON-BINDING BASIS, THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT. | Mgmt | For |
|----|---|------|-----|

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HUNTINGTON BANCSHARES INCORPORATED

Agen

Security: 446150104  
Meeting Type: Special  
Meeting Date: 13-Jun-2016  
Ticker: HBAN  
ISIN: US4461501045

- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | APPROVAL OF THE ISSUANCE OF SHARES OF HUNTINGTON COMMON STOCK IN CONNECTION WITH THE MERGER AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 25, 2016, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG HUNTINGTON, FIRSTMERIT CORPORATION AND WEST SUBSIDIARY CORPORATION. | Mgmt          | For           |

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INGERSOLL-RAND PLC

Agen

Security: G47791101  
Meeting Type: Annual  
Meeting Date: 02-Jun-2016  
Ticker: IR  
ISIN: IE00B6330302

- | Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ANN C. BERZIN       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN BRUTON         | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ELAINE L. CHAO      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JARED L. COHON      | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GARY D. FORSEE      | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: CONSTANCE J. HORNER | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LINDA P. HUDSON     | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1H. | ELECTION OF DIRECTOR: MICHAEL W. LAMACH  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MYLES P. LEE   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOHN P. SURMA  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RICHARD J. SWIFT   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: TONY L. WHITE  | Mgmt | For |
| 2.  | ADVISORY APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt | For |
| 3.  | APPROVAL OF THE APPOINTMENT OF INDEPENDENT AUDITORS OF THE COMPANY AND AUTHORIZATION OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.   | Mgmt | For |
| 4.  | APPROVAL OF THE RENEWAL OF THE DIRECTORS' EXISTING AUTHORITY TO ISSUE SHARES.  | Mgmt | For |
| 5.  | APPROVAL OF THE RENEWAL OF THE DIRECTORS' EXISTING AUTHORITY TO ISSUE SHARES FOR CASH WITHOUT FIRST OFFERING SHARES TO EXISTING SHAREHOLDERS. (SPECIAL RESOLUTION)         | Mgmt | For |
| 6.  | DETERMINATION OF THE PRICE RANGE AT WHICH THE COMPANY CAN RE-ALLOT SHARES THAT IT HOLDS AS TREASURY SHARES. (SPECIAL RESOLUTION)   | Mgmt | For |
| 7.  | APPROVAL OF AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION TO IMPLEMENT PROXY ACCESS. (SPECIAL RESOLUTION)   | Mgmt | For |
| 8A. | APPROVAL OF AMENDMENT TO THE COMPANY'S ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS IN CONNECTION WITH THE COMPANIES ACT 2014. (SPECIAL RESOLUTION)   | Mgmt | For |
| 8B. | APPROVAL OF AMENDMENT TO THE COMPANY'S MEMORANDUM OR ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS IN CONNECTION WITH THE COMPANIES ACT 2014. (SPECIAL RESOLUTION) | Mgmt | For |
| 9A. | APPROVAL OF AMENDMENT TO THE COMPANY'S ARTICLES OF ASSOCIATION TO PROVIDE FOR A PLURALITY VOTING STANDARD IN THE EVENT OF A CONTESTED ELECTION. (SPECIAL RESOLUTION)       | Mgmt | For |
| 9B. | APPROVAL OF AMENDMENT TO THE COMPANY'S ARTICLES OF ASSOCIATION TO GRANT THE BOARD SOLE AUTHORITY TO DETERMINE ITS SIZE. (SPECIAL RESOLUTION)                               | Mgmt | For |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

INTEL CORPORATION

Agen

Security: 458140100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: INTC  
 ISIN: US4581401001

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ANEEL BHUSRI   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ANDY D. BRYANT   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JOHN J. DONAHOE  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: REED E. HUNDT  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: BRIAN M. KRZANICH  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JAMES D. PLUMMER   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DAVID S. POTTRUCK  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: FRANK D. YEARY   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: DAVID B. YOFFIE  | Mgmt          | For           |
| 2.     | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 4.     | STOCKHOLDER PROPOSAL ON IMPLEMENTING PRINCIPLES ENTITLED "HOLY LAND PRINCIPLES"                              | Shr           | For           |
| 5.     | STOCKHOLDER PROPOSAL ON WHETHER TO ALLOW STOCKHOLDERS TO ACT BY WRITTEN CONSENT                              | Shr           | For           |
| 6.     | STOCKHOLDER PROPOSAL ON WHETHER TO ADOPT AN ALTERNATIVE VOTE COUNTING STANDARD                               | Shr           | For           |

INTERCONTINENTAL EXCHANGE, INC.

Agen

Security: 45866F104  
 Meeting Type: Annual  
 Meeting Date: 13-May-2016  
 Ticker: ICE  
 ISIN: US45866F1049

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



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|     |  | Type |     |
|-----|--|------|-----|
| 1A. | ELECTION OF DIRECTOR: CHARLES R. CRISP   | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JEAN-MARC FORNERI  | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THE RT. HON. THE LORD HAGUE OF RICHMOND  | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: FRED W. HATFIELD   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: FREDERIC V. SALERNO  | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JEFFREY C. SPRECHER  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JUDITH A. SPRIESER   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: VINCENT TESE   | Mgmt | For |
| 2.  | TO APPROVE, BY NON-BINDING VOTE, THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION FOR NAMED EXECUTIVE OFFICERS.                               | Mgmt | For |
| 3.  | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 4.  | STOCKHOLDER PROPOSAL REGARDING THE PREPARATION OF A SUSTAINABILITY REPORT.   | Shr  | For |

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INTERNATIONAL BUSINESS MACHINES CORP.  
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Agen

Security: 459200101  
Meeting Type: Annual  
Meeting Date: 26-Apr-2016  
Ticker: IBM  
ISIN: US4592001014  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: K.I. CHENAULT | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: M.L. ESKEW    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: D.N. FARR     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: M. FIELDS     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: A. GORSKY     | Mgmt          | For           |

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|     |  |      |         |
|-----|--|------|---------|
| 1F. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: S.A. JACKSON                              | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: A.N. LIVERIS                              | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: W.J. MCNERNEY, JR.                        | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: H.S. OLAYAN                               | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: J.W. OWENS                                | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: V.M. ROMETTY                              | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: J.E. SPERO                                | Mgmt | For     |
| 1M. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: S. TAUREL                                 | Mgmt | For     |
| 1N. | ELECTION OF DIRECTOR FOR A TERM OF ONE YEAR: P.R. VOSER                                | Mgmt | For     |
| 2.  | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 55) | Mgmt | For     |
| 3.  | ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 56)                                      | Mgmt | For     |
| 4.  | STOCKHOLDER PROPOSAL FOR DISCLOSURE OF LOBBYING POLICIES AND PRACTICES (PAGE 58)       | Shr  | Against |
| 5.  | STOCKHOLDER PROPOSAL ON THE RIGHT TO ACT BY WRITTEN CONSENT (PAGE 59)                  | Shr  | Against |
| 6.  | STOCKHOLDER PROPOSAL TO HAVE AN INDEPENDENT BOARD CHAIRMAN (PAGE 60)                   | Shr  | Against |

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 INTUITIVE SURGICAL, INC.

Agen

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 Security: 46120E602  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: ISRG  
 ISIN: US46120E6023  
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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>CRAIG H. BARRATT, PH.D.<br>MICHAEL A. FRIEDMAN, MD<br>GARY S. GUTHART, PH.D. | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
|    | AMAL M. JOHNSON   | Mgmt | For |
|    | KEITH R. LEONARD, JR.   | Mgmt | For |
|    | ALAN J. LEVY, PH.D.   | Mgmt | For |
|    | MARK J. RUBASH  | Mgmt | For |
|    | LONNIE M. SMITH   | Mgmt | For |
|    | GEORGE STALK, JR.   | Mgmt | For |
| 2. | TO APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt | For |
| 3. | THE RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP ("PWC") AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC PUBLIC | Mgmt | For |
| 4. | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE INTUITIVE SURGICAL, INC. 2010 INCENTIVE AWARD PLAN.                         | Mgmt | For |

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 INVESCO LTD

Agen

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 Security: G491BT108  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: IVZ  
 ISIN: BMG491BT1088  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: JOSEPH R. CANION  | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: MARTIN L. FLANAGAN  | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: C. ROBERT HENRIKSON   | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: BEN F. JOHNSON III  | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: EDWARD P. LAWRENCE  | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: SIR NIGEL SHEINWALD   | Mgmt          | For           |
| 1.7    | ELECTION OF DIRECTOR: PHOEBE A. WOOD  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE THE COMPANY'S 2015 EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 3.     | APPROVE THE COMPANY'S 2016 GLOBAL EQUITY INCENTIVE PLAN   | Mgmt          | For           |
| 4.     | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt          | For           |

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J.B. HUNT TRANSPORT SERVICES, INC.

Agen

Security: 445658107  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: JBHT  
 ISIN: US4456581077

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DOUGLAS G. DUNCAN  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: FRANCESCA M. EDWARDSON   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: WAYNE GARRISON   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: SHARILYN S. GASAWAY  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GARY C. GEORGE   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: J. BRYAN HUNT, JR.   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: COLEMAN H. PETERSON  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOHN N. ROBERTS III  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JAMES L. ROBO  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: KIRK THOMPSON  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR CALENDAR YEAR 2016. | Mgmt          | For           |
| 3.     | TO APPROVE A STOCKHOLDER PROPOSAL REGARDING SEXUAL ORIENTATION NONDISCRIMINATION POLICY.                               | Shr           | For           |

JOHNSON & JOHNSON

Agen

Security: 478160104  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2016  
 Ticker: JNJ  
 ISIN: US4781601046

| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MARY C. BECKERLE | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: D. SCOTT DAVIS   | Mgmt          | For           |

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|     |   |      |         |
|-----|---|------|---------|
| 1C. | ELECTION OF DIRECTOR: IAN E.L. DAVIS  | Mgmt | For     |
| 1D. | ELECTION OF DIRECTOR: ALEX GORSKY   | Mgmt | For     |
| 1E. | ELECTION OF DIRECTOR: SUSAN L. LINDQUIST  | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: MARK B. MCCLELLAN   | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: ANNE M. MULCAHY   | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: WILLIAM D. PEREZ  | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: CHARLES PRINCE  | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: A. EUGENE WASHINGTON  | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: RONALD A. WILLIAMS  | Mgmt | For     |
| 2.  | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION   | Mgmt | For     |
| 3.  | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL - POLICY FOR SHARE REPURCHASE PREFERENCE   | Shr  | Against |
| 5.  | SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN   | Shr  | Against |
| 6.  | SHAREHOLDER PROPOSAL - REPORT ON LOBBYING DISCLOSURE  | Shr  | For     |
| 7.  | SHAREHOLDER PROPOSAL - TAKE-BACK PROGRAMS FOR UNUSED MEDICINES  | Shr  | For     |

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 JOHNSON CONTROLS, INC.

Agen

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 Security: 478366107  
 Meeting Type: Annual  
 Meeting Date: 27-Jan-2016  
 Ticker: JCI  
 ISIN: US4783661071  
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| Prop.# | Proposal           | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 1.     | DIRECTOR           |               |               |
|        | DAVID P. ABNEY     | Mgmt          | For           |
|        | NATALIE A. BLACK   | Mgmt          | For           |
|        | JULIE L. BUSHMAN   | Mgmt          | For           |
|        | RAYMOND L. CONNER  | Mgmt          | For           |
|        | RICHARD GOODMAN    | Mgmt          | For           |
|        | JEFFREY A. JOERRES | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
|    | WILLIAM H. LACY   | Mgmt | For     |
|    | ALEX A. MOLINAROLI  | Mgmt | For     |
|    | J.P.DEL VALLE PEROCCHENA  | Mgmt | For     |
|    | MARK P. VERGNANO  | Mgmt | For     |
| 2. | TO RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS OUR<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR 2016. | Mgmt | For     |
| 3. | TO APPROVE ON AN ADVISORY BASIS OUR NAMED<br>EXECUTIVE OFFICER COMPENSATION.  | Mgmt | For     |
| 4. | CONSIDERATION OF A SHAREHOLDER PROPOSAL<br>REGARDING PROXY ACCESS, IF PROPERLY<br>PRESENTED.  | Shr  | Against |

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JPMORGAN CHASE & CO.

Agen

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Security: 46625H100  
Meeting Type: Annual  
Meeting Date: 17-May-2016  
Ticker: JPM  
ISIN: US46625H1005  
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| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LINDA B. BAMMANN                           | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: JAMES A. BELL                              | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: CRANDALL C. BOWLES                         | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: STEPHEN B. BURKE                           | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES S. CROWN                             | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: JAMES DIMON                                | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: TIMOTHY P. FLYNN                           | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.                      | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: MICHAEL A. NEAL                            | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: LEE R. RAYMOND                             | Mgmt             | For           |
| 1K.    | ELECTION OF DIRECTOR: WILLIAM C. WELDON                          | Mgmt             | For           |
| 2.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE<br>COMPENSATION         | Mgmt             | For           |
| 3.     | RATIFICATION OF INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM | Mgmt             | For           |
| 4.     | INDEPENDENT BOARD CHAIRMAN - REQUIRE AN                          | Shr              | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

### INDEPENDENT CHAIR

|    |  |     |         |
|----|--|-----|---------|
| 5. | HOW VOTES ARE COUNTED - COUNT VOTES USING ONLY FOR AND AGAINST AND IGNORE ABSTENTIONS  | Shr | For     |
| 6. | VESTING FOR GOVERNMENT SERVICE -PROHIBIT VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE                 | Shr | For     |
| 7. | APPOINT A STOCKHOLDER VALUE COMMITTEE - ADDRESS WHETHER DIVESTITURE OF ALL NON-CORE BANKING BUSINESS SEGMENTS WOULD ENHANCE SHAREHOLDER VALUE                          | Shr | Against |
| 8. | CLAWBACK AMENDMENT - DEFER COMPENSATION FOR 10 YEARS TO HELP SATISFY ANY MONETARY PENALTY ASSOCIATED WITH VIOLATION OF LAW   | Shr | For     |
| 9. | EXECUTIVE COMPENSATION PHILOSOPHY - ADOPT A BALANCED EXECUTIVE COMPENSATION PHILOSOPHY WITH SOCIAL FACTORS TO IMPROVE THE FIRM'S ETHICAL CONDUCT AND PUBLIC REPUTATION | Shr | For     |

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### KANSAS CITY SOUTHERN

Agen

Security: 485170302  
Meeting Type: Annual  
Meeting Date: 05-May-2016  
Ticker: KSU  
ISIN: US4851703029

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LU M. CORDOVA  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: TERRENCE P. DUNN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ANTONIO O. GARZA, JR.  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DAVID GARZA-SANTOS   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: THOMAS A. MCDONNELL  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DAVID L. STARLING  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 3.     | APPROVAL OF THE KANSAS CITY SOUTHERN ANNUAL INCENTIVE PLAN FOR PURPOSES OF INTERNAL REVENUE CODE SECTION 162 (M) .         | Mgmt          | For           |
| 4.     | ADVISORY (NON-BINDING) VOTE APPROVING THE 2015 COMPENSATION OF OUR NAMED EXECUTIVE   | Mgmt          | For           |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

OFFICERS.

|    |   |     |         |
|----|---|-----|---------|
| 5. | APPROVAL OF A STOCKHOLDER PROPOSAL ON PROXY ACCESS WITH DIFFERENT TERMS FROM THE COMPANY'S CURRENT PROXY ACCESS PROVISIONS. | Shr | Against |
|----|---|-----|---------|

