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Madison Covered Call & Equity Strategy Fund
Form N-PX
August 19, 2014

OMB APPROVAL

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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 811-21582

Madison Covered Call & Equity Strategy Fund
(Exact name of registrant as specified in charter)

550 Science Drive, Madison, WI 53711
(Address of principal executive offices) (Zip code)

W. Richard Mason, CCO and Corporate Counsel
Madison Legal & Compliance Department
550 Science Drive
Madison, WI 53711
(Name and address of agent for service)

Registrant's telephone number, including area code: 800-767-0300

Date of fiscal year end: December 31

Date of reporting period: June 30, 2013

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609.

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The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. s 3507.

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Item 1. Proxy Voting Record

| Name of Issuer | Ticker Symbol | Cusip | Meeting Date | Proposal | Type | Registrant Vote Cast | Proxyedge | For/Against Management |
|-------------------------------------|---------------|-----------|--------------|--|------------|----------------------|-----------|------------------------|
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | RICHARD C. ADKERSON | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | ROBERT J. ALLISON, JR. | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | ALAN R. BUCKWALTER, III | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | ROBERT A. DAY | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | JAMES C. FLORES | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | GERALD J. FORD | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | THOMAS A. FRY, III | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | H. DEVON GRAHAM, JR. | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | CHARLES C. KRULAK | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | BOBBY LEE LACKEY | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | JON C. MADONNA | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | DUSTAN E. MCCOY | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | JAMES R. MOFFETT | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | B.M. RANKIN, JR. | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | STEPHEN H. SIEGELE | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 | 16-Jul-2013 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT | Management | Y | For | For |

REGISTERED
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ACCOUNTING
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| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 16-Jul-2013 | STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE BOARD OF DIRECTORS. | Shareholder Y | AgainstFor |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 16-Jul-2013 | STOCKHOLDER PROPOSAL REGARDING THE REQUIREMENT THAT OUR CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS. | Shareholder Y | AgainstFor |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 16-Jul-2013 | STOCKHOLDER PROPOSAL REGARDING THE ADOPTION BY THE BOARD OF DIRECTORS OF A POLICY ON BOARD DIVERSITY. | Shareholder Y | AgainstFor |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D857 16-Jul-2013 | STOCKHOLDER PROPOSAL REGARDING THE AMENDMENT OF OUR BYLAWS TO PERMIT STOCKHOLDERS HOLDING 15% OF OUR OUTSTANDING COMMON STOCK TO CALL A SPECIAL MEETING OF STOCKHOLDERS. RE-ELECTION OF MR. H. RAYMOND | Shareholder Y | AgainstFor |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX | Y2573F10229-Jul-2013 | BINGHAM AS A DIRECTOR OF FLEXTRONICS. | Management Y | For For |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX | Y2573F10229-Jul-2013 | RE-ELECTION OF DR. WILLY C. SHIH AS A DIRECTOR OF | Management Y | For For |

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|-----------------------------------|---------------------------|--|--------------|-----|-----|
| FLEXTRONICS INTERNATIONAL LTD. | FLEX Y2573F10229-Jul-2013 | FLEXTRONICS. RE-APPOINTMENT OF MR. LAWRENCE A. ZIMMERMAN AS A DIRECTOR OF FLEXTRONICS. TO APPROVE THE RE-APPOINTMENT OF DELOITTE & TOUCHE LLP AS | Management Y | For | For |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX Y2573F10229-Jul-2013 | FLEXTRONICS'S INDEPENDENT AUDITORS FOR THE 2014 FISCAL YEAR AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX ITS REMUNERATION. TO APPROVE A GENERAL | Management Y | For | For |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX Y2573F10229-Jul-2013 | AUTHORIZATION FOR THE DIRECTORS OF FLEXTRONICS TO ALLOT AND ISSUE ORDINARY SHARES. | Management Y | For | For |

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| FLEXTRONICS INTERNATIONAL LTD. | FLEX | Y2573F10229-Jul-2013 | NON-BINDING, ADVISORY RESOLUTION. TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, SET FORTH IN "COMPENSATION DISCUSSION AND ANALYSIS" AND IN THE COMPENSATION TABLES AND THE ACCOMPANYING NARRATIVE DISCLOSURE UNDER "EXECUTIVE COMPENSATION" IN PROXY STATEMENT RELATING TO ITS 2013 ANNUAL GENERAL MEETING. TO APPROVE A RESOLUTION PERMITTING OUR NON-EMPLOYEE DIRECTORS TO RECEIVE COMPENSATION IN CASH OR SHARES OF FLEXTRONICS'S STOCK, AT EACH DIRECTOR'S DISCRETION. EXTRAORDINARY GENERAL MEETING PROPOSAL: TO APPROVE THE RENEWAL OF THE SHARE PURCHASE MANDATE RELATING TO ACQUISITIONS BY FLEXTRONICS OF ITS OWN ISSUED ORDINARY SHARES. | Management Y | For For |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX | Y2573F10229-Jul-2013 | TO APPROVE A RESOLUTION PERMITTING OUR NON-EMPLOYEE DIRECTORS TO RECEIVE COMPENSATION IN CASH OR SHARES OF FLEXTRONICS'S STOCK, AT EACH DIRECTOR'S DISCRETION. EXTRAORDINARY GENERAL MEETING PROPOSAL: TO APPROVE THE RENEWAL OF THE SHARE PURCHASE MANDATE RELATING TO ACQUISITIONS BY FLEXTRONICS OF ITS OWN ISSUED ORDINARY SHARES. | Management Y | For For |
| FLEXTRONICS INTERNATIONAL LTD. | FLEX | Y2573F10229-Jul-2013 | EXTRAORDINARY GENERAL MEETING PROPOSAL: TO APPROVE THE RENEWAL OF THE SHARE PURCHASE MANDATE RELATING TO ACQUISITIONS BY FLEXTRONICS OF ITS OWN ISSUED ORDINARY SHARES. | Management Y | For For |
| TEVA PHARMACEUTICAL | TEVA | 881624209 27-Aug-2013 | ELECTION OF DIRECTOR: PROF. | Management Y | For For |

