

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

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

Washington, DC 20549

**FORM N-PX**

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

Investment Company Act file number: 811-04980

**TCW Strategic Income Fund, Inc.**

(Exact name of registrant as specified in charter)

865 South Figueroa Street, Los Angeles, CA 90017

(Address of principal executive offices)

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

(Name and address of agent for service)

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

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

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

**Item 1. Proxy Voting Record**

AETNA INC.

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

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

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

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ALCOA INC.

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

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

ALLTEL CORP.

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

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

AMEREN CORPORATION

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

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

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AMERICAN ELECTRIC POWER CO.

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

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

AMERICAN INTERNATIONAL GROUP, INC.

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

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

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AT&T INC

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

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

AVERY DENNISON CORP.

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

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

BCE INC.

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

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

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CAPITALSOURCE, INC

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

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

CERNER CORPORATION

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

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

CHEVRON CORPORATION

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

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

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



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

CHUBB CORP., THE

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

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

CITIGROUP INC.

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

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

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

CLEAR CHANNEL COMMUNICATIONS, INC.

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

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

COMCAST CORP.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph J. Collins	For	For	Management
1.7	Elect Director J. Michael Cook	For	For	Management
1.8	Elect Director Gerald L. Hassell	For	For	Management
1.9	Elect Director Jeffrey A. Honickman	For	For	Management
1.10	Elect Director Brian L. Roberts	For	For	Management
1.11	Elect Director Ralph J. Roberts	For	For	Management
1.12	Elect Director Dr. Judith Rodin	For	For	Management
1.13	Elect Director Michael I. Sovern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Restricted Stock Plan	For	For	Management
4	Amend Stock Option Plan	For	For	Management

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

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

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

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

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

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

FANNIE MAE

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

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

FANNIE MAE

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

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

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

GAP, INC., THE

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

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

GENENTECH, INC.

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

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

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

GENERAL ELECTRIC CO.

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

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

GENERAL MOTORS CORP.

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

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

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

HEWLETT-PACKARD CO.

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

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

HOME DEPOT, INC.

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

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

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

HONEYWELL INTERNATIONAL, INC.

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

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

HOSPITALITY PROPERTIES TRUST

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

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



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INTERNATIONAL BUSINESS MACHINES CORP.

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

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

JPMORGAN CHASE & CO.

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

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

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

KANSAS CITY SOUTHERN

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

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

KIMBERLY-CLARK CORP.

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

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

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KRAFT FOODS INC

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

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

LOUISIANA-PACIFIC CORP

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

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

LYONDELL CHEMICAL CO.

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

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

MATTEL, INC.

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

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

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

MEADWESTVACO CORP.

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

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

MOTOROLA, INC.

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

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

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

NEW YORK COMMUNITY BANCORP, INC.

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

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

PACKAGING CORPORATION OF AMERICA

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

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

PFIZER INC.

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

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

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

QWEST COMMUNICATIONS INTERNATIONAL INC.

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

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

REGAL ENTERTAINMENT GROUP

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

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

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SALESFORCE.COM, INC.

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

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

SARA LEE CORP.

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

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

SONY CORP.

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

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



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

TENET HEALTHCARE CORP.

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

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

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TRAVELERS COMPANIES, INC., THE

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Glen D. Nelson, M.D.	For	For	Management
1.13	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management

TYCO ELECTRONICS LTD.

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

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

TYCO INTERNATIONAL LTD.

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

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

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

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

UNION PACIFIC CORP.

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

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

WASTE MANAGEMENT, INC.

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

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

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WATSON PHARMACEUTICALS, INC.

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

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

WHOLE FOODS MARKET, INC.

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

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

WINDSTREAM CORP.

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

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

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

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

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

**SIGNATURES:**

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

TCW Strategic Income Fund, Inc.  
(Registrant)

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

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