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KEYCORP

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Agen

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Security: 493267108  
Meeting Type: Special  
Meeting Date: 23-Mar-2016  
Ticker: KEY  
ISIN: US4932671088  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | THE ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2015, BY AND BETWEEN KEYCORP AND FIRST NIAGARA FINANCIAL GROUP, INC. (THE "MERGER PROPOSAL").   | Mgmt          | For           |
| 2A.    | TO APPROVE CERTAIN AMENDMENTS TO KEYCORP'S AMENDED AND RESTATED ARTICLES OF INCORPORATION WHICH MODIFY THE VOTING RIGHTS ASSOCIATED WITH KEYCORP'S PREFERRED STOCK (THE "ARTICLES AMENDMENT PROPOSALS"): A PROVISION RELATING TO THE MECHANICS AND TIMING OF PREFERRED SHAREHOLDERS' RIGHTS TO CALL SPECIAL MEETINGS.   | Mgmt          | For           |
| 2B.    | TO APPROVE CERTAIN AMENDMENTS TO KEYCORP'S AMENDED AND RESTATED ARTICLES OF INCORPORATION WHICH MODIFY THE VOTING RIGHTS ASSOCIATED WITH KEYCORP'S PREFERRED STOCK (THE "ARTICLES AMENDMENT PROPOSALS"): A PROVISION REQUIRING APPROVAL BY PREFERRED SHAREHOLDERS OF AMENDMENTS OF KEYCORP'S ARTICLES OR REGULATIONS THAT WOULD ADVERSELY AFFECT THEIR VOTING POWERS, RIGHTS OR PREFERENCES.  | Mgmt          | For           |
| 2C.    | TO APPROVE CERTAIN AMENDMENTS TO KEYCORP'S AMENDED AND RESTATED ARTICLES OF INCORPORATION WHICH MODIFY THE VOTING RIGHTS ASSOCIATED WITH KEYCORP'S PREFERRED STOCK (THE "ARTICLES AMENDMENT PROPOSALS"): A PROVISION REQUIRING APPROVAL BY PREFERRED SHAREHOLDERS OF COMBINATIONS, MAJORITY SHARE ACQUISITIONS, MERGERS OR CONSOLIDATIONS UNLESS THEY RETAIN VOTING POWERS, RIGHTS, PRIVILEGES AND PREFERENCES THAT ARE NOT MATERIALLY LESS FAVORABLE THAN THOSE PRIOR TO SUCH TRANSACTION. | Mgmt          | For           |
| 3.     | TO APPROVE AN AMENDMENT TO KEYCORP'S  | Mgmt          | For           |



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AMENDED AND RESTATED REGULATIONS IN ORDER  
TO INCREASE THE MAXIMUM SIZE OF THE KEYCORP  
BOARD OF DIRECTORS FROM 16 TO 17 MEMBERS.

|  |      |     |
|--|------|-----|
| <p>4. TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING OF SHAREHOLDERS OF KEYCORP, IF NECESSARY OR APPROPRIATE TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE MERGER PROPOSAL AND THE ARTICLES AMENDMENT PROPOSALS.</p> | Mgmt | For |
|--|------|-----|

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KEYCORP

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Agen

Security: 493267108  
Meeting Type: Annual  
Meeting Date: 19-May-2016  
Ticker: KEY  
ISIN: US4932671088

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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BRUCE D. BROUSSARD                | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOSEPH A. CARRABBA                | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CHARLES P. COOLEY                 | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALEXANDER M. CUTLER               | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: H. JAMES DALLAS                   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ELIZABETH R. GILE                 | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RUTH ANN M. GILLIS                | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM G. GISEL, JR.             | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: RICHARD J. HIPPLE                 | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: KRISTEN L. MANOS                  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: BETH E. MOONEY                    | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: DEMOS PARNEROS                    | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: BARBARA R. SNYDER                 | Mgmt          | For           |
| 1N.    | ELECTION OF DIRECTOR: DAVID K. WILSON                   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR. | Mgmt          | For           |
| 3.     | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.            | Mgmt          | For           |
| 4.     | APPROVAL OF KEYCORP'S 2016 ANNUAL                       | Mgmt          | For           |

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PERFORMANCE PLAN.

5. SHAREHOLDER PROPOSAL SEEKING TO SEPARATE THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER ROLES. Shr Against

KINDER MORGAN, INC.

Agen

Security: 49456B101  
 Meeting Type: Annual  
 Meeting Date: 10-May-2016  
 Ticker: KMI  
 ISIN: US49456B1017

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>RICHARD D. KINDER<br>STEVEN J. KEAN<br>TED A. GARDNER<br>ANTHONY W. HALL, JR.<br>GARY L. HULTQUIST<br>RONALD L. KUEHN, JR.<br>DEBORAH A. MACDONALD<br>MICHAEL C. MORGAN<br>ARTHUR C. REICHSTETTER<br>FAYEZ SAROFIM<br>C. PARK SHAPER<br>WILLIAM A. SMITH<br>JOEL V. STAFF<br>ROBERT F. VAGT<br>PERRY M. WAUGHTAL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016  | Mgmt   | For   |
| 3.     | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE  | Shr  | Against   |
| 4.     | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS   | Shr  | Against   |
| 5.     | STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT   | Shr  | Against   |
| 6.     | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON DIVERSITY OF THE BOARD OF DIRECTORS   | Shr  | Against   |

KIRBY CORPORATION

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 497266106  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: KEX  
 ISIN: US4972661064

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: ANNE-MARIE N. AINSWORTH  | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: C. SEAN DAY  | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: WILLIAM M. WATERMAN  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE SELECTION OF KPMG LLP AS KIRBY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.             | Mgmt          | For           |
| 3.     | ADVISORY VOTE ON THE APPROVAL OF THE COMPENSATION OF KIRBY'S NAMED EXECUTIVE OFFICERS.                                   | Mgmt          | For           |
| 4.     | THE PROXIES ARE AUTHORIZED TO VOTE IN THEIR DISCRETION UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING. | Mgmt          | For           |

### KNOWLES CORPORATION

Agen

Security: 49926D109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: KN  
 ISIN: US49926D1090

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>JEAN-PIERRE M. ERGAS<br>PROF. DR. HERMANN EUL<br>DONALD MACLEOD  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.   | Mgmt                 | For               |
| 3.     | NONBINDING ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt                 | For               |
| 4.     | APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO REPLACE THE PLURALITY VOTING STANDARD WITH A MAJORITY VOTING STANDARD FOR UNCONTESTED | Mgmt                 | For               |

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ELECTION OF DIRECTORS.

- |    |  |      |     |
|----|--|------|-----|
| 5. | APPROVAL OF THE KNOWLES CORPORATION 2016 EQUITY AND CASH INCENTIVE PLAN. | Mgmt | For |
|----|--|------|-----|

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 KRAFT FOODS GROUP, INC.

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 Agen

Security: 50076Q106  
 Meeting Type: Special  
 Meeting Date: 01-Jul-2015  
 Ticker: KRFT  
 ISIN: US50076Q1067

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 24, 2015, AMONG H.J. HEINZ HOLDING CORPORATION, KITE MERGER SUB CORP., KITE MERGER SUB LLC AND KRAFT FOODS GROUP, INC. (THE "MERGER AGREEMENT").  | Mgmt          | For           |
| 2.     | A PROPOSAL TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BECOME PAYABLE TO KRAFT FOODS GROUP, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER OF KITE MERGER SUB CORP. WITH AND INTO KRAFT FOODS GROUP, INC.                          | Mgmt          | For           |
| 3.     | A PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING OF SHAREHOLDERS OF KRAFT FOODS GROUP, INC., IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE PROPOSAL RELATED TO THE MERGER AGREEMENT. | Mgmt          | For           |

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 LIFEPOINT HEALTH, INC.

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 Agen

Security: 53219L109  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2016  
 Ticker: LPNT  
 ISIN: US53219L1098

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | DIRECTOR<br>KERMIT R. CRAWFORD<br>JANA R. SCHREUDER | Mgmt<br>Mgmt  | For<br>For    |



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Ticker: M  
ISIN: US55616P1049

| Prop. # | Proposal  | Proposal Type | Proposal Vote |
|---------|---|---------------|---------------|
| 1A.     | ELECTION OF DIRECTOR: FRANCIS S. BLAKE  | Mgmt          | For           |
| 1B.     | ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH   | Mgmt          | For           |
| 1C.     | ELECTION OF DIRECTOR: JOHN A. BRYANT  | Mgmt          | For           |
| 1D.     | ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY   | Mgmt          | For           |
| 1E.     | ELECTION OF DIRECTOR: LESLIE D. HALE  | Mgmt          | For           |
| 1F.     | ELECTION OF DIRECTOR: WILLIAM H. LENEHAN  | Mgmt          | For           |
| 1G.     | ELECTION OF DIRECTOR: SARA LEVINSON   | Mgmt          | For           |
| 1H.     | ELECTION OF DIRECTOR: TERRY J. LUNDGREN   | Mgmt          | For           |
| 1I.     | ELECTION OF DIRECTOR: JOYCE M. ROCHE  | Mgmt          | For           |
| 1J.     | ELECTION OF DIRECTOR: PAUL C. VARGA   | Mgmt          | For           |
| 1K.     | ELECTION OF DIRECTOR: CRAIG E. WEATHERUP  | Mgmt          | For           |
| 1L.     | ELECTION OF DIRECTOR: MARNA C. WHITTINGTON  | Mgmt          | For           |
| 1M.     | ELECTION OF DIRECTOR: ANNIE YOUNG-SCRIVNER  | Mgmt          | For           |
| 2.      | THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt          | For           |
| 3.      | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt          | For           |

MALLINCKRODT PLC

Agen

Security: G5785G107  
Meeting Type: Annual  
Meeting Date: 16-Mar-2016  
Ticker: MNK  
ISIN: IE00BBGT3753

| Prop. # | Proposal                                | Proposal Type | Proposal Vote |
|---------|---|---------------|---------------|
| 1A.     | ELECTION OF DIRECTOR: MELVIN D. BOOTH   | Mgmt          | For           |
| 1B.     | ELECTION OF DIRECTOR: DAVID R. CARLUCCI | Mgmt          | For           |
| 1C.     | ELECTION OF DIRECTOR: J. MARTIN CARROLL | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1D. | ELECTION OF DIRECTOR: DIANE H. GULYAS  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: NANCY S. LURKER  | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JOANN A. REED  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ANGUS C. RUSSELL   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: VIRGIL D. THOMPSON   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARK C. TRUDEAU  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KNEELAND C. YOUNGBLOOD, M.D.   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO   | Mgmt | For |
| 2.  | APPROVE, IN A NON-BINDING VOTE, THE RE-APPOINTMENT OF THE INDEPENDENT AUDITORS AND TO AUTHORIZE, IN A BINDING VOTE, THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION. | Mgmt | For |
| 3.  | APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.   | Mgmt | For |
| 4.  | APPROVE THE MALLINCKRODT PHARMACEUTICALS 2016 EMPLOYEE STOCK PURCHASE PLAN.  | Mgmt | For |
| 5.  | AUTHORIZE THE COMPANY AND/OR ANY SUBSIDIARY TO MAKE MARKET PURCHASES OR OVERSEAS MARKET PURCHASES OF COMPANY SHARES.   | Mgmt | For |
| 6.  | AUTHORIZE THE PRICE RANGE AT WHICH THE COMPANY CAN RE-ALLOT SHARES IT HOLDS AS TREASURY SHARES (SPECIAL RESOLUTION).   | Mgmt | For |

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MARRIOTT INTERNATIONAL, INC.

Agen

Security: 571903202  
 Meeting Type: Special  
 Meeting Date: 08-Apr-2016  
 Ticker: MAR  
 ISIN: US5719032022

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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | TO APPROVE THE ISSUANCE OF SHARES OF MARRIOTT COMMON STOCK TO STARWOOD STOCKHOLDERS UNDER THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 15, 2015, BY AND AMONG MARRIOTT, STARWOOD AND CERTAIN OF THEIR AFFILIATES. | Mgmt          | For           |

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|    |  |      |     |
|----|--|------|-----|
| 2. | TO ADJOURN THE MARRIOTT SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES. | Mgmt | For |
|----|--|------|-----|

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MARRIOTT INTERNATIONAL, INC.

Agen

Security: 571903202  
 Meeting Type: Annual  
 Meeting Date: 06-May-2016  
 Ticker: MAR  
 ISIN: US5719032022

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: J.W. MARRIOTT, JR.   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARY K. BUSH   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DEBORAH M. HARRISON  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: FREDERICK A. HENDERSON   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LAWRENCE W. KELLNER  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DEBRA L. LEE   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: GEORGE MUNOZ   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: STEVEN S REINEMUND   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: W. MITT ROMNEY   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: ARNE M. SORENSON   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: SUSAN C. SCHWAB  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 3.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 4.     | SHAREHOLDER RESOLUTION RECOMMENDING SIMPLE MAJORITY VOTING STANDARD.   | Shr           | For           |

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MARSH & MCLENNAN COMPANIES, INC.

Agen

Security: 571748102  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Ticker: MMC  
ISIN: US5717481023

| Prop. # | Proposal   | Proposal Type | Proposal Vote |
|---------|--|---------------|---------------|
| 1A.     | ELECTION OF DIRECTOR: OSCAR FANJUL   | Mgmt          | For           |
| 1B.     | ELECTION OF DIRECTOR: DANIEL S. GLASER                                     | Mgmt          | For           |
| 1C.     | ELECTION OF DIRECTOR: H. EDWARD HANWAY                                     | Mgmt          | For           |
| 1D.     | ELECTION OF DIRECTOR: ELAINE LA ROCHE                                      | Mgmt          | For           |
| 1E.     | ELECTION OF DIRECTOR: MARIA SILVIA BASTOS MARQUES                          | Mgmt          | For           |
| 1F.     | ELECTION OF DIRECTOR: STEVEN A. MILLS                                      | Mgmt          | For           |
| 1G.     | ELECTION OF DIRECTOR: BRUCE P. NOLOP                                       | Mgmt          | For           |
| 1H.     | ELECTION OF DIRECTOR: MARC D. OKEN   | Mgmt          | For           |
| 1I.     | ELECTION OF DIRECTOR: MORTON O. SCHAPIRO                                   | Mgmt          | For           |
| 1J.     | ELECTION OF DIRECTOR: LLOYD M. YATES                                       | Mgmt          | For           |
| 1K.     | ELECTION OF DIRECTOR: R. DAVID YOST  | Mgmt          | For           |
| 2.      | ADVISORY (NONBINDING) VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt          | For           |
| 3.      | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |

### MASTERCARD INCORPORATED

Agen

Security: 57636Q104  
Meeting Type: Annual  
Meeting Date: 28-Jun-2016  
Ticker: MA  
ISIN: US57636Q1040

| Prop. # | Proposal                                      | Proposal Type | Proposal Vote |
|---------|---|---------------|---------------|
| 1A.     | ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE | Mgmt          | For           |
| 1B.     | ELECTION OF DIRECTOR: AJAY BANGA              | Mgmt          | For           |
| 1C.     | ELECTION OF DIRECTOR: SILVIO BARZI            | Mgmt          | For           |
| 1D.     | ELECTION OF DIRECTOR: DAVID R. CARLUCCI       | Mgmt          | For           |
| 1E.     | ELECTION OF DIRECTOR: STEVEN J. FREIBERG      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1F. | ELECTION OF DIRECTOR: JULIUS GENACHOWSKI   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MERIT E. JANOW   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: NANCY J. KARCH   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: OKI MATSUMOTO  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RIMA QURESHI   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSE OCTAVIO REYES LAGUNES   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JACKSON TAI  | Mgmt | For |
| 2.  | ADVISORY APPROVAL OF MASTERCARD'S EXECUTIVE COMPENSATION   | Mgmt | For |
| 3.  | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR MASTERCARD FOR 2016 | Mgmt | For |

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MCDONALD'S CORPORATION

Agen

Security: 580135101  
Meeting Type: Annual  
Meeting Date: 26-May-2016  
Ticker: MCD  
ISIN: US5801351017

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| Prop.# | Proposal                                     | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LLOYD DEAN             | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: STEPHEN EASTERBROOK    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ROBERT ECKERT          | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARGARET GEORGIADIS    | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JEANNE JACKSON         | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RICHARD LENNY          | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WALTER MASSEY          | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JOHN MULLIGAN          | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: SHEILA PENROSE         | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JOHN ROGERS, JR.       | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 1L. | ELECTION OF DIRECTOR: MILES WHITE  | Mgmt | For     |
| 2.  | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For     |
| 3.  | ADVISORY VOTE TO APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2016.   | Mgmt | For     |
| 4.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT MATTERS PRESENTED BY SHAREHOLDERS BE DECIDED BY SIMPLE MAJORITY VOTE, IF PRESENTED.                                | Shr  | For     |
| 5.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING ABILITY OF SHAREHOLDERS TO ACT BY WRITTEN CONSENT, IF PRESENTED.  | Shr  | For     |
| 6.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD MAKE ALL LAWFUL EFFORTS TO IMPLEMENT AND/OR INCREASE ACTIVITY ON THE HOLY LAND PRINCIPLES, IF PRESENTED. | Shr  | For     |
| 7.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE BOARD ADOPT A POLICY REGARDING USE OF ANTIBIOTICS BY ITS MEAT SUPPLIERS, IF PRESENTED.                              | Shr  | Against |
| 8.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING AN ANNUAL CONGRUENCY ANALYSIS BETWEEN CORPORATE VALUES AND POLITICAL CONTRIBUTIONS, IF PRESENTED.                       | Shr  | For     |
| 9.  | ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING AN ANNUAL CONGRUENCY ANALYSIS OF COMPANY VALUES AND POLICY ACTIVITIES, IF PRESENTED                                     | Shr  | For     |

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MCGRAW HILL FINANCIAL, INC.