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| INDUSTRIES LIMITED TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA 881624209 27-Aug-2013 | MOSHE MANY ELECTION OF DIRECTOR: DR. ARIE BELLDEGRUN | Management Y | For | For |
| TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA 881624209 27-Aug-2013 | ELECTION OF DIRECTOR: MR. AMIR ELSTEIN | Management Y | For | For |
| TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA 881624209 27-Aug-2013 | ELECTION OF DIRECTOR: PROF. YITZHAK PETERBURG | Management Y | For | For |
| TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA 881624209 27-Aug-2013 | TO APPROVE THE PAYMENT OF A CASH BONUS TO THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER IN RESPECT OF 2012 IN AN AMOUNT OF \$1,203,125. DO YOU HAVE A "PERSONAL INTEREST" IN PROPOSAL 2A? SEE PAGES 1-2 OF THE PROXY STATEMENT FOR MORE INFORMATION (MARK FOR = "YES" OR AGAINST = "NO"). | Management Y | For | For |
| TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA 881624209 27-Aug-2013 | TO APPROVE BONUS OBJECTIVES AND PAYOUT TERMS FOR THE YEAR 2013 FOR THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER. | Management Y | For | For |

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| <p>TEVA PHARMACEUTICAL INDUSTRIES LIMITED</p> | <p>TEVA 881624209 27-Aug-2013</p> | <p>DO YOU HAVE A "PERSONAL INTEREST" IN PROPOSAL 2B? SEE PAGES 1-2 OF THE PROXY STATEMENT FOR MORE INFORMATION (MARK FOR = "YES" OR AGAINST = "NO").</p> | <p>Management Y For</p> |
| <p>TEVA PHARMACEUTICAL INDUSTRIES LIMITED</p> | <p>TEVA 881624209 27-Aug-2013</p> | <p>TO APPROVE A COMPENSATION POLICY WITH RESPECT TO THE TERMS OF OFFICE AND EMPLOYMENT OF THE COMPANY'S "OFFICE HOLDERS" (AS SUCH TERM IS DEFINED IN THE ISRAELI COMPANIES LAW, 5759-1999, AS AMENDED).</p> | <p>Management Y For For</p> |
| <p>TEVA PHARMACEUTICAL INDUSTRIES LIMITED</p> | <p>TEVA 881624209 27-Aug-2013</p> | <p>DO YOU HAVE A "PERSONAL INTEREST" IN PROPOSAL 3? SEE PAGES 1-2 OF THE PROXY STATEMENT FOR MORE INFORMATION (MARK FOR = "YES" OR AGAINST = "NO").</p> | <p>Management Y For</p> |
| <p>TEVA PHARMACEUTICAL INDUSTRIES LIMITED</p> | <p>TEVA 881624209 27-Aug-2013</p> | <p>TO APPROVE THE RESOLUTION OF THE BOARD OF DIRECTORS TO DECLARE AND DISTRIBUTE THE CASH DIVIDENDS FOR THE FIRST AND SECOND QUARTERS OF THE YEAR ENDED DECEMBER 31, 2012, PAID IN TWO INSTALLMENTS IN AN AGGREGATE AMOUNT OF NIS 2.00 (APPROXIMATELY US\$0.51, ACCORDING TO THE APPLICABLE EXCHANGE RATES) PER ORDINARY SHARE (OR ADS).</p> | <p>Management Y For For</p> |
| <p>TEVA PHARMACEUTICAL INDUSTRIES LIMITED</p> | <p>TEVA 881624209 27-Aug-2013</p> | <p>TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2014 ANNUAL MEETING OF SHAREHOLDERS.</p> | <p>Management Y For For</p> |
| <p>PETROLEO BRASILEIRO S.A. - PETROBRAS</p> | <p>PBR 71654V40830-Sep-2013</p> | <p>APPROVE THE DISPOSITION OF ONE HUNDRED PERCENT (100%) OF THE ISSUE SHARES OF INNOVA S.A., HELD BY</p> | <p>Management Y For For</p> |

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| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | PETROBRAS, TO VIDEOLAR S.A. AND ITS MAJORITY SHAREHOLDER, FOR THE AMOUNT OF R\$870 MILLION (EIGHT HUNDRED SEVENTY MILLION REAIS) MERGER OF COMPERJ PARTICIPACOES S.A. ("COMPERJP") INTO PETROBRAS | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | MERGER OF COMPERJ ESTIRENICOS S.A. ("EST") INTO PETROBRAS TO | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | MERGER OF COMPERJ MEG S.A. ("MEG") IN PETROBRAS TO | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | MERGER OF COMPERJ POLIOLEFINAS S.A. ("POL") IN PETROBRAS TO | Management Y | For | For |