Agen

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Security: 580645109  
Meeting Type: Annual  
Meeting Date: 27-Apr-2016  
Ticker: MHFI  
ISIN: US5806451093

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| Prop.# | Proposal                                       | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SIR WINFRIED BISCHOFF    | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: WILLIAM D. GREEN         | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CHARLES E. HALDEMAN, JR. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1D. | ELECTION OF DIRECTOR: REBECCA JACOBY  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: HILDA<br>OCHOA-BRILLEMBOURG   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DOUGLAS L. PETERSON   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SIR MICHAEL RAKE  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: EDWARD B. RUST, JR.   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: KURT L. SCHMOKE   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RICHARD E. THORNBURGH   | Mgmt | For |
| 2.  | VOTE TO AMEND THE COMPANY'S RESTATED<br>CERTIFICATE OF INCORPORATION TO CHANGE THE<br>NAME OF THE COMPANY TO "S&P GLOBAL INC."<br>FROM "MCGRAW HILL FINANCIAL, INC."  | Mgmt | For |
| 3.  | VOTE TO AMEND THE COMPANY'S RESTATED<br>CERTIFICATE OF INCORPORATION TO PROVIDE<br>THAT THE COMPANY'S BOARD OF DIRECTORS SHALL<br>CONSIST OF NOT LESS THAN 8 PERSONS. | Mgmt | For |
| 4.  | VOTE TO APPROVE, ON AN ADVISORY BASIS, THE<br>EXECUTIVE COMPENSATION PROGRAM FOR THE<br>COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt | For |
| 5.  | VOTE TO RATIFY THE APPOINTMENT OF ERNST &<br>YOUNG LLP AS OUR INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2016.  | Mgmt | For |

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MCKESSON CORPORATION

Agen

Security: 58155Q103  
Meeting Type: Annual  
Meeting Date: 29-Jul-2015  
Ticker: MCK  
ISIN: US58155Q1031

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| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ANDY D. BRYANT            | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: WAYNE A. BUDD             | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: N. ANTHONY COLES,<br>M.D. | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: JOHN H. HAMMERGREN        | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: ALTON F. IRBY III         | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: M. CHRISTINE JACOBS       | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| 1G. | ELECTION OF DIRECTOR: DONALD R. KNAUSS  | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: MARIE L. KNOWLES  | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: DAVID M. LAWRENCE,<br>M.D.  | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: EDWARD A. MUELLER   | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: SUSAN R. SALKA  | Mgmt | For     |
| 2.  | RATIFICATION OF THE APPOINTMENT OF DELOITTE<br>& TOUCHE LLP AS THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR THE<br>FISCAL YEAR ENDING MARCH 31, 2016. | Mgmt | For     |
| 3.  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 4.  | REAPPROVAL OF PERFORMANCE MEASURES<br>AVAILABLE FOR PERFORMANCE-BASED AWARDS<br>UNDER THE COMPANY'S MANAGEMENT INCENTIVE<br>PLAN.   | Mgmt | For     |
| 5.  | APPROVAL OF AMENDMENTS TO AMENDED AND<br>RESTATED BY-LAWS TO PERMIT SHAREHOLDER<br>PROXY ACCESS.  | Mgmt | For     |
| 6.  | SHAREHOLDER PROPOSAL ON DISCLOSURE OF<br>POLITICAL CONTRIBUTIONS AND EXPENDITURES.  | Shr  | Against |
| 7.  | SHAREHOLDER PROPOSAL ON ACCELERATED VESTING<br>OF EQUITY AWARDS.  | Shr  | Against |

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MEDTRONIC PLC

Agen

Security: G5960L103  
 Meeting Type: Annual  
 Meeting Date: 11-Dec-2015  
 Ticker: MDT  
 ISIN: IE00BTN1Y115

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| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD H. ANDERSON          | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: CRAIG ARNOLD                 | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: SCOTT C. DONNELLY            | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: RANDALL HOGAN III            | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: OMAR ISHRAK                  | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: SHIRLEY A. JACKSON,<br>PH.D. | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1G. | ELECTION OF DIRECTOR: MICHAEL O. LEAVITT   | Mgmt | For    |
| 1H. | ELECTION OF DIRECTOR: JAMES T. LENEHAN   | Mgmt | For    |
| 1I. | ELECTION OF DIRECTOR: ELIZABETH NABEL, M.D.  | Mgmt | For    |
| 1J. | ELECTION OF DIRECTOR: DENISE M. O'LEARY  | Mgmt | For    |
| 1K. | ELECTION OF DIRECTOR: KENDALL J. POWELL  | Mgmt | For    |
| 1L. | ELECTION OF DIRECTOR: ROBERT C. POZEN  | Mgmt | For    |
| 1M. | ELECTION OF DIRECTOR: PREETHA REDDY  | Mgmt | For    |
| 2.  | TO RATIFY THE RE-APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S<br>INDEPENDENT AUDITOR FOR FISCAL YEAR 2016<br>AND AUTHORIZE THE BOARD OF DIRECTORS,<br>ACTING THROUGH THE AUDIT COMMITTEE, TO SET<br>ITS REMUNERATION. | Mgmt | For    |
| 3.  | TO APPROVE IN A NON-BINDING ADVISORY VOTE,<br>NAMED EXECUTIVE OFFICER COMPENSATION (A<br>"SAY-ON-PAY" VOTE).   | Mgmt | For    |
| 4.  | TO APPROVE, IN A NON-BINDING ADVISORY VOTE,<br>THE FREQUENCY OF SAY-ON-PAY VOTES.  | Mgmt | 1 Year |

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MERCK & CO., INC.

Agen

Security: 58933Y105  
Meeting Type: Annual  
Meeting Date: 24-May-2016  
Ticker: MRK  
ISIN: US58933Y1055

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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LESLIE A. BRUN      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: THOMAS R. CECH      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: PAMELA J. CRAIG     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KENNETH C. FRAZIER  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: THOMAS H. GLOCER    | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: C. ROBERT KIDDER    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: CARLOS E. REPRESAS  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: PAUL B. ROTHMAN     | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 1J. | ELECTION OF DIRECTOR: PATRICIA F. RUSSO  | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: CRAIG B. THOMPSON  | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR: WENDELL P. WEEKS   | Mgmt | For     |
| 1M. | ELECTION OF DIRECTOR: PETER C. WENDELL   | Mgmt | For     |
| 2.  | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                   | Mgmt | For     |
| 3.  | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL TO ADOPT A SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT.                           | Shr  | Against |
| 5.  | SHAREHOLDER PROPOSAL REQUESTING AN INDEPENDENT BOARD CHAIRMAN.   | Shr  | Against |
| 6.  | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON DISPOSAL OF UNUSED OR EXPIRED DRUGS.                         | Shr  | Against |

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 MICROCHIP TECHNOLOGY INCORPORATED

Agen

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 Security: 595017104  
 Meeting Type: Annual  
 Meeting Date: 14-Aug-2015  
 Ticker: MCHP  
 ISIN: US5950171042  
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| Prop.# | Proposal  | Proposal Type                        | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 1.     | DIRECTOR<br>STEVE SANGHI<br>MATTHEW W. CHAPMAN<br>L.B. DAY<br>ESTHER L. JOHNSON<br>WADE F. MEYERCORD  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 2.     | PROPOSAL TO APPROVE THE ISSUANCE OF OUR SHARES UPON CONVERSION OF OUR SENIOR CONVERTIBLE DEBENTURES AS REQUIRED BY THE NASDAQ LISTING RULES SO THAT UPON FUTURE ADJUSTMENT OF THE CONVERSION RATE WE CAN MAINTAIN OUR CURRENT ACCOUNTING TREATMENT AND MAINTAIN THE FLEXIBILITY TO ISSUE SHARES UPON CONVERSION OF SUCH DEBENTURES. | Mgmt                                 | For                             |
| 3.     | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF MICROCHIP FOR THE   | Mgmt                                 | For                             |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

FISCAL YEAR ENDING MARCH 31, 2016.

4. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVES. Mgmt For

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 MICROSOFT CORPORATION Agen

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 Security: 594918104  
 Meeting Type: Annual  
 Meeting Date: 02-Dec-2015  
 Ticker: MSFT  
 ISIN: US5949181045  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIAM H. GATES III  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: TERI L. LIST-STOLL  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: G. MASON MORFIT   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: SATYA NADELLA   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: CHARLES H. NOSKI  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: HELMUT PANKE  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: SANDRA E. PETERSON  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: CHARLES W. SCHARF   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: JOHN W. STANTON   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JOHN W. THOMPSON  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: PADMASREE WARRIOR   | Mgmt          | For           |
| 2.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt          | For           |
| 3.     | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2016 | Mgmt          | For           |

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 MONDELEZ INTERNATIONAL, INC. Agen

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 Security: 609207105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: MDLZ  
 ISIN: US6092071058  
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## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: LEWIS W.K. BOOTH  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: LOIS D. JULIBER   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARK D. KETCHUM   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JORGE S. MESQUITA   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JOSEPH NEUBAUER   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: NELSON PELTZ  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: IRENE B. ROSENFELD  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: CHRISTIANA S. SHI   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: PATRICK T. SIEWERT  | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: RUTH J. SIMMONS   | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt          | For           |
| 4.     | SHAREHOLDER PROPOSAL: REPORT ON PACKAGING.  | Shr           | Against       |
| 5.     | SHAREHOLDER PROPOSAL: VESTING OF EQUITY AWARDS IN A CHANGE IN CONTROL.  | Shr           | Against       |
| 6.     | SHAREHOLDER PROPOSAL: POLICY ON MEDIATION.  | Shr           | Against       |

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MOODY'S CORPORATION

Agen

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Security: 615369105  
Meeting Type: Annual  
Meeting Date: 12-Apr-2016  
Ticker: MCO  
ISIN: US6153691059  
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: BASIL L. ANDERSON   | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JORGE A. BERMUDEZ   | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DARRELL DUFFIE, PH.D  | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: KATHRYN M. HILL   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: EWALD KIST  | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RAYMOND W. MCDANIEL,<br>JR.   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HENRY A. MCKINNELL,<br>JR., PH.D  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LESLIE F. SEIDMAN   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: BRUCE VAN SAUN  | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF THE COMPANY FOR 2016. | Mgmt | For |
| 3.  | ADVISORY RESOLUTION APPROVING EXECUTIVE<br>COMPENSATION.  | Mgmt | For |

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MORGAN STANLEY

Agen

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 Security: 617446448  
 Meeting Type: Annual  
 Meeting Date: 17-May-2016  
 Ticker: MS  
 ISIN: US6174464486  
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| Prop.# | Proposal                                   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ERSKINE B. BOWLES    | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ALISTAIR DARLING     | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: THOMAS H. GLOMER     | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: JAMES P. GORMAN      | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: ROBERT H. HERZ       | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: NOBUYUKI HIRANO      | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: KLAUS KLEINFELD      | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: JAMI MISCIK          | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: HUTHAM S. OLAYAN     | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1K. | ELECTION OF DIRECTOR: JAMES W. OWENS  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI   | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: PERRY M. TRAQUINA   | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.  | Mgmt | For |
| 2.  | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR   | Mgmt | For |
| 3.  | TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION)   | Mgmt | For |
| 4.  | TO APPROVE THE AMENDMENT OF THE 2007 EQUITY INCENTIVE COMPENSATION PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES AND ADD PERFORMANCE MEASURES FOR CERTAIN AWARDS | Mgmt | For |
| 5.  | SHAREHOLDER PROPOSAL REGARDING A CHANGE IN THE TREATMENT OF ABSTENTIONS FOR PURPOSES OF VOTE-COUNTING   | Shr  | For |
| 6.  | SHAREHOLDER PROPOSAL REGARDING A POLICY TO PROHIBIT VESTING OF DEFERRED EQUITY AWARDS FOR SENIOR EXECUTIVES WHO RESIGN TO ENTER GOVERNMENT SERVICE                  | Shr  | For |

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MURPHY OIL CORPORATION

Agen

Security: 626717102  
Meeting Type: Annual  
Meeting Date: 11-May-2016  
Ticker: MUR  
ISIN: US6267171022

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| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: T.J. COLLINS   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: S.A. COSSE     | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: C.P. DEMING    | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: L.R. DICKERSON | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: R.W. JENKINS   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: J.V. KELLEY    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: W. MIROSH      | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: R.M. MURPHY    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1I. | ELECTION OF DIRECTOR: J.W. NOLAN   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: N.E. SCHMALE   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: L.A. SUGG  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: C.G. THEUS   | Mgmt | For |
| 2.  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For |
| 3.  | APPROVE THE PROPOSED 2017 ANNUAL INCENTIVE PLAN.   | Mgmt | For |
| 4.  | APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |

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NETFLIX, INC.

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Agen

Security: 64110L106  
Meeting Type: Annual  
Meeting Date: 09-Jun-2016  
Ticker: NFLX  
ISIN: US64110L1061

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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>TIMOTHY M. HALEY<br>LESLIE KILGORE<br>ANN MATHER   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt                 | For               |
| 3.     | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE OFFICER COMPENSATION.   | Mgmt                 | For               |
| 4.     | STOCKHOLDER PROPOSAL REGARDING DIRECTOR ELECTION MAJORITY VOTE STANDARD, IF PROPERLY PRESENTED AT THE MEETING.                                       | Shr                  | For               |
| 5.     | STOCKHOLDER PROPOSAL REGARDING A PROXY ACCESS BYLAW, IF PROPERLY PRESENTED AT THE MEETING.   | Shr                  | For               |
| 6.     | STOCKHOLDER PROPOSAL REGARDING A SIMPLE MAJORITY VOTE, IF PROPERLY PRESENTED AT THE MEETING.   | Shr                  | For               |
| 7.     | STOCKHOLDER PROPOSAL REGARDING ELECTING EACH DIRECTOR ANNUALLY, IF PROPERLY PRESENTED AT THE MEETING.  | Shr                  | For               |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 NEWMONT MINING CORPORATION

Agen

Security: 651639106  
 Meeting Type: Annual  
 Meeting Date: 20-Apr-2016  
 Ticker: NEM  
 ISIN: US6516391066  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: G.H. BOYCE  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: B.R. BROOK  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: J.K. BUCKNOR  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: V.A. CALARCO  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: J.A. CARRABBA   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: N. DOYLE  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: G.J. GOLDBERG   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: V.M. HAGEN  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: J. NELSON   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: J.M. QUINTANA   | Mgmt          | For           |
| 2.     | RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 3.     | APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.          | Mgmt          | For           |

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 NEXTERA ENERGY, INC.