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| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | MERGER OF SFE - SOCIEDADE FLUMINENSE DE ENERGIA LTDA. ("SFE") IN PETROBRAS TO APPROVE OF THE WAIVER BY PETROBRAS OF THE PREEMPTIVE RIGHT TO THE | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40830-Sep-2013 | SUBSCRIPTION OF CONVERTIBLE BONDS TO BE ISSUED BY SETE BRASIL PARTICIPACOES S.A. ELECTION OF | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | DIRECTOR: TIMOTHY S. GITZEL | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | DIRECTOR: WILLIAM R. GRABER | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | DIRECTOR: EMERY N. KOENIG | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | DIRECTOR: DAVID T. SEATON | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT ITS FINANCIAL STATEMENTS AS OF AND FOR THE SEVEN-MONTH PERIOD ENDING DECEMBER 31, 2013 AND THE EFFECTIVENESS OF INTERNAL CONTROL OVER FINANCIAL REPORTING AS OF DECEMBER 31, 2013. | Management Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 03-Oct-2013 | A NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Management Y | For | For |
| | ORCL | 68389X105 31-Oct-2013 | JEFFREY S. BERG | Management Y | For | For |

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| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | H. RAYMOND BINGHAM | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | MICHAEL J. BOSKIN | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | SAFRA A. CATZ | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | BRUCE R. CHIZEN | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | GEORGE H. CONRADES | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | LAWRENCE J. ELLISON | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | HECTOR GARCIA-MOLINA | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | JEFFREY O. HENLEY | Management | Y | For | For |

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| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | MARK V. HURD | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | NAOMI O. SELIGMAN | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Y | Against | Against |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | APPROVAL OF AMENDMENT TO THE LONG-TERM EQUITY INCENTIVE PLAN. | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014. | Management | Y | For | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | STOCKHOLDER PROPOSAL REGARDING ESTABLISHING A BOARD COMMITTEE ON HUMAN RIGHTS. | Shareholder | Y | Against | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | STOCKHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN. | Shareholder | Y | Against | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | STOCKHOLDER PROPOSAL REGARDING VOTE TABULATION. | Shareholder | Y | Against | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | STOCKHOLDER PROPOSAL REGARDING MULTIPLE PERFORMANCE METRICS. | Shareholder | Y | Against | For |
| ORACLE CORPORATION | ORCL | 68389X10531-Oct-2013 | STOCKHOLDER PROPOSAL REGARDING QUANTIFIABLE PERFORMANCE METRICS. | Shareholder | Y | Against | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 06-Nov-2013 | ROBERT H. SWANSON, JR. | Management | Y | For | For |

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| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | LOTHAR MAIER | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | ARTHUR C. AGNOS | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | JOHN J. GORDON | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | DAVID S. LEE | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | RICHARD M. MOLEY | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | THOMAS S. VOLPE | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 29, 2014. | Management | Y | For | For |
| LINEAR TECHNOLOGY CORPORATION | LLTC | 535678106 | 06-Nov-2013 | REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 29, 2014. | Management | Y | For | For |

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| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: STEVEN A. BALLMER | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: DINA DUBLON | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: MARIA M. KLAWE | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: STEPHEN J. LUCZO | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: DAVID F. MARQUARDT | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: CHARLES H. NOSKI | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: HELMUT PANKE | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ELECTION OF DIRECTOR: JOHN W. THOMPSON | Management Y | Against | Against |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | APPROVE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE EXECUTIVE OFFICER INCENTIVE PLAN | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Management Y | For | For |
| MICROSOFT CORPORATION | MSFT | 594918104 | 19-Nov-2013 | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2014 | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V408 | 16-Dec-2013 | MERGER OF REFINARIA ABREU E LIMA S.A ("RNEST") INTO PETROBRAS | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V408 | 16-Dec-2013 | MERGER OF COMPANHIA DE RECUPERACAO | Management Y | For | For |

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| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V408 | 16-Dec-2013 | SECUNDARIA ("CRSEC") INTO PETROBRAS PARTIAL SPIN-OFF OF PETROBRAS INTERNATIONAL FINANCE COMPANY S.A. ("PIFCO") FOLLOWED BY THE TRANSFER OF THE SPIN-OFF PORTION TO PETROBRAS ELECTION OF DIRECTOR: GREGORY H. BOYCE | Management Y | For | For |
| MONSANTO COMPANY | MON 61166W101 | 28-Jan-2014 | ELECTION OF DIRECTOR: GREGORY H. BOYCE | Management Y | For | For |
| MONSANTO COMPANY | MON 61166W101 | 28-Jan-2014 | ELECTION OF DIRECTOR: LAURA K. IPSEN | Management Y | For | For |
| MONSANTO COMPANY | MON 61166W101 | 28-Jan-2014 | ELECTION OF DIRECTOR: WILLIAM U. PARFET | Management Y | For | For |
| MONSANTO COMPANY | MON 61166W101 | 28-Jan-2014 | ELECTION OF DIRECTOR: GEORGE H. POSTE, PH.D., D.V.M. | Management Y | For | For |

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| MONSANTO COMPANY | MON | 61166W101 | 28-Jan-2014 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2014. | Management | Y | For | For |
| MONSANTO COMPANY | MON | 61166W101 | 28-Jan-2014 | ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Y | For | For |
| MONSANTO COMPANY | MON | 61166W101 | 28-Jan-2014 | SHAREOWNER PROPOSAL REQUESTING A REPORT RELATED TO LABELING OF FOOD PRODUCED WITH GENETIC ENGINEERING. | Shareholder | Y | Against | For |
| MONSANTO COMPANY | MON | 61166W101 | 28-Jan-2014 | SHAREOWNER PROPOSAL REQUESTING A REPORT ON CERTAIN MATTERS RELATED TO GMO PRODUCTS. | Shareholder | Y | Against | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: MARY B. CRANSTON | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: CATHY E. MINEHAN | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: DAVID J. PANG | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: CHARLES W. SCHARF | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: WILLIAM S. SHANAHAN | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: JOHN A.C. SWAINSON | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR. | Management | Y | For | For |
| VISA INC. | V | 92826C839 | 29-Jan-2014 | APPROVAL, ON AN ADVISORY BASIS, OF THE | Management | Y | For | For |