Agen

Security: 65339F101  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: NEE  
 ISIN: US65339F1012  
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| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SHERRY S. BARRAT | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JAMES L. CAMAREN | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 1C. | ELECTION OF DIRECTOR: KENNETH B. DUNN  | Mgmt | For     |
| 1D. | ELECTION OF DIRECTOR: NAREN K. GURSAHANEY  | Mgmt | For     |
| 1E. | ELECTION OF DIRECTOR: KIRK S. HACHIGIAN  | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: TONI JENNINGS  | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: AMY B. LANE  | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: JAMES L. ROBO  | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: RUDY E. SCHUPP   | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: JOHN L. SKOLDS   | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: WILLIAM H. SWANSON   | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR: HANSEL E. TOOKES, II   | Mgmt | For     |
| 2.  | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016  | Mgmt | For     |
| 3.  | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT   | Mgmt | For     |
| 4.  | APPROVAL OF THE MATERIAL TERMS FOR PAYMENT OF PERFORMANCE-BASED COMPENSATION UNDER THE NEXTERA ENERGY, INC. AMENDED AND RESTATED 2011 LONG TERM INCENTIVE PLAN   | Mgmt | For     |
| 5.  | A PROPOSAL BY THE COMPTROLLER OF THE STATE OF NEW YORK, THOMAS P. DINAPOLI, ENTITLED "POLITICAL CONTRIBUTION DISCLOSURE" TO REQUEST SEMIANNUAL REPORTS DISCLOSING POLITICAL CONTRIBUTION POLICIES AND EXPENDITURES                               | Shr  | Against |
| 6.  | A PROPOSAL BY MYRA YOUNG ENTITLED "SHAREHOLDER PROXY ACCESS" TO REQUEST THE NEXTERA ENERGY BOARD OF DIRECTORS TO ADOPT, AND PRESENT FOR SHAREHOLDER APPROVAL, A "PROXY ACCESS" BYLAW   | Shr  | Against |
| 7.  | A PROPOSAL BY ALAN FARAGO AND LISA VERSACI ENTITLED "REPORT ON RANGE OF PROJECTED SEA LEVEL RISE/CLIMATE CHANGE IMPACTS" TO REQUEST AN ANNUAL REPORT OF MATERIAL RISKS AND COSTS OF SEA LEVEL RISE TO COMPANY OPERATIONS, FACILITIES AND MARKETS | Shr  | Against |

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NIELSEN HOLDINGS PLC

Agen

Security: G6518L108  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 21-Jun-2016  
 Ticker: NLSN  
 ISIN: GB00BWFY5505

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES A. ATTWOOD, JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MITCH BARNS  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DAVID L. CALHOUN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KAREN M. HOGUET  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES M. KILTS   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: HARISH MANWANI   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: KATHRYN V. MARINELLO   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT POZEN   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: VIVEK RANADIVE   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JAVIER G. TERUEL   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: LAUREN ZALAZNICK   | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016.   | Mgmt          | For           |
| 3.     | TO REAPPOINT ERNST & YOUNG LLP AS OUR UK STATUTORY AUDITOR TO AUDIT OUR UK STATUTORY ANNUAL ACCOUNTS FOR THE YEAR ENDING DECEMBER 31, 2016.  | Mgmt          | For           |
| 4.     | TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THE COMPENSATION OF OUR UK STATUTORY AUDITOR.   | Mgmt          | For           |
| 5.     | TO APPROVE THE NIELSEN HOLDINGS PLC 2016 EMPLOYEE SHARE PURCHASE PLAN.   | Mgmt          | For           |
| 6.     | TO APPROVE ON A NON-BINDING, ADVISORY BASIS THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT PURSUANT TO THE RULES OF THE U.S. SECURITIES AND EXCHANGE COMMISSION. | Mgmt          | For           |
| 7.     | TO APPROVE ON A NON-BINDING, ADVISORY BASIS THE DIRECTORS' COMPENSATION REPORT FOR THE YEAR ENDED DECEMBER 31, 2015.   | Mgmt          | For           |
| 8.     | TO APPROVE THE DIRECTORS' COMPENSATION POLICY.   | Mgmt          | For           |

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 NIKE, INC.

Agen-----

Security: 654106103  
 Meeting Type: Annual  
 Meeting Date: 17-Sep-2015  
 Ticker: NKE  
 ISIN: US6541061031  
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| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>ALAN B. GRAF, JR.<br>JOHN C. LECHLEITER<br>MICHELLE A. PELUSO<br>PHYLLIS M. WISE              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 2.     | TO APPROVE EXECUTIVE COMPENSATION BY AN ADVISORY VOTE.  | Mgmt                         | For                      |
| 3.     | TO AMEND THE ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK.       | Mgmt                         | For                      |
| 4.     | TO RE-APPROVE THE EXECUTIVE PERFORMANCE SHARING PLAN AS AMENDED.  | Mgmt                         | For                      |
| 5.     | TO APPROVE THE AMENDED AND RESTATED STOCK INCENTIVE PLAN.   | Mgmt                         | For                      |
| 6.     | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS DISCLOSURE.                          | Shr                          | For                      |
| 7.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt                         | For                      |

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 NORDSTROM, INC.

Agen-----

Security: 655664100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: JWN  
 ISIN: US6556641008  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: TANYA L. DOMIER       | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ,    | Mgmt          | For           |



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JR.

|     |   |      |     |
|-----|---|------|-----|
| 1D. | ELECTION OF DIRECTOR: BLAKE W. NORDSTROM  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ERIK B. NORDSTROM   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PETER E. NORDSTROM  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: PHILIP G. SATRE   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: BRAD D. SMITH   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GORDON A. SMITH   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: BRADLEY D. TILDEN   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: B. KEVIN TURNER   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ROBERT D. WALTER  | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM.     | Mgmt | For |
| 3.  | ADVISORY VOTE REGARDING EXECUTIVE<br>COMPENSATION.  | Mgmt | For |
| 4.  | APPROVAL OF THE AMENDED AND RESTATED<br>NORDSTROM, INC. EXECUTIVE MANAGEMENT BONUS<br>PLAN. | Mgmt | For |

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 NORFOLK SOUTHERN CORPORATION

Agen

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 Security: 655844108  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: NSC  
 ISIN: US6558441084  
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| Prop.# | Proposal                                  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: THOMAS D. BELL, JR. | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ERSKINE B. BOWLES   | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: ROBERT A. BRADWAY   | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: WESLEY G. BUSH      | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: DANIEL A. CARP      | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: STEVEN F. LEER      | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: MICHAEL D. LOCKHART | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: AMY E. MILES        | Mgmt             | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: MARTIN H. NESBITT   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JAMES A. SQUIRES  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOHN R. THOMPSON  | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITORS.  | Mgmt | For |
| 3.  | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.  | Mgmt | For |
| 4.  | IF PROPERLY PRESENTED AT THE MEETING, AN ADVISORY SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD ENTER INTO DISCUSSIONS REGARDING A BUSINESS COMBINATION. | Shr  | For |

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NORTHROP GRUMMAN CORPORATION

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Agen

Security: 666807102  
Meeting Type: Annual  
Meeting Date: 18-May-2016  
Ticker: NOC  
ISIN: US6668071029

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WESLEY G. BUSH   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARIANNE C. BROWN  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: VICTOR H. FAZIO  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DONALD E. FELSINGER  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ANN M. FUDGE   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: BRUCE S. GORDON  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WILLIAM H. HERNANDEZ   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: MADELEINE A. KLEINER   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: KARL J. KRAPEK   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: RICHARD B. MYERS   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: GARY ROUGHEAD  | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: THOMAS M. SCHOEWE  | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: JAMES S. TURLEY  | Mgmt          | For           |
| 2.     | PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED | Mgmt          | For           |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

## EXECUTIVE OFFICERS.

- |    |  |      |     |
|----|--|------|-----|
| 3. | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR FISCAL YEAR 2016. | Mgmt | For |
|----|--|------|-----|

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## NUCOR CORPORATION

Agen

Security: 670346105  
 Meeting Type: Annual  
 Meeting Date: 13-May-2016  
 Ticker: NUE  
 ISIN: US6703461052

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>JOHN J. FERRIOLA<br>GREGORY J. HAYES<br>VICTORIA F. HAYNES, PHD<br>BERNARD L. KASRIEL<br>CHRISTOPHER J. KEARNEY<br>LAURETTE T. KOELLNER<br>RAYMOND J. MILCHOVICH<br>JOHN H. WALKER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS NUCOR'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016                                   | Mgmt   | For   |
| 3.     | APPROVAL OF THE AMENDMENT TO NUCOR'S RESTATED CERTIFICATE OF INCORPORATION TO ADOPT A MAJORITY VOTING STANDARD, ELIMINATE CUMULATIVE VOTING AND REMOVE OBSOLETE PROVISIONS                     | Mgmt   | For   |
| 4.     | STOCKHOLDER PROPOSAL REGARDING NUCOR'S LOBBYING AND CORPORATE SPENDING ON POLITICAL CONTRIBUTIONS  | Shr  | Against                                       |
| 5.     | STOCKHOLDER PROPOSAL REGARDING GREENHOUSE GAS (GHG) EMISSIONS  | Shr  | Against                                       |

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## NXP SEMICONDUCTORS NV.

Agen

Security: N6596X109  
 Meeting Type: Special  
 Meeting Date: 02-Jul-2015  
 Ticker: NXPI  
 ISIN: NL0009538784

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1      | A) THE PROPOSAL TO APPROVE (WITHIN THE MEANING OF ARTICLE 2:107A OF THE DUTCH CIVIL CODE) THE COMPLETION BY NXP OF THE MERGER (THE "MERGER") OF NIMBLE ACQUISITION LIMITED, A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP ("MERGER SUB"), WITH AND INTO FREESCALE SEMICONDUCTOR, LTD. ("FREESCALE"), WITH FREESCALE SURVIVING THE MERGER AS A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt          | For           |
| 2A     | THE PROPOSAL TO APPOINT GREGORY L. SUMME AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME.   | Mgmt          | For           |
| 2B     | THE PROPOSAL TO APPOINT PETER SMITHAM AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME.  | Mgmt          | For           |

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 NXP SEMICONDUCTORS NV.

Agem

Security: N6596X109  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2016  
 Ticker: NXPI  
 ISIN: NL0009538784  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 2C.    | ADOPTION OF THE 2015 STATUTORY ANNUAL ACCOUNTS  | Mgmt          | For           |
| 2D.    | GRANTING DISCHARGE TO THE DIRECTORS FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2015         | Mgmt          | For           |
| 3A.    | PROPOSAL TO RE-APPOINT MR. RICHARD L. CLEMMER AS EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016 | Mgmt          | For           |
| 3B.    | PROPOSAL TO RE-APPOINT SIR PETER BONFIELD   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
|     | AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016  |      |     |
| 3C. | PROPOSAL TO RE-APPOINT MR. JOHANNES P. HUTH<br>AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016   | Mgmt | For |
| 3D. | PROPOSAL TO RE-APPOINT MR. KENNETH A.<br>GOLDMAN AS NON-EXECUTIVE DIRECTOR WITH<br>EFFECT FROM JUNE 2, 2016   | Mgmt | For |
| 3E. | PROPOSAL TO RE-APPOINT DR. MARION HELMES AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016  | Mgmt | For |
| 3F. | PROPOSAL TO RE-APPOINT MR. JOSEPH KAESER AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016  | Mgmt | For |
| 3G. | PROPOSAL TO RE-APPOINT MR. IAN LORING AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016   | Mgmt | For |
| 3H. | PROPOSAL TO RE-APPOINT MR. ERIC MEURICE AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016   | Mgmt | For |
| 3I. | PROPOSAL TO RE-APPOINT MR. PETER SMITHAM AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016  | Mgmt | For |
| 3J. | PROPOSAL TO RE-APPOINT MS. JULIE SOUTHERN<br>AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016   | Mgmt | For |
| 3K. | PROPOSAL TO RE-APPOINT MR. GREGORY SUMME AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016  | Mgmt | For |
| 3L. | PROPOSAL TO APPOINT DR. RICK TSAI AS<br>NON-EXECUTIVE DIRECTOR WITH EFFECT FROM<br>JUNE 2, 2016   | Mgmt | For |
| 4.  | PROPOSAL TO DETERMINE THE REMUNERATION OF<br>THE MEMBERS OF THE AUDIT COMMITTEE AND THE<br>NOMINATING AND COMPENSATION COMMITTEE OF<br>THE BOARD OF DIRECTORS | Mgmt | For |
| 5A. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO<br>ISSUE SHARES OR GRANT RIGHTS TO ACQUIRE<br>SHARES   | Mgmt | For |
| 5B. | AUTHORIZATION OF THE BOARD OF DIRECTORS TO<br>RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS  | Mgmt | For |
| 6.  | AUTHORIZATION OF THE BOARD OF DIRECTORS TO<br>REPURCHASE SHARES IN THE COMPANY'S CAPITAL  | Mgmt | For |
| 7.  | AUTHORIZATION TO CANCEL REPURCHASED SHARES<br>IN THE COMPANY'S CAPITAL  | Mgmt | For |

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 OCCIDENTAL PETROLEUM CORPORATION

Agen

Security: 674599105  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2016  
 Ticker: OXY  
 ISIN: US6745991058  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SPENCER ABRAHAM                         | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: HOWARD I. ATKINS                        | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: EUGENE L. BATCHELDER                    | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: STEPHEN I. CHAZEN                       | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOHN E. FEICK                           | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MARGARET M. FORAN                       | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ                     | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: VICKI A. HOLLUB                         | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: WILLIAM R. KLESSE                       | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: AVEDICK B. POLADIAN                     | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: ELISSE B. WALTER                        | Mgmt          | For           |
| 2.     | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION                | Mgmt          | For           |
| 3.     | RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT AUDITORS | Mgmt          | For           |
| 4.     | REVIEW PUBLIC POLICY ADVOCACY ON CLIMATE                      | Shr           | For           |
| 5.     | CARBON LEGISLATION IMPACT ASSESSMENT                          | Shr           | For           |
| 6.     | SPECIAL SHAREOWNER MEETINGS                                   | Shr           | For           |
| 7.     | METHANE EMISSIONS AND FLARING                                 | Shr           | For           |

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 ON SEMICONDUCTOR CORPORATION

Agen

Security: 682189105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: ON  
 ISIN: US6821891057

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | ELECTION OF CLASS II DIRECTOR: ALAN CAMPBELL   | Mgmt          | For           |
| 1.2    | ELECTION OF CLASS II DIRECTOR: GILLES DELFASSY   | Mgmt          | For           |
| 1.3    | ELECTION OF CLASS II DIRECTOR: EMMANUEL T. HERNANDEZ   | Mgmt          | For           |
| 1.4    | ELECTION OF CLASS II DIRECTOR: J. DANIEL MCCRANIE  | Mgmt          | For           |
| 1.5    | ELECTION OF CLASS II DIRECTOR: TERESA M. RESSEL  | Mgmt          | For           |
| 2.     | TO VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 3.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR. | Mgmt          | For           |

ORACLE CORPORATION

Agen

Security: 68389X105  
Meeting Type: Annual  
Meeting Date: 18-Nov-2015  
Ticker: ORCL  
ISIN: US68389X1054

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>JEFFREY S. BERG<br>H. RAYMOND BINGHAM<br>MICHAEL J. BOSKIN<br>SAFRA A. CATZ<br>BRUCE R. CHIZEN<br>GEORGE H. CONRADES<br>LAWRENCE J. ELLISON<br>HECTOR GARCIA-MOLINA<br>JEFFREY O. HENLEY<br>MARK V. HURD<br>LEON E. PANETTA<br>NAOMI O. SELIGMAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RE-APPROVAL OF THE ORACLE CORPORATION EXECUTIVE BONUS PLAN.  | Mgmt   | For  |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE   | Mgmt   | For  |





## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

INCORPORATION TO ELIMINATE CUMULATIVE  
VOTING IN DIRECTOR ELECTIONS.