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|------------------------------------|------|-----------|-------------|---|------------|---|-----|-----|
| VISA INC. | V | 92826C839 | 29-Jan-2014 | COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014. | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | SUSAN L. DECKER | Management | Y | For | For |

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|------------------------------------|------|-----------|-------------|---|-------------|---|---------|-----|
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | RICHARD M. LIBENSON | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | JOHN W. MEISENBACH | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | CHARLES T. MUNGER | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS. | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION. | Management | Y | For | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | CONSIDERATION OF SHAREHOLDER PROPOSAL TO CHANGE CERTAIN VOTING REQUIREMENTS. | Shareholder | Y | Against | For |
| COSTCO WHOLESALE CORPORATION | COST | 22160K105 | 30-Jan-2014 | TO AMEND THE ARTICLES OF INCORPORATION TO CHANGE THE METHOD OF ELECTING DIRECTORS. | Shareholder | Y | Abstain | |
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | TO ACCEPT, IN A NON-BINDING VOTE, THE COMPANY'S IRISH FINANCIAL STATEMENTS FOR THE TWELVE-MONTH PERIOD ENDED AUGUST 31, 2013, AS PRESENTED. | Management | Y | For | For |
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: JAIME ARDILA | Management | Y | For | For |
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: CHARLES H. GIANCARLO | Management | Y | For | For |
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: WILLIAM L. KIMSEY | Management | Y | For | For |

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|---------------|-----|----------------------|---|--------------|-----|-----|
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: BLYTHE J. MCGARVIE | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: MARK MOODY-STUART | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: PIERRE NANTERME | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: GILLES C. PELISSON | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | RE-APPOINTMENT OF THE BOARD OF DIRECTOR: WULF VON SCHIMMELMANN | Management Y | For | For |

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|---------------|-----|----------------------|--|--------------|-----|-----|
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF KPMG AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ACCENTURE PLC FOR A TERM EXPIRING AT OUR ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2015 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE KPMG'S REMUNERATION. TO APPROVE, IN A NON-BINDING VOTE, | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | TO GRANT THE BOARD THE AUTHORITY TO ISSUE SHARES UNDER IRISH LAW. | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | TO GRANT THE BOARD THE AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW. | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | TO APPROVE A CAPITAL REDUCTION AND CREATION OF DISTRIBUTABLE RESERVES UNDER IRISH LAW. | Management Y | For | For |
| ACCENTURE PLC | ACN | G1151C10130-Jan-2014 | TO AUTHORIZE HOLDING THE 2015 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ACCENTURE PLC AT A LOCATION OUTSIDE OF IRELAND AS REQUIRED | Management Y | For | For |

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|--------------------------------|------|-----------|-------------|---|------------|---|-----|-----|
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | UNDER IRISH LAW. TO AUTHORIZE ACCENTURE TO MAKE OPEN-MARKET PURCHASES OF ACCENTURE PLC CLASS A ORDINARY SHARES UNDER IRISH LAW. | Management | Y | For | For |
| ACCENTURE PLC | ACN | G1151C101 | 30-Jan-2014 | TO DETERMINE THE PRICE RANGE AT WHICH ACCENTURE PLC CAN RE-ISSUE SHARES THAT IT ACQUIRES AS TREASURY STOCK UNDER IRISH LAW. | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: PAUL A. RICCI | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: ROBERT J. FRANKENBERG | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: PATRICK T. HACKETT | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: BRETT ICAHN | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: WILLIAM H. JANEWAY | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: MARK R. LARET | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | NUAN | 67020Y100 | 03-Feb-2014 | ELECTION OF DIRECTOR: KATHARINE A. MARTIN | Management | Y | For | For |

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| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | ELECTION OF DIRECTOR: MARK B. MYERS | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | ELECTION OF DIRECTOR: PHILIP J. QUIGLEY | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | ELECTION OF DIRECTOR: DAVID S. SCHECHTER | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | TO APPROVE THE AMENDED AND RESTATED 2000 STOCK PLAN. | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | TO APPROVE NON-BINDING ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION. | Management | Y | For | For |
| NUANCE COMMUNICATIONS, INC. | | | | 06-Feb-2014 | TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | Management | Y | For | For |
| ROCKWELL COLLINS, INC. | COL | 774341101 | | 06-Feb-2014 | C.A. DAVIS | Management | Y | For | For |
| ROCKWELL COLLINS, INC. | COL | 774341101 | | 06-Feb-2014 | R.E. EBERHART | Management | Y | For | For |
| ROCKWELL COLLINS, INC. | COL | 774341101 | | 06-Feb-2014 | D. LILLEY | Management | Y | For | For |
| ROCKWELL COLLINS, INC. | COL | 774341101 | | 06-Feb-2014 | TO CONSIDER AND VOTE ON A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF EXECUTIVE OFFICERS AND RELATED DISCLOSURES. | Management | Y | For | For |
| ROCKWELL COLLINS, INC. | COL | 774341101 | | 06-Feb-2014 | FOR THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR AUDITORS FOR FISCAL YEAR 2014. | Management | Y | For | For |

| ROCKWELL COLLINS, INC. | COL | 774341101 06-Feb-2014 | TO CONSIDER AND VOTE TO APPROVE AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS. | Management Y | For For |
|------------------------------|-----|-----------------------|---|--------------|---------|
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P105 20-Feb-2014 | SUSAN L. BOSTROM | Management Y | For For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P105 20-Feb-2014 | REGINA E. DUGAN | Management Y | For For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P105 20-Feb-2014 | VENKATRAMAN THYAGARAJA | Management Y | For For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P105 20-Feb-2014 | DOW R. WILSON | Management Y | For For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P105 20-Feb-2014 | TO APPROVE THE COMPENSATION OF THE VARIAN MEDICAL SYSTEMS, INC. NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT. | Management Y | For For |