- |    |   |      |     |
|----|---|------|-----|
| 4. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2016. | Mgmt | For |
| 5. | APPROVAL OF, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt | For |
| 6. | APPROVAL OF THE PARKER-HANNIFIN CORPORATION 2015 PERFORMANCE BONUS PLAN.  | Mgmt | For |

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PEOPLE'S UNITED FINANCIAL, INC. Agen

Security: 712704105  
Meeting Type: Annual  
Meeting Date: 21-Apr-2016  
Ticker: PBCT  
ISIN: US7127041058

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- | Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>JOHN P. BARNES<br>COLLIN P. BARON<br>KEVIN T. BOTTOMLEY<br>GEORGE P. CARTER<br>WILLIAM F. CRUGER, JR.<br>JOHN K. DWIGHT<br>JERRY FRANKLIN<br>JANET M. HANSEN<br>RICHARD M. HOYT<br>NANCY MCALLISTER<br>MARK W. RICHARDS<br>KIRK W. WALTERS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVE THE ADVISORY (NON-BINDING) RESOLUTION RELATING TO THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.  | Mgmt   | For  |
| 3.     | APPROVE THE AMENDMENT TO THE CERTIFICATE OF INCORPORATION.   | Mgmt   | For  |
| 4.     | RATIFY KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.   | Mgmt   | For  |

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PEPSICO, INC. Agen

Security: 713448108

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 04-May-2016  
 Ticker: PEP  
 ISIN: US7134481081

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SHONA L. BROWN   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: GEORGE W. BUCKLEY  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CESAR CONDE  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: IAN M. COOK  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DINA DUBLON  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: RONA A. FAIRHEAD   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RICHARD W. FISHER  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM R. JOHNSON   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: INDRA K. NOOYI   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: DAVID C. PAGE  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: ROBERT C. POHLAD   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: LLOYD G. TROTTER   | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: DANIEL VASELLA   | Mgmt          | For           |
| 1N.    | ELECTION OF DIRECTOR: ALBERTO WEISSER  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016. | Mgmt          | For           |
| 3.     | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 4.     | APPROVAL OF THE RENEWAL AND AMENDMENT OF THE PEPSICO, INC. LONG-TERM INCENTIVE PLAN.   | Mgmt          | For           |
| 5.     | ESTABLISH BOARD COMMITTEE ON SUSTAINABILITY.   | Shr           | For           |
| 6.     | REPORT ON MINIMIZING IMPACTS OF NEONICS.   | Shr           | For           |
| 7.     | POLICY REGARDING HOLY LAND PRINCIPLES.   | Shr           | For           |
| 8.     | ADOPT QUANTITATIVE RENEWABLE ENERGY TARGETS.   | Shr           | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

PERKINELMER, INC.

Agen

Security: 714046109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: PKI  
 ISIN: US7140461093

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: PETER BARRETT  | Mgmt          | For           |
| 1B.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: ROBERT F. FRIEL  | Mgmt          | For           |
| 1C.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: SYLVIE GREGOIRE, PHARM D   | Mgmt          | For           |
| 1D.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: NICHOLAS A. LOPARDO  | Mgmt          | For           |
| 1E.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: ALEXIS P. MICHAS   | Mgmt          | For           |
| 1F.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: VICKI L. SATO, PH D  | Mgmt          | For           |
| 1G.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: KENTON J. SICCHITANO   | Mgmt          | For           |
| 1H.    | TO ELECT NOMINEE FOR DIRECTOR FOR TERM OF ONE YEAR: PATRICK J. SULLIVAN  | Mgmt          | For           |
| 2.     | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS PERKINELMER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt          | For           |
| 3.     | TO APPROVE, BY NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION.  | Mgmt          | For           |

PFIZER INC.

Agen

Security: 717081103  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2016  
 Ticker: PFE  
 ISIN: US7170811035

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 1B. | ELECTION OF DIRECTOR: W. DON CORNWELL  | Mgmt | For     |
| 1C. | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA   | Mgmt | For     |
| 1D. | ELECTION OF DIRECTOR: FRANCES D. FERGUSON  | Mgmt | For     |
| 1E. | ELECTION OF DIRECTOR: HELEN H. HOBBS   | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: JAMES M. KILTS   | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: SHANTANU NARAYEN   | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON   | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: IAN C. READ  | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: STEPHEN W. SANGER  | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: JAMES C. SMITH   | Mgmt | For     |
| 2.  | RATIFY THE SELECTION OF KPMG LLP AS<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2016 | Mgmt | For     |
| 3.  | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION  | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL REGARDING REPORT ON<br>LOBBYING ACTIVITIES                                  | Shr  | For     |
| 5.  | SHAREHOLDER PROPOSAL REGARDING POLICY ON<br>DIRECTOR ELECTIONS                                   | Shr  | For     |
| 6.  | SHAREHOLDER PROPOSAL REGARDING RIGHT TO ACT<br>BY WRITTEN CONSENT                                | Shr  | For     |
| 7.  | SHAREHOLDER PROPOSAL REGARDING CERTAIN<br>TAXABLE EVENTS   | Shr  | Against |

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 PHILIP MORRIS INTERNATIONAL INC.

Agen

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 Security: 718172109  
 Meeting Type: Annual  
 Meeting Date: 04-May-2016  
 Ticker: PM  
 ISIN: US7181721090  
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| Prop.# | Proposal                                   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: HAROLD BROWN         | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: LOUIS C. CAMILLERI   | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: WERNER GEISSLER      | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| 1E. | ELECTION OF DIRECTOR: JENNIFER LI                                     | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: JUN MAKIHARA                                    | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: SERGIO MARCHIONNE                               | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: KALPANA MORPARIA                                | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: LUCIO A. NOTO                                   | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: FREDERIK PAULSEN                                | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: ROBERT B. POLET                                 | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR: STEPHEN M. WOLF                                 | Mgmt | For     |
| 2.  | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS                 | Mgmt | For     |
| 3.  | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION                        | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL 1 - HUMAN RIGHTS POLICY                          | Shr  | Against |
| 5.  | SHAREHOLDER PROPOSAL 2 - MEDIATION OF ALLEGED HUMAN RIGHTS VIOLATIONS | Shr  | Against |

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 PHILLIPS 66

Agen

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 Security: 718546104  
 Meeting Type: Annual  
 Meeting Date: 04-May-2016  
 Ticker: PSX  
 ISIN: US7185461040  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: GREG C. GARLAND   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN E. LOWE  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016.                     | Mgmt          | For           |
| 3.     | TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                    | Mgmt          | For           |
| 4.     | TO CONSIDER AND VOTE ON A MANAGEMENT PROPOSAL TO AMEND THE CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS OVER THE NEXT THREE YEARS. | Mgmt          | For           |

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PIONEER NATURAL RESOURCES COMPANY  
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Agen

Security: 723787107  
Meeting Type: Annual  
Meeting Date: 19-May-2016  
Ticker: PXD  
ISIN: US7237871071  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: EDISON C. BUCHANAN  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ANDREW F. CATES   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: TIMOTHY L. DOVE   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: PHILLIP A. GOBE   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LARRY R. GRILLOT  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: STACY P. METHVIN  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: ROYCE W. MITCHELL   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: FRANK A. RISCH  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: SCOTT D. SHEFFIELD  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: MONA K. SUTPHEN   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: J. KENNETH THOMPSON   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: PHOEBE A. WOOD  | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: MICHAEL D. WORTLEY  | Mgmt          | For           |
| 2.     | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016  | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION   | Mgmt          | For           |
| 4.     | APPROVAL OF THE AMENDED AND RESTATED 2006 LONG-TERM INCENTIVE PLAN  | Mgmt          | For           |
| 5.     | APPROVAL OF THE MATERIAL TERMS OF THE AMENDED AND RESTATED 2006 LONG-TERM INCENTIVE PLAN TO COMPLY WITH THE STOCKHOLDER APPROVAL REQUIREMENTS OF SECTION 162 (M) OF THE INTERNAL REVENUE CODE | Mgmt          | For           |

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PPG INDUSTRIES, INC.

Agen

Security: 693506107  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: PPG  
 ISIN: US6935061076

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES G. BERGES   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN V. FARACI  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: VICTORIA F. HAYNES  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MICHAEL H. MCGARRY  | Mgmt          | For           |
| 2.     | APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS   | Mgmt          | For           |
| 3.     | REAPPROVE THE PERFORMANCE GOALS UNDER THE AMENDED AND RESTATED OMNIBUS INCENTIVE PLAN   | Mgmt          | For           |
| 4.     | APPROVE THE AMENDMENT AND RESTATEMENT OF THE AMENDED AND RESTATED OMNIBUS INCENTIVE PLAN  | Mgmt          | For           |
| 5.     | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016        | Mgmt          | For           |
| 6.     | SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY THAT GIVES PREFERENCE TO SHARE REPURCHASES RELATIVE TO CASH DIVIDENDS | Shr           | Against       |

PUBLIC SERVICE ENTERPRISE GROUP INC.

Agen

Security: 744573106  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2016  
 Ticker: PEG  
 ISIN: US7445731067

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIE A. DEESE       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR. | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1C. | ELECTION OF DIRECTOR: WILLIAM V. HICKEY   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RALPH IZZO  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DAVID LILLEY  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THOMAS A. RENYI   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HAK CHEOL SHIN  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RICHARD J. SWIFT  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SUSAN TOMASKY   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ALFRED W. ZOLLAR  | Mgmt | For |
| 2.  | ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION   | Mgmt | For |
| 3.  | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2016 | Mgmt | For |

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 QUALCOMM INCORPORATED

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 Agen

Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 08-Mar-2016  
 Ticker: QCOM  
 ISIN: US7475251036  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: BARBARA T. ALEXANDER | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: RAYMOND V. DITTAMORE | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: JEFFREY W. HENDERSON | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: THOMAS W. HORTON     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
|     | THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: PAUL E. JACOBS   |      |         |
| 1F. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: HARISH MANWANI         | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: MARK D. MCLAUGHLIN     | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: STEVE MOLLENKOPF       | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: CLARK T. RANDT, JR.    | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: FRANCISCO ROS          | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: JONATHAN J. RUBINSTEIN | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED: ANTHONY J. VINCIQUERRA | Mgmt | For     |
| 2.  | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 25, 2016.                                      | Mgmt | For     |
| 3.  | TO APPROVE THE 2016 LONG-TERM INCENTIVE PLAN.   | Mgmt | For     |
| 4.  | TO APPROVE OUR EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 5.  | A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.  | Shr  | Against |

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RED HAT, INC.

Agen

Security: 756577102  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 06-Aug-2015  
 Ticker: RHT  
 ISIN: US7565771026

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: SOHAIB ABBASI   | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: CHARLENE T. BEGLEY  | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: NARENDRA K. GUPTA   | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: WILLIAM S. KAISER   | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: DONALD H. LIVINGSTONE   | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: JAMES M. WHITEHURST   | Mgmt          | For           |
| 2.     | TO RATIFY THE SELECTION OF<br>PRICEWATERHOUSECOOPERS LLP AS RED HAT'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR ENDING FEBRUARY<br>29, 2016 | Mgmt          | For           |
| 3.     | TO APPROVE, ON AN ADVISORY BASIS, A<br>RESOLUTION RELATING TO RED HAT'S EXECUTIVE<br>COMPENSATION   | Mgmt          | For           |

REGIONS FINANCIAL CORPORATION

Agen

Security: 7591EP100  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: RF  
 ISIN: US7591EP1005

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: CAROLYN H. BYRD           | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DAVID J. COOPER, SR.      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DON DEFOSSET              | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ERIC C. FAST              | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: O.B. GRAYSON HALL,<br>JR. | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JOHN D. JOHNS             | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RUTH ANN MARSHALL         | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: SUSAN W. MATLOCK          | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: JOHN E. MAUPIN, JR.   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CHARLES D. MCCRARY  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: LEE J. STYSLINGER III   | Mgmt | For |
| 2.  | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |
| 3.  | NONBINDING STOCKHOLDER APPROVAL OF EXECUTIVE COMPENSATION.  | Mgmt | For |

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REYNOLDS AMERICAN INC.

Agen

Security: 761713106  
Meeting Type: Annual  
Meeting Date: 05-May-2016  
Ticker: RAI  
ISIN: US7617131062

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF CLASS III DIRECTOR: SUSAN M. CAMERON   | Mgmt          | For           |
| 1B.    | ELECTION OF CLASS III DIRECTOR: MARTIN D. FEINSTEIN  | Mgmt          | For           |
| 1C.    | ELECTION OF CLASS III DIRECTOR: MURRAY S. KESSLER  | Mgmt          | For           |
| 1D.    | ELECTION OF CLASS III DIRECTOR: LIONEL L. NOWELL, III  | Mgmt          | For           |
| 1E.    | ELECTION OF CLASS III DIRECTOR: RICARDO OBERLANDER   | Mgmt          | For           |
| 1F.    | ELECTION OF CLASS II DIRECTOR: JEROME ABELMAN  | Mgmt          | For           |
| 1G.    | ELECTION OF CLASS II DIRECTOR: ROBERT LERWILL  | Mgmt          | For           |
| 2.     | AMENDMENT TO ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS                            | Mgmt          | For           |
| 3.     | AMENDMENT TO ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF RAI COMMON STOCK | Mgmt          | For           |
| 4.     | ADVISORY VOTE TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS                                  | Mgmt          | For           |
| 5.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
FIRM FOR 2016

- |    |  |     |         |
|----|--|-----|---------|
| 6. | SHAREHOLDER PROPOSAL ON ADOPTION OF PAYOUT POLICY PREFERENCE FOR SHARE REPURCHASES | Shr | Against |
| 7. | SHAREHOLDER PROPOSAL ON MEDIATION OF ALLEGED HUMAN RIGHTS VIOLATIONS               | Shr | Against |

ROBERT HALF INTERNATIONAL INC.

Agen

Security: 770323103  
Meeting Type: Annual  
Meeting Date: 16-May-2016  
Ticker: RHI  
ISIN: US7703231032

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 1.     | DIRECTOR<br>ANDREW S. BERWICK, JR.<br>HAROLD M. MESSMER, JR.<br>MARC H. MORIAL<br>BARBARA J. NOVOGRADAC<br>ROBERT J. PACE<br>FREDERICK A. RICHMAN<br>M. KEITH WADDELL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF APPOINTMENT OF AUDITOR.   | Mgmt   | For   |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt   | For   |

ROCKWELL COLLINS, INC.

Agen

Security: 774341101  
Meeting Type: Annual  
Meeting Date: 04-Feb-2016  
Ticker: COL  
ISIN: US7743411016

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1.     | DIRECTOR<br>J.A. EDWARDSON<br>A.J. POLICANO<br>J.L. TURNER                              | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION:<br>FOR A NON-BINDING RESOLUTION TO APPROVE THE | Mgmt                 | For               |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.

|    |  |      |     |
|----|--|------|-----|
| 3. | SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM: FOR THE SELECTION OF DELOITTE & TOUCHE LLP FOR FISCAL YEAR 2016. | Mgmt | For |
|----|--|------|-----|

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 RYDER SYSTEM, INC.

Agen

Security: 783549108  
 Meeting Type: Annual  
 Meeting Date: 06-May-2016  
 Ticker: R  
 ISIN: US7835491082

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR FOR A 1-YEAR TERM OF OFFICE EXPIRING AT THE 2017 ANNUAL MEETING: ROBERT J. ECK                             | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR FOR A 1-YEAR TERM OF OFFICE EXPIRING AT THE 2017 ANNUAL MEETING: TAMARA L. LUNDGREN                        | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR FOR A 1-YEAR TERM OF OFFICE EXPIRING AT THE 2017 ANNUAL MEETING: ABBIE J. SMITH                            | Mgmt          | For           |
| 2.     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR. | Mgmt          | For           |
| 3.     | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 4.     | APPROVAL OF THE AMENDED AND RESTATED 2012 EQUITY AND INCENTIVE COMPENSATION PLAN.   | Mgmt          | For           |
| 5.     | APPROVAL OF THE AMENDED AND RESTATED STOCK PURCHASE PLAN FOR EMPLOYEES.   | Mgmt          | For           |

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 SALESFORCE.COM, INC.