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|--|------|----------------------|---|--------------|-----|-----|
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P10520-Feb-2014 | TO APPROVE THE VARIAN MEDICAL SYSTEMS, INC. MANAGEMENT INCENTIVE PLAN. | Management Y | For | For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P10520-Feb-2014 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS VARIAN MEDICAL SYSTEMS, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014. | Management Y | For | For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P10520-Feb-2014 | TO APPROVE AN AMENDMENT TO THE VARIAN MEDICAL SYSTEMS, INC. CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS, IF THE ELIMINATION OF CUMULATIVE VOTING PURSUANT TO PROPOSAL 6 IS APPROVED. | Management Y | For | For |
| VARIAN MEDICAL SYSTEMS, INC. | VAR | 92220P10520-Feb-2014 | TO APPROVE AN AMENDMENT TO THE VARIAN MEDICAL SYSTEMS, INC. CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING FOR DIRECTORS, IF THE ELIMINATION OF THE CLASSIFIED BOARD PURSUANT TO PROPOSAL 5 IS APPROVED. | Management Y | For | For |
| TEVA PHARMACEUTICAL INDUSTRIES LIMITED | TEVA | 88162420924-Feb-2014 | TO APPROVE THE COMPENSATION OF MR. EREZ VIGODMAN, THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER-DESIGNATE, AND MATTERS RELATING THERETO. | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | WILLIAM CAMPBELL | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | TIMOTHY COOK | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | MILLARD DREXLER | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | AL GORE | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | ROBERT IGER | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | ANDREA JUNG | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | ARTHUR LEVINSON | Management Y | For | For |

APPLE INC.

AAPL 037833100 28-Feb-2014 RONALD SUGAR

Management Y For For

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|------------|------|----------------------|--|--------------|-----|-----|
| APPLE INC. | AAPL | 03783310028-Feb-2014 | UNCONTESTED | Management Y | For | For |
| | | | THE AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION (THE "ARTICLES") TO FACILITATE THE IMPLEMENTATION OF MAJORITY VOTING FOR THE ELECTION OF DIRECTORS IN AN ELECTION BY ELIMINATING ARTICLE VII, WHICH RELATES TO THE TERM OF DIRECTORS AND THE TRANSITION FROM A CLASSIFIED BOARD OF DIRECTORS TO A DECLASSIFIED STRUCTURE | | | |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | ELIMINATE THE "BLANK CHECK" AUTHORITY OF THE BOARD TO ISSUE PREFERRED STOCK | Management Y | For | For |
| | | | THE AMENDMENT OF THE ARTICLES TO ESTABLISH A PAR | | | |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | VALUE FOR THE COMPANY'S COMMON STOCK OF \$0.00001 PER SHARE | Management Y | For | For |
| | | | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS | | | |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014 | Management Y | For | For |
| | | | A NON-BINDING ADVISORY RESOLUTION | | | |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | TO APPROVE EXECUTIVE COMPENSATION | Management Y | For | For |
| APPLE INC. | AAPL | 03783310028-Feb-2014 | THE APPROVAL OF THE APPLE INC. 2014 | Management Y | For | For |

| Company | Proposal ID | Proposal Title | Category | Response | Notes |
|------------|---------------------------|--|---------------|----------|---------|
| APPLE INC. | AAPL 03783310028-Feb-2014 | EMPLOYEE STOCK PLAN A SHAREHOLDER PROPOSAL BY JOHN HARRINGTON AND NORTHSTAR ASSET MANAGEMENT INC. ENTITLED "BOARD COMMITTEE ON HUMAN RIGHTS" TO AMEND THE COMPANY'S BYLAWS | Shareholder Y | Against | For |
| APPLE INC. | AAPL 03783310028-Feb-2014 | A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH OF A NON-BINDING ADVISORY RESOLUTION ENTITLED "REPORT ON COMPANY MEMBERSHIP AND INVOLVEMENT WITH CERTAIN TRADE ASSOCIATIONS AND BUSINESS ORGANIZATIONS" | Shareholder Y | Against | For |
| APPLE INC. | AAPL 03783310028-Feb-2014 | A SHAREHOLDER PROPOSAL BY CARL ICAHN OF A NON-BINDING ADVISORY RESOLUTION THAT THE COMPANY COMMIT TO COMPLETING NOT LESS THAN \$50 BILLION OF SHARE REPURCHASES DURING ITS 2014 FISCAL YEAR (AND INCREASE THE AUTHORIZATION UNDER ITS CAPITAL RETURN PROGRAM ACCORDINGLY) | Shareholder Y | Abstain | Against |

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|--------------------------|---------------------------|--|---------------|---------|-----|
| APPLE INC. | AAPL 03783310028-Feb-2014 | A SHAREHOLDER PROPOSAL BY JAMES MCRITCHIE OF A NON-BINDING ADVISORY RESOLUTION ENTITLED "PROXY ACCESS FOR SHAREHOLDERS" | Shareholder Y | Against | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: BARBARA T. ALEXANDER | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: SUSAN HOCKFIELD | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: THOMAS W. HORTON | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: PAUL E. JACOBS | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: SHERRY LANSING | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: DUANE A. NELLES | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: CLARK T. RANDT, JR. | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: FRANCISCO ROS | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: BRENT SCOWCROFT | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ELECTION OF DIRECTOR: MARC I. STERN | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 28, 2014. | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION. | Management Y | For | For |
| QUALCOMM INCORPORATED | QCOM 74752510304-Mar-2014 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Management Y | 1 Year | For |