Agen

Security: 79466L302  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2016  
 Ticker: CRM  
 ISIN: US79466L3024

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MARC BENIOFF  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: KEITH BLOCK   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CRAIG CONWAY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALAN HASSENFELD   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: NEELIE KROES  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: COLIN POWELL  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: SANFORD ROBERTSON   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOHN V. ROOS  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LAWRENCE TOMLINSON  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: ROBIN WASHINGTON  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: MAYNARD WEBB  | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: SUSAN WOJCICKI  | Mgmt          | For           |
| 2.     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF CERTIFICATE OF INCORPORATION TO CLARIFY PROVISIONS RELATED TO REMOVAL OF DIRECTORS | Mgmt          | For           |
| 3.     | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS  | Mgmt          | For           |
| 4.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION   | Mgmt          | For           |
| 5.     | STOCKHOLDER PROPOSAL FOR POLICY LIMITING CHANGE IN CONTROL BENEFITS   | Shr           | For           |
| 6.     | STOCKHOLDER PROPOSAL FOR SHARE RETENTION POLICY FOR SENIOR EXECUTIVES   | Shr           | Against       |

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SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

Security: 806857108  
 Meeting Type: Annual  
 Meeting Date: 06-Apr-2016  
 Ticker: SLB  
 ISIN: AN8068571086

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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: PETER L.S. CURRIE   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON | Mgmt          | For           |

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DARKES

|     |  |      |     |
|-----|--|------|-----|
| 1C. | ELECTION OF DIRECTOR: PAAL KIBSGAARD   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV  | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL E. MARKS   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: INDRA K. NOOYI   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: LUBNA S. OLAYAN  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LEO RAFAEL REIF  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: TORE I. SANDVOLD   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: HENRI SEYDOUX  | Mgmt | For |
| 2.  | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.  | Mgmt | For |
| 3.  | TO APPROVE THE COMPANY'S 2015 FINANCIAL STATEMENTS AND THE BOARD'S 2015 DECLARATIONS OF DIVIDENDS.   | Mgmt | For |
| 4.  | TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.  | Mgmt | For |
| 5.  | TO APPROVE AMENDMENTS TO THE COMPANY'S ARTICLES OF INCORPORATION TO ALLOW THE BOARD TO FIX THE AUTHORIZED NUMBER OF DIRECTORS AT A MEETING SUBJECT TO STOCKHOLDER APPROVAL AND TO REFLECT CHANGES TO THE CURACAO CIVIL CODE. | Mgmt | For |
| 6.  | TO APPROVE A RESOLUTION TO FIX THE NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS AT NOT MORE THAN 12, SUBJECT TO APPROVAL OF ITEM 5.   | Mgmt | For |
| 7.  | TO APPROVE OUR AMENDED AND RESTATED FRENCH SUB-PLAN FOR PURPOSES OF QUALIFICATION UNDER FRENCH LAW, TO PROVIDE RECIPIENTS OF EQUITY GRANTS THEREUNDER WITH PREFERENTIAL TAX TREATMENT UNDER FRENCH LAW.                      | Mgmt | For |

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 SIMON PROPERTY GROUP, INC.

Agen

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 Security: 828806109  
 Meeting Type: Annual  
 Meeting Date: 11-May-2016  
 Ticker: SPG  
 ISIN: US8288061091  
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Prop.# Proposal

Proposal

Proposal Vote

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   | Type |     |
|-----|---|------|-----|
| 1A. | ELECTION OF DIRECTOR: GLYN F. AEPPEL  | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK  | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D.  | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALLAN HUBBARD   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ   | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: GARY M. RODKIN  | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DANIEL C. SMITH,<br>PH.D.   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR.  | Mgmt | For |
| 2.  | ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE<br>COMPENSATION.                               | Mgmt | For |
| 3.  | RATIFICATION OF ERNST & YOUNG LLP AS<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM. | Mgmt | For |

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SOUTHWEST AIRLINES CO.

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Agen

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Security: 844741108  
Meeting Type: Annual  
Meeting Date: 18-May-2016  
Ticker: LUV  
ISIN: US8447411088  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DAVID W. BIEGLER      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: J. VERONICA BIGGINS   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DOUGLAS H. BROOKS     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: WILLIAM H. CUNNINGHAM | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOHN G. DENISON       | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS W. GILLIGAN    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: GARY C. KELLY         | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: GRACE D. LIEBLEIN     | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: NANCY B. LOEFFLER     | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JOHN T. MONTFORD      | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 1K. | ELECTION OF DIRECTOR: RON RICKS  | Mgmt | For     |
| 2.  | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt | For     |
| 3.  | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt | For     |
| 4.  | ADVISORY VOTE ON SHAREHOLDER PROPOSAL TO ADOPT A SHAREHOLDER PROXY ACCESS BYLAW.   | Shr  | Against |

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STANLEY BLACK & DECKER, INC.

Agen

Security: 854502101  
 Meeting Type: Annual  
 Meeting Date: 20-Apr-2016  
 Ticker: SWK  
 ISIN: US8545021011

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>ANDREA J. AYERS<br>GEORGE W. BUCKLEY<br>PATRICK D. CAMPBELL<br>CARLOS M. CARDOSO<br>ROBERT B. COUTTS<br>DEBRA A. CREW<br>MICHAEL D. HANKIN<br>ANTHONY LUISO<br>JOHN F. LUNDGREN<br>MARIANNE M. PARRS<br>ROBERT L. RYAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVE THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE COMPANY'S 2016 FISCAL YEAR.   | Mgmt   | For   |
| 3.     | APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | For   |
| 4.     | APPROVE SHAREHOLDER PROPOSAL REGARDING GENERAL PAYOUT POLICY.  | Shr  | Against   |

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STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Agen

Security: 85590A401  
 Meeting Type: Special  
 Meeting Date: 08-Apr-2016

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Ticker: HOT  
ISIN: US85590A4013

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | TO APPROVE THE TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 15, 2015, BY AND AMONG STARWOOD, MARRIOTT INTERNATIONAL, INC., A DELAWARE CORPORATION ("MARRIOTT"), SOLAR MERGER SUB 1, INC., A WHOLLY OWNED DIRECT SUBSIDIARY OF STARWOOD ("HOLDCO"), SOLAR MERGER SUB 2, INC., ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt          | For           |
| 2.     | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO STARWOOD'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMBINATION TRANSACTIONS.  | Mgmt          | For           |

STATE STREET CORPORATION

Agen

Security: 857477103  
Meeting Type: Annual  
Meeting Date: 18-May-2016  
Ticker: STT  
ISIN: US8574771031

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: K. BURNES          | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: P. DE SAINT-AIGNAN | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: L. DUGLE           | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: W. FREDA           | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: A. FAWCETT         | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: L. HILL            | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: J. HOOLEY          | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: R. SERGEL          | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: R. SKATES          | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: G. SUMME           | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: T. WILSON          | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
| 2. | TO APPROVE AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.  | Mgmt | For |
| 3. | TO APPROVE THE 2016 SENIOR EXECUTIVE ANNUAL INCENTIVE PLAN.   | Mgmt | For |
| 4. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS STATE STREET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |

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STRYKER CORPORATION

Agen

Security: 863667101  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: SYK  
 ISIN: US8636671013

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A)    | ELECTION OF DIRECTOR: HOWARD E. COX, JR.   | Mgmt          | For           |
| 1B)    | ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D.  | Mgmt          | For           |
| 1C)    | ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM   | Mgmt          | For           |
| 1D)    | ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI  | Mgmt          | For           |
| 1E)    | ELECTION OF DIRECTOR: ALLAN C. GOLSTON   | Mgmt          | For           |
| 1F)    | ELECTION OF DIRECTOR: KEVIN A. LOBO  | Mgmt          | For           |
| 1G)    | ELECTION OF DIRECTOR: WILLIAM U. PARFET  | Mgmt          | For           |
| 1H)    | ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL   | Mgmt          | For           |
| 1I)    | ELECTION OF DIRECTOR: RONDA E. STRYKER   | Mgmt          | For           |
| 2.     | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 3.     | APPROVAL OF THE 2011 LONG-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED.                                    | Mgmt          | For           |
| 4.     | APPROVAL, IN AN ADVISORY VOTE, OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.                      | Mgmt          | For           |

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SUNTRUST BANKS, INC.

Agen

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 867914103  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: STI  
 ISIN: US8679141031

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DALLAS S. CLEMENT   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: PAUL R. GARCIA  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: M. DOUGLAS IVESTER  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KYLE PRECHTL LEGG   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DONNA S. MOREA  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DAVID M. RATCLIFFE  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WILLIAM H. ROGERS, JR.  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: FRANK P. SCRUGGS, JR.   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: BRUCE L. TANNER   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: THOMAS R. WATJEN  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: DR. PHAIL WYNN, JR.   | Mgmt          | For           |
| 2.     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.             | Mgmt          | For           |
| 3.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR 2016. | Mgmt          | For           |

T. ROWE PRICE GROUP, INC.

Agen

Security: 74144T108  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: TROW  
 ISIN: US74144T1088

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MARK S. BARTLETT  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDWARD C. BERNARD | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MARY K. BUSH      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| 1D. | ELECTION OF DIRECTOR: H. LAWRENCE CULP, JR.   | Mgmt | For     |
| 1E. | ELECTION OF DIRECTOR: DR. FREEMAN A. HRABOWSKI, III   | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: ROBERT F. MACLELLAN   | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: BRIAN C. ROGERS   | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: OLYMPIA J. SNOWE  | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: WILLIAM J. STROMBERG  | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: DWIGHT S. TAYLOR  | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE   | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR: ALAN D. WILSON  | Mgmt | For     |
| 2.  | TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS. | Mgmt | For     |
| 3.  | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.              | Mgmt | For     |
| 4.  | STOCKHOLDER PROPOSAL ON VOTING MATTERS RELATED TO CLIMATE CHANGE.   | Shr  | Against |

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 TARGET CORPORATION

Agen

Security: 87612E106  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2016  
 Ticker: TGT  
 ISIN: US87612E1064

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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ROXANNE S. AUSTIN     | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR. | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: BRIAN C. CORNELL      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CALVIN DARDEN         | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: HENRIQUE DE CASTRO    | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ROBERT L. EDWARDS     | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MELANIE L. HEALEY     | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DONALD R. KNAUSS      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: MONICA C. LOZANO  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MARY E. MINNICK   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: ANNE M. MULCAHY   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DERICA W. RICE  | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: KENNETH L. SALAZAR  | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: JOHN G. STUMPF  | Mgmt | For |
| 2.  | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3.  | COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION ("SAY-ON-PAY").                         | Mgmt | For |
| 4.  | SHAREHOLDER PROPOSAL TO REPORT ON CRITERIA FOR SELECTING COUNTRIES FOR OPERATIONS.                                    | Shr  | For |

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 TESSERA TECHNOLOGIES, INC.

Agen

Security: 88164L100  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: TSRA  
 ISIN: US88164L1008

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | ELECTION OF DIRECTOR: RICHARD S. HILL  | Mgmt          | For           |
| 1.2    | ELECTION OF DIRECTOR: CHRISTOPHER A. SEAMS   | Mgmt          | For           |
| 1.3    | ELECTION OF DIRECTOR: DONALD E. STOUT  | Mgmt          | For           |
| 1.4    | ELECTION OF DIRECTOR: GEORGE A. RIEDEL   | Mgmt          | For           |
| 1.5    | ELECTION OF DIRECTOR: JOHN CHENAULT  | Mgmt          | For           |
| 1.6    | ELECTION OF DIRECTOR: THOMAS LACEY   | Mgmt          | For           |
| 1.7    | ELECTION OF DIRECTOR: TUDOR BROWN  | Mgmt          | For           |
| 2      | TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3      | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS YEAR ENDING DECEMBER 31, 2016. | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

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 TEXAS INSTRUMENTS INCORPORATED

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 Agen

Security: 882508104  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: TXN  
 ISIN: US8825081040  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: R.W. BABB, JR.   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: M.A. BLINN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: D.A. CARP  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: J.F. CLARK   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: C.S. COX   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: R. KIRK  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: P.H. PATSLEY   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: R.E. SANCHEZ   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: W.R. SANDERS   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: R.K. TEMPLETON   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: C.T. WHITMAN   | Mgmt          | For           |
| 2.     | BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 4.     | BOARD PROPOSAL TO APPROVE AMENDMENTS TO THE TEXAS INSTRUMENTS 2009 LONG-TERM INCENTIVE PLAN.   | Mgmt          | For           |

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 TEXTRON INC.

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 Agen

Security: 883203101  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: TXT  
 ISIN: US8832031012  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SCOTT C. DONNELLY  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: KATHLEEN M. BADER  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: R. KERRY CLARK   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JAMES T. CONWAY  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: IVOR J. EVANS  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: LAWRENCE K. FISH   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: PAUL E. GAGNE  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DAIN M. HANCOCK  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LORD POWELL OF BAYSWATER KCMG                                  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: LLOYD G. TROTTER   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: JAMES L. ZIEMER  | Mgmt          | For           |
| 2.     | APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt          | For           |
| 3.     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.        | Mgmt          | For           |

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 THE AES CORPORATION

Agem

Security: 00130H105  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: AES  
 ISIN: US00130H1059  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ANDRES GLUSKI         | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHARLES L. HARRINGTON | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: KRISTINA M. JOHNSON   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: TARUN KHANNA          | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: HOLLY K. KOEPPPEL     | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PHILIP LADER          | Mgmt          | For           |



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|     |   |      |     |
|-----|---|------|-----|
| 1G. | ELECTION OF DIRECTOR: JAMES H. MILLER   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN B. MORSE, JR.  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MOISES NAIM   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI   | Mgmt | For |
| 2.  | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR 2016.       | Mgmt | For |
| 3.  | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.   | Mgmt | For |
| 4.  | IF PROPERLY PRESENTED, A NONBINDING STOCKHOLDER PROPOSAL SEEKING A REPORT ON COMPANY POLICIES AND TECHNOLOGICAL ADVANCES. | Shr  | For |

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 THE BOEING COMPANY

Agen

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 Security: 097023105  
 Meeting Type: Annual  
 Meeting Date: 02-May-2016  
 Ticker: BA  
 ISIN: US0970231058  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: DAVID L. CALHOUN            | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR. | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LYNN J. GOOD                | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: LAWRENCE W. KELLNER         | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: EDWARD M. LIDDY             | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DENNIS A. MUILENBURG        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: SUSAN C. SCHWAB             | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON       | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: RONALD A. WILLIAMS          | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI          | Mgmt          | For           |

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|    |  |      |         |
|----|--|------|---------|
| 2. | APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.             | Mgmt | For     |
| 3. | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2016. | Mgmt | For     |
| 4. | SHAREHOLDER PROPOSAL: FURTHER REPORT ON LOBBYING ACTIVITIES.                     | Shr  | For     |
| 5. | SHAREHOLDER PROPOSAL: SPECIAL SHAREOWNER MEETINGS.                               | Shr  | For     |
| 6. | SHAREHOLDER PROPOSAL: INDEPENDENT BOARD CHAIRMAN.                                | Shr  | Against |
| 7. | SHAREHOLDER PROPOSAL: ARMS SALES TO ISRAEL.                                      | Shr  | For     |

-----  
 THE CLOROX COMPANY

Agen

-----  
 Security: 189054109  
 Meeting Type: Annual  
 Meeting Date: 18-Nov-2015  
 Ticker: CLX  
 ISIN: US1890541097  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD H. CARMONA                       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: BENNO DORER                              | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: SPENCER C. FLEISCHER                     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: GEORGE J. HARAD                          | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ESTHER LEE                               | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT                    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JEFFREY NODDLE                           | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROGELIO REBOLLEDO                        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: PAMELA THOMAS-GRAHAM                     | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: CAROLYN M. TICKNOR                       | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS                  | Mgmt          | For           |
| 2.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.                       | Mgmt          | For           |
| 3.     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 4.     | APPROVAL OF THE MATERIAL TERMS OF THE                          | Mgmt          | For           |

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PERFORMANCE GOALS UNDER THE COMPANY'S  
EXECUTIVE INCENTIVE COMPENSATION PLAN.