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|--|--------------------------|---|--------------|---------|---------|
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | MANAGEMENT REPORT AND FINANCIAL STATEMENTS, ACCOMPANIED BY THE OPINION OF THE AUDIT COMMITTEE, CONCERNING THE FISCAL YEAR CLOSED ON DECEMBER 31ST, 2013. | Management Y | Abstain | Against |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | CAPITAL BUDGET CONCERNING THE PERIOD OF 2014. | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | ALLOCATION OF THE RESULT OF THE PERIOD OF 2013. | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS: APPOINTED BY THE CONTROLLING SHAREHOLDERS. | Management Y | Abstain | |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | ELECTION OF THE MEMBER OF THE BOARD OF DIRECTORS: APPOINTED BY THE MINORITY SHAREHOLDERS: MAURO GENTILE RODRIGUES DA CUNHA. | Management Y | For | |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS. | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PBR PETROBRAS | 71654V40802-Apr-2014 | ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE CONTROLLING SHAREHOLDERS. | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR 71654V40802-Apr-2014 | ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: | Management Y | For | For |

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|---|-----------------------------|---|---------------------|------------|------------|
| <p>PETROLEO BRASILEIRO S.A. - PBR PETROBRAS</p> | <p>71654V40802-Apr-2014</p> | <p>APPOINTED BY THE MINORITY SHAREHOLDERS: REGINALDO FERREIRA ALEXANDRE & MARIO CORDEIRO FILHO (ALTERNATE). FIXING OF THE MANAGERS' AND THE AUDITORS' COMPENSATION. INCREASE OF THE CAPITAL STOCK UPON INCORPORATION OF THE FISCAL INCENTIVES RESERVE FORMED IN 2013, IN THE AMOUNT OF R\$ 21 MILLION, PURSUANT TO ARTICLE 35, PARAGRAPH 1, OF ORDINANCE NO. 2.091/07 OF THE STATE MINISTRY OF NATIONAL</p> | <p>Management Y</p> | <p>For</p> | <p>For</p> |
| <p>PETROLEO BRASILEIRO S.A. - PBR PETROBRAS</p> | <p>71654V40802-Apr-2014</p> | <p>INTEGRATION, INCREASING THE CAPITAL STOCK FROM R\$ 205,411 MILLION TO R\$ 205,432 MILLION, NOT RESULTING IN MODIFICATION OF THE NUMBER OF COMMON AND PREFERRED SHARES, PURSUANT TO ARTICLE 40, ITEM III, OF THE ARTICLES OF INCORPORATION, AND THE RESULTING AMENDMENT OF ARTICLE 4 OF THE REFERRED ARTICLE OF INCORPORATION.</p> | <p>Management Y</p> | <p>For</p> | <p>For</p> |

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| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40802-Apr-2014 | MERGER OF TERMOACU S.A. ("TERMOACU") INTO PETROBRAS | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40802-Apr-2014 | MERGER OF TERMOCEARA LTDA. ("TERMOCEARA") INTO PETROBRAS | Management Y | For | For |
| PETROLEO BRASILEIRO S.A. - PETROBRAS | PBR | 71654V40802-Apr-2014 | MERGER OF COMPANHIA LOCADORA DE EQUIPAMENTOS PETROLIFEROS - CLEP ("CLEP") INTO PETROBRAS | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: PETER L.S. CURRIE | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: TONY ISAAC | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: K. VAMAN KAMATH | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: MAUREEN KEMPSTON DARKES | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: PAAL KIBSGAARD | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: MICHAEL E. MARKS | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: LUBNA S. OLAYAN | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER | SLB | 806857108 09-Apr-2014 | ELECTION OF DIRECTOR: LEO RAFAEL REIF | Management Y | For | For |

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| N.V.) SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 | 09-Apr-2014 | ELECTION OF DIRECTOR: TORE I. SANDVOLD | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 | 09-Apr-2014 | ELECTION OF DIRECTOR: HENRI SEYDOUX | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 | 09-Apr-2014 | TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION. | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 | 09-Apr-2014 | TO APPROVE THE COMPANY'S 2013 FINANCIAL STATEMENTS AND DECLARATIONS OF DIVIDENDS. | Management Y | For | For |
| SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) | SLB | 806857108 | 09-Apr-2014 | TO APPROVE THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: LOUIS R. CHENEVERT | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: JOHN V. FARACI | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER | Management Y | For | For |

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|---------------------------------|-----|-----------|-------------|--|--------------|-----|-----|
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: JAMIE S. GORELICK | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: EDWARD A. KANGAS | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: ELLEN J. KULLMAN | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: MARSHALL O. LARSEN | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: HAROLD MCGRAW III | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: RICHARD B. MYERS | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: H. PATRICK SWYGERT | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: ANDRE VILLENEUVE | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR 2014 | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | APPROVE AN AMENDMENT AND RESTATEMENT OF THE 2005 LONG-TERM INCENTIVE PLAN, INCLUDING APPROVAL OF ADDITIONAL SHARES FOR FUTURE AWARDS | Management Y | For | For |
| UNITED TECHNOLOGIES CORPORATION | UTX | 913017109 | 28-Apr-2014 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Management Y | For | For |
| DIRECTV | DTV | 25490A309 | 29-Apr-2014 | ELECTION OF DIRECTOR: NEIL AUSTRIAN | Management Y | For | For |
| DIRECTV | DTV | 25490A309 | 29-Apr-2014 | ELECTION OF DIRECTOR: RALPH BOYD, JR. | Management Y | For | For |
| DIRECTV | DTV | 25490A309 | 29-Apr-2014 | ELECTION OF DIRECTOR: ABELARDO BRU | Management Y | For | For |
| DIRECTV | DTV | 25490A309 | 29-Apr-2014 | ELECTION OF DIRECTOR: DAVID DILLON | Management Y | For | For |
| DIRECTV | DTV | 25490A309 | 29-Apr-2014 | | Management Y | For | For |

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|---------|--------------------------|---|--------------|-----|-----|
| DIRECTV | DTV 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: SAMUEL DIPIAZZA, JR. | Management Y | For | For |
| DIRECTV | DTV 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: DIXON DOLL | Management Y | For | For |
| DIRECTV | DTV 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: CHARLES LEE | Management Y | For | For |
| DIRECTV | DTV 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: PETER LUND | Management Y | For | For |

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| DIRECTV | DTV | 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: NANCY NEWCOMB | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: LORRIE NORRINGTON | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: ANTHONY VINCIQUERRA | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | ELECTION OF DIRECTOR: MICHAEL WHITE | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR DIRECTV FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | AN ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVES. SHAREHOLDER PROPOSAL TO ADOPT A POLICY THAT THERE WOULD BE NO | Management Y | For | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | ACCELERATED VESTING OF PERFORMANCE-BASED EQUITY AWARDS UPON A CHANGE IN CONTROL. SHAREHOLDER PROPOSAL TO REQUIRE SENIOR EXECUTIVES TO RETAIN 50% OF NET | Shareholder Y | Against | For |
| DIRECTV | DTV | 25490A30929-Apr-2014 | AFTER-TAX SHARES ACQUIRED THROUGH PAY PROGRAMS UNTIL REACHING NORMAL RETIREMENT AGE. | Shareholder Y | Against | For |
| BB&T CORPORATION | BBT | 054937107 29-Apr-2014 | JENNIFER S. BANNER | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 29-Apr-2014 | K. DAVID BOYER, JR. | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 29-Apr-2014 | ANNA R. CABLIK | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 29-Apr-2014 | RONALD E. DEAL | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 29-Apr-2014 | JAMES A. FAULKNER | Management Y | For | For |

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| BB&T CORPORATION | BBT | 054937107 | 29-Apr-2014 | I. PATRICIA HENRY | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 | 29-Apr-2014 | JOHN P. HOWE III, M.D. | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 | 29-Apr-2014 | ERIC C. KENDRICK | Management Y | For | For |
| BB&T CORPORATION | BBT | 054937107 | 29-Apr-2014 | KELLY S. KING | Management Y | For | For |

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| BB&T CORPORATION | BBT 05493710729-Apr-2014 | LOUIS B. LYNN | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | EDWARD C. MILLIGAN | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | CHARLES A. PATTON | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | NIDO R. QUBEIN | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TOLLIE W. RICH, JR. | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | THOMAS E. SKAINS | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | THOMAS N. THOMPSON | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | EDWIN H. WELCH, PH.D. | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | STEPHEN T. WILLIAMS | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TO VOTE ON AN ADVISORY RESOLUTION TO APPROVE BB&T'S EXECUTIVE COMPENSATION PROGRAM, COMMONLY REFERRED TO AS A "SAY ON PAY" VOTE. | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TO VOTE ON AN AMENDMENT TO BB&T'S ARTICLES OF INCORPORATION TO IMPLEMENT A MAJORITY VOTING STANDARD IN UNCONTESTED DIRECTOR ELECTIONS. | Management | Y | For | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING REPORTS WITH RESPECT TO BB&T'S POLITICAL CONTRIBUTIONS AND RELATED POLICIES AND PROCEDURES, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shareholder | Y | Against | For |
| BB&T CORPORATION | BBT 05493710729-Apr-2014 | TO VOTE ON A SHAREHOLDER PROPOSAL REGARDING | Shareholder | Y | Against | For |

RECOUPMENT OF INCENTIVE
COMPENSATION TO SENIOR
EXECUTIVES, IF PROPERLY
PRESENTED AT THE ANNUAL
MEETING.

EMC
CORPORATION

EMC 26864810230-Apr-2014

ELECTION OF DIRECTOR:
MICHAEL W. BROWN

Management Y For For

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|--------------------------------|----------------|-------------|---|-----------------------|-----|
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: RANDOLPH L. COWEN | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: GAIL DEEGAN | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: JAMES S. DISTASIO | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: JOHN R. EGAN | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: WILLIAM D. GREEN | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: EDMUND F. KELLY | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: JAMI MISCIK | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: PAUL SAGAN | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: DAVID N. STROHM | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ELECTION OF DIRECTOR: JOSEPH M. TUCCI | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS. | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Management Y For | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Shareholder Y Against | For |
| EMC CORPORATION | EMC268648102 | 30-Apr-2014 | TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Shareholder Y Against | For |
| VERIZON COMMUNICATIONS INC. | VZ 92343V10401 | May-2014 | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Management Y For | For |
| VERIZON COMMUNICATIONS INC. | VZ 92343V10401 | May-2014 | ELECTION OF DIRECTOR: RICHARD L. CARRION | Management Y For | For |

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| VERIZON COMMUNICATIONS VZ INC. | 92343V10401-May-2014 | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Management Y | For | For |
| VERIZON COMMUNICATIONS VZ INC. | 92343V10401-May-2014 | ELECTION OF DIRECTOR: M. FRANCES KEETH | Management Y | For | For |