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THE COCA-COLA COMPANY

Agen

Security: 191216100  
Meeting Type: Annual  
Meeting Date: 27-Apr-2016  
Ticker: KO  
ISIN: US1912161007  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: HERBERT A. ALLEN       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: RONALD W. ALLEN        | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: MARC BOLLAND           | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: ANA BOTIN              | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: HOWARD G. BUFFETT      | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: RICHARD M. DALEY       | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: BARRY DILLER           | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: HELENE D. GAYLE        | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: EVAN G. GREENBERG      | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: ALEXIS M. HERMAN       | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: MUHTAR KENT            | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: ROBERT A. KOTICK       | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: MARIA ELENA LAGOMASINO | Mgmt          | For           |
| 1N.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE 2017 ANNUAL MEETING: SAM NUNN               | Mgmt          | For           |
| 1O.    | ELECTION OF DIRECTOR TO SERVE UNTIL THE   | Mgmt          | For           |

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2017 ANNUAL MEETING: DAVID B. WEINBERG

|    |   |      |         |
|----|---|------|---------|
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION   | Mgmt | For     |
| 3. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE INCENTIVE PLAN OF THE COCA-COLA COMPANY TO PERMIT THE TAX DEDUCTIBILITY OF CERTAIN AWARDS | Mgmt | For     |
| 4. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS TO SERVE FOR THE 2016 FISCAL YEAR                              | Mgmt | For     |
| 5. | SHAREOWNER PROPOSAL REGARDING HOLY LAND PRINCIPLES  | Shr  | For     |
| 6. | SHAREOWNER PROPOSAL REGARDING RESTRICTED STOCK  | Shr  | Against |
| 7. | SHAREOWNER PROPOSAL REGARDING ALIGNMENT BETWEEN CORPORATE VALUES AND POLITICAL AND POLICY ACTIVITY  | Shr  | For     |

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THE ESTEE LAUDER COMPANIES INC.

Agen

Security: 518439104  
Meeting Type: Annual  
Meeting Date: 12-Nov-2015  
Ticker: EL  
ISIN: US5184391044

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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF CLASS I DIRECTOR: ROSE MARIE BRAVO PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR        | Mgmt          | For           |
| 1B.    | ELECTION OF CLASS I DIRECTOR: PAUL J. FRIBOURG PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR        | Mgmt          | For           |
| 1C.    | ELECTION OF CLASS I DIRECTOR: MELLODY HOBSON PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR          | Mgmt          | For           |
| 1D.    | ELECTION OF CLASS I DIRECTOR: IRVINE O. HOCKADAY, JR. PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR | Mgmt          | For           |
| 1E.    | ELECTION OF CLASS I DIRECTOR: BARRY S. STERNLICHT PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR     | Mgmt          | For           |
| 2.     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR THE 2016 FISCAL   | Mgmt          | For           |

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YEAR.

|    |  |      |     |
|----|--|------|-----|
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For |
| 4. | APPROVAL OF THE ESTEE LAUDER COMPANIES INC. AMENDED AND RESTATED FISCAL 2002 SHARE INCENTIVE PLAN.           | Mgmt | For |
| 5. | APPROVAL OF THE ESTEE LAUDER COMPANIES INC. AMENDED AND RESTATED NON-EMPLOYEE DIRECTOR SHARE INCENTIVE PLAN. | Mgmt | For |

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 THE GOLDMAN SACHS GROUP, INC.

Agen

Security: 38141G104  
 Meeting Type: Annual  
 Meeting Date: 20-May-2016  
 Ticker: GS  
 ISIN: US38141G1040

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: M. MICHELE BURNS   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GARY D. COHN   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARK FLAHERTY  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: WILLIAM W. GEORGE  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JAMES A. JOHNSON   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LAKSHMI N. MITTAL  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ADEBAYO O. OGUNLESI  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: PETER OPPENHEIMER  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: DEBORA L. SPAR   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: MARK E. TUCKER   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: DAVID A. VINIAR  | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: MARK O. WINKELMAN  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (SAY ON PAY)   | Mgmt          | For           |
| 3.     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Mgmt          | For           |

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|    |  |     |         |
|----|--|-----|---------|
| 4. | SHAREHOLDER PROPOSAL TO PROHIBIT VESTING OF EQUITY AWARDS UPON ENTERING GOVERNMENT SERVICE | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL TO CHANGE THE VOTE COUNTING STANDARD FOR SHAREHOLDER PROPOSALS        | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL TO REQUIRE AN INDEPENDENT BOARD CHAIRMAN                              | Shr | Against |

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 THE GOODYEAR TIRE & RUBBER COMPANY

Agen

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 Security: 382550101  
 Meeting Type: Annual  
 Meeting Date: 11-Apr-2016  
 Ticker: GT  
 ISIN: US3825501014  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A)    | ELECTION OF DIRECTOR: WILLIAM J. CONATY   | Mgmt          | For           |
| 1B)    | ELECTION OF DIRECTOR: JAMES A. FIRESTONE  | Mgmt          | For           |
| 1C)    | ELECTION OF DIRECTOR: WERNER GEISSLER   | Mgmt          | For           |
| 1D)    | ELECTION OF DIRECTOR: PETER S. HELLMAN  | Mgmt          | For           |
| 1E)    | ELECTION OF DIRECTOR: LAURETTE T. KOELLNER  | Mgmt          | For           |
| 1F)    | ELECTION OF DIRECTOR: RICHARD J. KRAMER   | Mgmt          | For           |
| 1G)    | ELECTION OF DIRECTOR: W. ALAN MCCOLLOUGH  | Mgmt          | For           |
| 1H)    | ELECTION OF DIRECTOR: JOHN E. MCGLADE   | Mgmt          | For           |
| 1I)    | ELECTION OF DIRECTOR: MICHAEL J. MORELL   | Mgmt          | For           |
| 1J)    | ELECTION OF DIRECTOR: RODERICK A. PALMORE   | Mgmt          | For           |
| 1K)    | ELECTION OF DIRECTOR: STEPHANIE A. STREETER   | Mgmt          | For           |
| 1L)    | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER  | Mgmt          | For           |
| 1M)    | ELECTION OF DIRECTOR: MICHAEL R. WESSEL   | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 4.     | SHAREHOLDER PROPOSAL RE: PROXY ACCESS.  | Shr           | Against       |

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 THE HERSHEY COMPANY

Agen

Security: 427866108  
 Meeting Type: Annual  
 Meeting Date: 04-May-2016  
 Ticker: HSY  
 ISIN: US4278661081  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>P.M. ARWAY<br>J.P. BILBREY<br>R.F. CAVANAUGH<br>C.A. DAVIS<br>M.K. HABEN<br>R.M. MALCOLM<br>J.M. MEAD<br>J.E. NEVELS<br>A.J. PALMER<br>T.J. RIDGE<br>D.L. SHEDLARZ | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2016.   | Mgmt   | For   |
| 3.     | APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON A NON-BINDING ADVISORY BASIS.  | Mgmt   | For   |
| 4.     | RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE HERSHEY COMPANY EQUITY AND INCENTIVE COMPENSATION PLAN.  | Mgmt   | For   |
| 5.     | STOCKHOLDER PROPOSAL ENTITLED "REPORT ON USE OF NANOMATERIALS."  | Shr  | Against   |

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 THE HOME DEPOT, INC.

Agen

Security: 437076102  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: HD  
 ISIN: US4370761029  
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| Prop.# | Proposal                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: GERARD J. ARPEY | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ARI BOUSBIB     | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1C. | ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN   | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: J. FRANK BROWN   | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ALBERT P. CAREY  | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ARMANDO CODINA   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HELENA B. FOULKES  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LINDA R. GOODEN  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WAYNE M. HEWETT  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KAREN L. KATEN   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CRAIG A. MENEAR  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MARK VADON   | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP  | Mgmt | For |
| 3.  | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION  | Mgmt | For |
| 4.  | SHAREHOLDER PROPOSAL REGARDING PREPARATION OF AN EMPLOYMENT DIVERSITY REPORT                                   | Shr  | For |
| 5.  | SHAREHOLDER PROPOSAL TO REDUCE THE THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS TO 10% OF OUTSTANDING SHARES | Shr  | For |

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 THE KRAFT HEINZ COMPANY

Agen

Security: 500754106  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: KHC  
 ISIN: US5007541064

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| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: GREGORY E. ABEL    | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ALEXANDRE BEHRING  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: WARREN E. BUFFETT  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JOHN T. CAHILL     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: TRACY BRITT COOL   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JEANNE P. JACKSON  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JORGE PAULO LEMANN | Mgmt          | For           |



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|     |   |      |        |
|-----|---|------|--------|
| 1H. | ELECTION OF DIRECTOR: MACKEY J. MCDONALD  | Mgmt | For    |
| 1I. | ELECTION OF DIRECTOR: JOHN C. POPE  | Mgmt | For    |
| 1J. | ELECTION OF DIRECTOR: MARCEL HERRMANN<br>TELLES   | Mgmt | For    |
| 2.  | ADVISORY VOTE TO APPROVE EXECUTIVE<br>COMPENSATION.   | Mgmt | For    |
| 3.  | ADVISORY VOTE ON THE FREQUENCY OF AN<br>EXECUTIVE COMPENSATION VOTE.                                    | Mgmt | 1 Year |
| 4.  | APPROVAL OF THE KRAFT HEINZ COMPANY 2016<br>OMNIBUS INCENTIVE PLAN.                                     | Mgmt | For    |
| 5.  | RATIFICATION OF THE SELECTION OF<br>PRICEWATERHOUSECOOPERS LLP AS OUR<br>INDEPENDENT AUDITORS FOR 2016. | Mgmt | For    |

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 THE KROGER CO.

Agen

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 Security: 501044101  
 Meeting Type: Annual  
 Meeting Date: 23-Jun-2016  
 Ticker: KR  
 ISIN: US5010441013  
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| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: NORA A. AUFREITER             | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT D. BEYER               | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: ANNE GATES                    | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: SUSAN J. KROPF                | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: W. RODNEY MCMULLEN            | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: JORGE P. MONTOYA              | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: CLYDE R. MOORE                | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: SUSAN M. PHILLIPS             | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: JAMES A. RUNDE                | Mgmt             | For           |
| 1J.    | ELECTION OF DIRECTOR: RONALD L. SARGENT             | Mgmt             | For           |
| 1K.    | ELECTION OF DIRECTOR: BOBBY S. SHACKOULS            | Mgmt             | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE<br>COMPENSATION. | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP,<br>AS AUDITORS.  | Mgmt | For     |
| 4. | A SHAREHOLDER PROPOSAL, IF PROPERLY<br>PRESENTED, TO PUBLISH A REPORT ON HUMAN<br>RIGHTS RISKS OF OPERATIONS AND SUPPLY<br>CHAIN.  | Shr  | For     |
| 5. | A SHAREHOLDER PROPOSAL, IF PROPERLY<br>PRESENTED, TO ISSUE A REPORT ASSESSING THE<br>ENVIRONMENTAL IMPACTS OF USING UNRECYCLABLE<br>PACKAGING FOR PRIVATE LABEL BRANDS.  | Shr  | For     |
| 6. | A SHAREHOLDER PROPOSAL, IF PROPERLY<br>PRESENTED, TO ISSUE A REPORT ASSESSING THE<br>CLIMATE BENEFITS AND FEASIBILITY OF<br>ADOPTING ENTERPRISE-WIDE, QUANTITATIVE,<br>TIME BOUND TARGETS FOR INCREASING RENEWABLE<br>ENERGY SOURCING. | Shr  | For     |
| 7. | A SHAREHOLDER PROPOSAL, IF PROPERLY<br>PRESENTED, TO ADOPT A GENERAL PAYOUT POLICY<br>THAT GIVES PREFERENCE TO SHARE REPURCHASES<br>(RELATIVE TO CASH DIVIDENDS) AS A METHOD TO<br>RETURN CAPITAL TO SHAREHOLDERS.                     | Shr  | Against |

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 THE PROCTER & GAMBLE COMPANY

Agen

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 Security: 742718109  
 Meeting Type: Annual  
 Meeting Date: 13-Oct-2015  
 Ticker: PG  
 ISIN: US7427181091  
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| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: FRANCIS S. BLAKE          | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: ANGELA F. BRALY           | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: KENNETH I. CHENAULT       | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: SCOTT D. COOK             | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: SUSAN<br>DESMOND-HELLMANN | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: A.G. LAFLEY               | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: TERRY J. LUNDGREN         | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: W. JAMES MCNERNEY,<br>JR. | Mgmt             | For           |
| 1I.    | ELECTION OF DIRECTOR: DAVID S. TAYLOR           | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| 1J. | ELECTION OF DIRECTOR: MARGARET C. WHITMAN                                     | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER                                  | Mgmt | For     |
| 1L. | ELECTION OF DIRECTOR: PATRICIA A. WOERTZ                                      | Mgmt | For     |
| 1M. | ELECTION OF DIRECTOR: ERNESTO ZEDILLO   | Mgmt | For     |
| 2.  | RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM       | Mgmt | For     |
| 3.  | ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION (THE "SAY ON PAY" VOTE) | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL - PROXY ACCESS   | Shr  | Against |

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THE TRAVELERS COMPANIES, INC.

Agen

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Security: 89417E109  
Meeting Type: Annual  
Meeting Date: 19-May-2016  
Ticker: TRV  
ISIN: US89417E1091

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ALAN L. BELLER             | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN H. DASBURG            | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JANET M. DOLAN             | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN      | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAY S. FISHMAN             | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PATRICIA L. HIGGINS        | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: THOMAS R. HODGSON          | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM J. KANE            | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH JR. | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: PHILIP T. RUEGGER III      | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: TODD C. SCHERMERHORN       | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: ALAN D. SCHNITZER          | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: DONALD J. SHEPARD          | Mgmt          | For           |
| 1N.    | ELECTION OF DIRECTOR: LAURIE J. THOMSEN          | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE TRAVELERS COMPANIES, INC. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.                   | Mgmt | For |
| 3. | NON-BINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt | For |
| 4. | APPROVE AN AMENDMENT TO THE TRAVELERS COMPANIES, INC. 2014 STOCK INCENTIVE PLAN.   | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL RELATING TO INCREASED DISCLOSURE OF POLITICAL CONTRIBUTIONS AND EXPENDITURES, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS. | Shr  | For |
| 6. | SHAREHOLDER PROPOSAL RELATING TO INCREASED DISCLOSURE OF LOBBYING, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.                                 | Shr  | For |

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 THE WALT DISNEY COMPANY

Agen

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 Security: 254687106  
 Meeting Type: Annual  
 Meeting Date: 03-Mar-2016  
 Ticker: DIS  
 ISIN: US2546871060  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SUSAN E. ARNOLD  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN S. CHEN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JACK DORSEY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ROBERT A. IGER   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: FRED H. LANGHAMMER   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: AYLWIN B. LEWIS  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MARK G. PARKER   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: SHERYL K. SANDBERG   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: ORIN C. SMITH  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2016. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.          | Mgmt | For     |
| 4. | TO APPROVE THE AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION. | Mgmt | For     |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO SIMPLE MAJORITY VOTE.  | Shr  | For     |
| 6. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE.   | Shr  | Against |

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THE WILLIAMS COMPANIES, INC.

Agen

Security: 969457100  
 Meeting Type: Special  
 Meeting Date: 27-Jun-2016  
 Ticker: WMB  
 ISIN: US9694571004

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | TO APPROVE THE ADOPTION OF THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT") AMONG ENERGY TRANSFER EQUITY, L.P., ENERGY TRANSFER CORP LP ("ETC"), ENERGY TRANSFER CORP GP, LLC, LE GP, LLC, ENERGY TRANSFER EQUITY GP, LLC AND THE WILLIAMS COMPANIES, INC. ("WMB"), AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER OF WMB WITH AND INTO ETC. | Mgmt          | For           |
| 2.     | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN WMB AND ITS NAMED EXECUTIVE OFFICERS RELATING TO THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT.  | Mgmt          | For           |
| 3.     | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL.   | Mgmt          | For           |

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TIFFANY & CO.

Agen

Security: 886547108  
 Meeting Type: Annual  
 Meeting Date: 26-May-2016  
 Ticker: TIF

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ISIN: US8865471085

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MICHAEL J. KOWALSKI  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ROSE MARIE BRAVO   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GARY E. COSTLEY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: FREDERIC CUMENAL   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: LAWRENCE K. FISH   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ABBY F. KOHNSTAMM  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: CHARLES K. MARQUIS   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: PETER W. MAY   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: WILLIAM A. SHUTZER   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: ROBERT S. SINGER   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2017.                    | Mgmt          | For           |
| 3.     | APPROVAL OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN FISCAL 2015.  | Mgmt          | For           |
| 4.     | SHAREHOLDER PROPOSAL THAT THE COMPANY ADOPT A GENERAL PAYOUT POLICY THAT GIVES PREFERENCE TO SHARE REPURCHASES (RELATIVE TO CASH DIVIDENDS) AS A METHOD TO RETURN CAPITAL TO SHAREHOLDERS. | Shr           | Against       |

TIVO INC.

Agen

Security: 888706108  
 Meeting Type: Annual  
 Meeting Date: 22-Jul-2015  
 Ticker: TIVO  
 ISIN: US8887061088

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PETER AQUINO   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: DANIEL MOLONEY | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
| 1C | ELECTION OF DIRECTOR: THOMAS WOLZIEN  | Mgmt | For |
| 2. | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2016.   | Mgmt | For |
| 3. | TO APPROVE ON A NON-BINDING, ADVISORY BASIS THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THIS PROXY STATEMENT PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION ("SAY-ON-PAY"). | Mgmt | For |

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TRANSOCEAN, LTD.

Agen

Security: H8817H100  
 Meeting Type: Special  
 Meeting Date: 29-Oct-2015  
 Ticker: RIG  
 ISIN: CH0048265513

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | PAR VALUE REDUCTION   | Mgmt          | For           |
| 2.     | CANCELLATION OF SHARES REPURCHASED UNDER 2009 SHARE REPURCHASE PROGRAM  | Mgmt          | For           |
| 3.     | CANCELLATION OF THIRD AND FOURTH DIVIDEND INSTALLMENTS  | Mgmt          | For           |
| 4.     | ELECTION OF ONE NEW DIRECTOR, JEREMY D. THIGPEN, FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING | Mgmt          | For           |

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UNION PACIFIC CORPORATION

Agen

Security: 907818108  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: UNP  
 ISIN: US9078181081

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: ANDREW H. CARD, JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ERROLL B. DAVIS, JR. | Mgmt          | For           |

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|     |  |      |         |
|-----|--|------|---------|
| 1C. | ELECTION OF DIRECTOR: DAVID B. DILLON  | Mgmt | For     |
| 1D. | ELECTION OF DIRECTOR: LANCE M. FRITZ   | Mgmt | For     |
| 1E. | ELECTION OF DIRECTOR: CHARLES C. KRULAK  | Mgmt | For     |
| 1F. | ELECTION OF DIRECTOR: JANE H. LUTE   | Mgmt | For     |
| 1G. | ELECTION OF DIRECTOR: MICHAEL R. MCCARTHY  | Mgmt | For     |
| 1H. | ELECTION OF DIRECTOR: MICHAEL W. MCCONNELL   | Mgmt | For     |
| 1I. | ELECTION OF DIRECTOR: THOMAS F. MCLARTY,<br>III  | Mgmt | For     |
| 1J. | ELECTION OF DIRECTOR: STEVEN R. ROGEL  | Mgmt | For     |
| 1K. | ELECTION OF DIRECTOR: JOSE H. VILLARREAL   | Mgmt | For     |
| 2.  | RATIFICATION OF THE APPOINTMENT OF DELOITTE<br>& TOUCHE AS THE INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM.         | Mgmt | For     |
| 3.  | AN ADVISORY VOTE TO APPROVE EXECUTIVE<br>COMPENSATION.   | Mgmt | For     |
| 4.  | SHAREHOLDER PROPOSAL REGARDING EXECUTIVES<br>TO RETAIN SIGNIFICANT STOCK IF PROPERLY<br>PRESENTED AT THE ANNUAL MEETING. | Shr  | Against |
| 5.  | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT<br>CHAIRMAN IF PROPERLY PRESENTED AT THE<br>ANNUAL MEETING.                   | Shr  | Against |

UNITED CONTINENTAL HLDGS INC

Agen

Security: 910047109  
Meeting Type: Annual  
Meeting Date: 08-Jun-2016  
Ticker: UAL  
ISIN: US9100471096

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: CAROLYN CORVI      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JANE C. GARVEY     | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: BARNABY M. HARFORD | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: WALTER ISAACSON    | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES A.C. KENNEDY | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ROBERT A. MILTON   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 1G. | ELECTION OF DIRECTOR: OSCAR MUNOZ  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM R. NUTI  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: EDWARD L. SHAPIRO  | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: LAURENCE E. SIMMONS  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DAVID J. VITALE  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAMES M. WHITEHURST  | Mgmt | For |
| 2.  | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016 | Mgmt | For |
| 3.  | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS  | Mgmt | For |

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 UNITEDHEALTH GROUP INCORPORATED

Agen

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 Security: 91324P102  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2016  
 Ticker: UNH  
 ISIN: US91324P1021  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR.              | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDSON BUENO, M.D.                    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RICHARD T. BURKE                     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ROBERT J. DARRETTA                   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY                   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MICHELE J. HOOPER                    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: RODGER A. LAWSON                     | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: GLENN M. RENWICK                     | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.               | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.              | Mgmt          | For           |
| 2.     | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 3. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
|----|--|------|-----|

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 UNUM GROUP

Agen

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 Security: 91529Y106  
 Meeting Type: Annual  
 Meeting Date: 26-May-2016  
 Ticker: UNM  
 ISIN: US91529Y1064  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: THEODORE H. BUNTING, JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: E. MICHAEL CAULFIELD  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CYNTHIA L. EGAN   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: PAMELA H. GODWIN  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: KEVIN T. KABAT  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: TIMOTHY F. KEANEY   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: GLORIA C. LARSON  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: RICHARD P. MCKENNEY   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: EDWARD J. MUHL  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: RONALD P. O'HANLEY  | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: FRANCIS J. SHAMMO   | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: THOMAS R. WATJEN  | Mgmt          | For           |
| 2.     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.                           | Mgmt          | For           |
| 3.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt          | For           |
| 4.     | TO APPROVE THE UNUM EUROPEAN HOLDING COMPANY LIMITED SAVINGS- RELATED SHARE OPTION SCHEME 2016.                         | Mgmt          | For           |

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VARIAN MEDICAL SYSTEMS, INC.

Agen

Security: 92220P105  
 Meeting Type: Annual  
 Meeting Date: 11-Feb-2016  
 Ticker: VAR  
 ISIN: US92220P1057

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1.     | DIRECTOR<br>R. ANDREW ECKERT<br>MARK R. LARET<br>ERICH R. REINHARDT   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | TO APPROVE THE COMPENSATION OF THE VARIAN MEDICAL SYSTEMS, INC. NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT.                                 | Mgmt                 | For               |
| 3.     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS VARIAN MEDICAL SYSTEMS, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016. | Mgmt                 | For               |

VERISIGN, INC.

Agen

Security: 92343E102  
 Meeting Type: Annual  
 Meeting Date: 09-Jun-2016  
 Ticker: VRSN  
 ISIN: US92343E1029

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>D. JAMES BIDZOS<br>KATHLEEN A. COTE<br>THOMAS F. FRIST III<br>JAMIE S. GORELICK<br>ROGER H. MOORE<br>LOUIS A. SIMPSON<br>TIMOTHY TOMLINSON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, VERISIGN, INC.'S EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 3.     | TO APPROVE THE AMENDED AND RESTATED VERISIGN, INC. 2006 EQUITY INCENTIVE PLAN.   | Mgmt   | For   |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 4. | TO APPROVE AN AMENDMENT TO VERISIGN, INC.'S FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PERMIT THE BOARD TO AMEND THE BYLAWS. | Mgmt | For |
| 5. | TO RATIFY THE SELECTION OF KPMG LLP AS VERISIGN, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016. | Mgmt | For |
| 6. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO ADOPT PROXY ACCESS.         | Shr  | For |

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 VERIZON COMMUNICATIONS INC.  
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Agen

Security: 92343V104  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: VZ  
 ISIN: US92343V1044  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU                                  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARK T. BERTOLINI                                      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RICHARD L. CARRION                                     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MELANIE L. HEALEY                                      | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: M. FRANCES KEETH                                       | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: KARL-LUDWIG KLEY                                       | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LOWELL C. MCADAM                                       | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN                                   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: CLARENCE OTIS, JR.                                     | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: RODNEY E. SLATER                                       | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: KATHRYN A. TESIJA                                      | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: GREGORY D. WASSON                                      | Mgmt          | For           |
| 1M.    | ELECTION OF DIRECTOR: GREGORY G. WEAVER                                      | Mgmt          | For           |
| 2.     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE   | Mgmt          | For           |

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### COMPENSATION

|    |                                    |     |         |
|----|------------------------------------|-----|---------|
| 4. | RENEWABLE ENERGY TARGETS           | Shr | For     |
| 5. | INDIRECT POLITICAL SPENDING REPORT | Shr | For     |
| 6. | LOBBYING ACTIVITIES REPORT         | Shr | For     |
| 7. | INDEPENDENT CHAIR POLICY           | Shr | Against |
| 8. | SEVERANCE APPROVAL POLICY          | Shr | Against |
| 9. | STOCK RETENTION POLICY             | Shr | Against |

VISA INC.

Agen

Security: 92826C839  
 Meeting Type: Annual  
 Meeting Date: 03-Feb-2016  
 Ticker: V  
 ISIN: US92826C8394

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: LLOYD A. CARNEY   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARY B. CRANSTON  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL                               | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR.  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: CATHY E. MINEHAN  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: DAVID J. PANG   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: CHARLES W. SCHARF   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JOHN A.C. SWAINSON  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR.  | Mgmt          | For           |
| 2.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 3.     | APPROVAL OF VISA INC. 2007 EQUITY INCENTIVE COMPENSATION PLAN, AS AMENDED AND RESTATED. | Mgmt          | For           |
| 4.     | APPROVAL OF VISA INC. INCENTIVE PLAN, AS AMENDED AND RESTATED.                          | Mgmt          | For           |



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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BRADBURY H. ANDERSON   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: FRANK M. CLARK, JR.  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ANDRES R. GLUSKI   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: PATRICK W. GROSS   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: VICTORIA M. HOLT   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: KATHLEEN M. MAZZARELLA   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: JOHN C. POPE   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: W. ROBERT REUM   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: DAVID P. STEINER   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.    | Mgmt          | For           |
| 3.     | APPROVAL OF OUR EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 4.     | STOCKHOLDER PROPOSAL REGARDING A POLICY ON ACCELERATED VESTING OF EQUITY AWARDS, IF PROPERLY PRESENTED AT THE MEETING. | Shr           | Against       |

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WELLS FARGO & COMPANY

Agen

Security: 949746101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: WFC  
 ISIN: US9497461015

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| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JOHN D. BAKER II  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ELAINE L. CHAO    | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN S. CHEN      | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: LLOYD H. DEAN     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ELIZABETH A. DUKE | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: SUSAN E. ENGEL    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1G. | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.  | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DONALD M. JAMES   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: FEDERICO F. PENA  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JAMES H. QUIGLEY  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: STEPHEN W. SANGER   | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JOHN G. STUMPF  | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: SUSAN G. SWENSON  | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT  | Mgmt | For |
| 2.  | VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For |
| 3.  | RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |
| 4.  | ADOPT A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.  | Shr  | For |
| 5.  | PROVIDE A REPORT ON THE COMPANY'S LOBBYING POLICIES AND PRACTICES.  | Shr  | For |

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 WESTROCK COMPANY

Agen

Security: 96145D105  
 Meeting Type: Annual  
 Meeting Date: 02-Feb-2016  
 Ticker: WRK  
 ISIN: US96145D1054

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: TIMOTHY J. BERNLOHR         | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: J. POWELL BROWN             | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL E. CAMPBELL         | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: TERRELL K. CREWS            | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: RUSSELL M. CURREY           | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: G. STEPHEN FELKER           | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: LAWRENCE L. GELLERSTEDT III | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |     |
|-----|---|------|-----|
| 1H. | ELECTION OF DIRECTOR: JOHN A. LUKE, JR.   | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: GRACIA C. MARTORE   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JAMES E. NEVELS   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: TIMOTHY H. POWERS   | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: STEVEN C. VOORHEES  | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: BETTINA M. WHYTE  | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: ALAN D. WILSON  | Mgmt | For |
| 2.  | TO APPROVE THE ADOPTION OF THE WESTROCK COMPANY EMPLOYEE STOCK PURCHASE PLAN.   | Mgmt | For |
| 3.  | TO APPROVE THE ADOPTION OF THE WESTROCK COMPANY 2016 INCENTIVE STOCK PLAN.  | Mgmt | For |
| 4.  | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF WESTROCK COMPANY. | Mgmt | For |
| 5.  | THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For |

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 WHIRLPOOL CORPORATION

Agen

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 Security: 963320106  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2016  
 Ticker: WHR  
 ISIN: US9633201069  
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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: SAMUEL R. ALLEN     | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARC R. BITZER      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GARY T. DICAMILLO   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DIANE M. DIETZ      | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GERRI T. ELLIOTT    | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JEFF M. FETTIG      | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MICHAEL F. JOHNSTON | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOHN D. LIU         | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: HARISH MANWANI      | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1J. | ELECTION OF DIRECTOR: WILLIAM D. PEREZ  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MICHAEL D. WHITE  | Mgmt | For |
| 2.  | ADVISORY VOTE TO APPROVE WHIRLPOOL'S EXECUTIVE COMPENSATION.  | Mgmt | For |
| 3.  | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS WHIRLPOOL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |

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 YUM! BRANDS, INC.

Agen

Security: 988498101  
 Meeting Type: Annual  
 Meeting Date: 20-May-2016  
 Ticker: YUM  
 ISIN: US9884981013

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MICHAEL J. CAVANAGH                              | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: BRIAN C. CORNELL                                 | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: GREG CREED                                       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: DAVID W. DORMAN                                  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: MIRIAN M. GRADDICK-WEIR                          | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JONATHAN S. LINEN                                | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: KEITH MEISTER                                    | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: THOMAS C. NELSON                                 | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: THOMAS M. RYAN                                   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: P. JUSTIN SKALA                                  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: ELANE B. STOCK                                   | Mgmt          | For           |
| 1L.    | ELECTION OF DIRECTOR: ROBERT D. WALTER                                 | Mgmt          | For           |
| 2.     | RATIFICATION OF INDEPENDENT AUDITORS.                                  | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.                       | Mgmt          | For           |
| 4.     | PROPOSAL TO APPROVE THE COMPANY'S LONG TERM INCENTIVE PLAN AS AMENDED. | Mgmt          | For           |
| 5.     | SHAREHOLDER PROPOSAL CONCERNING RESPONSIBLE AND ACCURATE LABELING.     | Shr           | For           |

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ZIONS BANCORPORATION

Agen

Security: 989701107  
 Meeting Type: Annual  
 Meeting Date: 27-May-2016  
 Ticker: ZION  
 ISIN: US9897011071

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JERRY C. ATKIN   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: PATRICIA FROBES  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: SUREN K. GUPTA   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: J. DAVID HEANEY  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: VIVIAN S. LEE  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: EDWARD F. MURPHY   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: ROGER B. PORTER  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: STEPHEN D. QUINN   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: HARRIS H. SIMMONS  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: L.E. SIMMONS   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: SHELLEY THOMAS WILLIAMS  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE COMPANY'S FINANCIAL STATEMENTS FOR THE CURRENT FISCAL YEAR. | Mgmt          | For           |
| 3.     | APPROVAL, ON A NONBINDING ADVISORY BASIS, OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS WITH RESPECT TO THE FISCAL YEAR ENDED DECEMBER 31, 2015.              | Mgmt          | For           |
| 4.     | APPROVAL OF THE COMPANY'S 2017 MANAGEMENT INCENTIVE PLAN TO PRESERVE TAX DEDUCTIBILITY OF AWARDS UNDER THE PLAN.   | Mgmt          | For           |
| 5.     | THAT THE SHAREHOLDERS REQUEST THE BOARD OF DIRECTORS TO ESTABLISH A POLICY REQUIRING THAT THE BOARD'S CHAIRMAN BE AN "INDEPENDENT" DIRECTOR.                                       | Shr           | For           |

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\* Management position unknown

## 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)   | Eaton Vance Tax-Managed Buy-Write Opportunities Fund |
| By (Signature) | /s/ Michael A. Allison                               |
| Name           | Michael A. Allison                                   |
| Title          | President  |
| Date           | 08/17/2016   |