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|-----------------------------|----|----------------------|--|-------------|---|---------|-----|
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: ROBERT W. LANE | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: RODNEY E. SLATER | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ELECTION OF DIRECTOR: GREGORY D. WASSON | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | PROPOSAL TO IMPLEMENT PROXY ACCESS | Management | Y | For | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | NETWORK NEUTRALITY | Shareholder | Y | Against | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | LOBBYING ACTIVITIES | Shareholder | Y | Against | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | SEVERANCE APPROVAL POLICY | Shareholder | Y | Against | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING | Shareholder | Y | Against | For |
| VERIZON COMMUNICATIONS INC. | VZ | 92343V10401-May-2014 | SHAREHOLDER RIGHT TO ACT BY WRITTEN CONSENT | Shareholder | Y | Against | For |
| VERIZON COMMUNICATIONS | VZ | 92343V10401-May-2014 | PROXY VOTING AUTHORITY | Shareholder | Y | Against | For |

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| INC. BAXTER INTERNATIONAL INC. | BAX | 071813109 | 06-May-2014 | ELECTION OF DIRECTOR: WAYNE T. HOCKMEYER | Management Y | For | For |
| INC. BAXTER INTERNATIONAL INC. | BAX | 071813109 | 06-May-2014 | ELECTION OF DIRECTOR: ROBERT L. PARKINSON, JR. | Management Y | For | For |
| INC. BAXTER INTERNATIONAL INC. | BAX | 071813109 | 06-May-2014 | ELECTION OF DIRECTOR: THOMAS T. STALLKAMP | Management Y | For | For |
| INC. BAXTER INTERNATIONAL INC. | BAX | 071813109 | 06-May-2014 | ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN | Management Y | For | For |
| INC. BAXTER INTERNATIONAL INC. | BAX | 071813109 | 06-May-2014 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management Y | For | For |

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| BAXTER INTERNATIONAL INC. | BAX | 07181310906-May-2014 | APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Y | For | For |
| BAXTER INTERNATIONAL INC. | BAX | 07181310906-May-2014 | SHAREHOLDER PROPOSAL - RIGHT TO ACT BY WRITTEN CONSENT. | Shareholder | Y | For | Against |
| BAXTER INTERNATIONAL INC. | BAX | 07181310906-May-2014 | SHAREHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK. | Shareholder | Y | Against | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: PETER J. ROSE | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: ROBERT R. WRIGHT | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: MARK A. EMMERT | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: R. JORDAN GATES | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: DAN P. KOURKOU MELIS | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: MICHAEL J. MALONE | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: JOHN W. MEISENBACH | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: JEFFREY S. MUSSER | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: LIANE J. PELLETIER | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: JAMES L.K. WANG | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | ELECTION OF DIRECTOR: TAY YOSHITANI | Management | Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD | 30213010907-May-2014 | TO APPROVE, ON A NON-BINDING BASIS, THE COMPENSATION OF THE COMPANY'S | Management | Y | For | For |

| | | NAMED EXECUTIVE OFFICERS. | | | |
|--------------------------------------|---------------------------|---|--------------|-----|-----|
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD 30213010907-May-2014 | TO APPROVE THE ADOPTION OF THE 2014 STOCK OPTION PLAN. | Management Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD 30213010907-May-2014 | TO APPROVE THE AMENDMENT TO THE 2002 EMPLOYEE STOCK PURCHASE PLAN. | Management Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD 30213010907-May-2014 | TO APPROVE THE ADOPTION OF THE 2014 DIRECTORS' RESTRICTED STOCK PLAN. | Management Y | For | For |
| EXPEDITORS INT'L OF WASHINGTON, INC. | EXPD 30213010907-May-2014 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management Y | For | For |

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| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: SCOTT P. ANDERSON | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: ROBERT EZRILOV | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: WAYNE M. FORTUN | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: MARY J STEELE GUILFOILE | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: JODEE A. KOZLAK | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: REBECCA KOENIG ROLOFF | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | ELECTION OF DIRECTOR: BRIAN P. SHORT | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | TO APPROVE, BY NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION. RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S | Management Y | For | For |
| C.H. ROBINSON WORLDWIDE, INC. | CHRW | 12541W20908 | May-2014 | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: C. DAVID BROWN II | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: DAVID W. DORMAN | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: ANNE M. | Management Y | For | For |

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| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | FINUCANE ELECTION OF DIRECTOR: LARRY J. MERLO | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: RICHARD J. SWIFT | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | ELECTION OF DIRECTOR: TONY L. WHITE | Management Y | For | For |
| CVS CAREMARK CORPORATION | CVS | 126650100 | 08-May-2014 | PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2014. | Management Y | For | For |

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| CVS CAREMARK CORPORATION | CVS | 12665010008 | May-2014 | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | FRED D. ANDERSON | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | EDWARD W. BARNHOLT | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | SCOTT D. COOK | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | JOHN J. DONAHOE | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | TO APPROVE THE AMENDMENT AND RESTATEMENT OF OUR 2008 EQUITY INCENTIVE AWARD PLAN. | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2014. | Management | Y | For | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | TO CONSIDER A STOCKHOLDER PROPOSAL SUBMITTED BY JOHN CHEVEDDEN REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT WITHOUT A MEETING, IF PROPERLY PRESENTED BEFORE THE MEETING. | Shareholder | Y | Against | For |
| EBAY INC. | EBAY | 278642103 | 13-May-2014 | PROPOSAL WITHDRAWN | Shareholder | Y | Against | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: ERSKINE B. BOWLES | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: HOWARD J. DAVIES | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: JAMES P. GORMAN | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: ROBERT H. HERZ | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: C. ROBERT KIDDER | Management | Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: KLAUS KLEINFELD | Management | Y | For | For |

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|----------------------|------|-----------|-------------|---|---------------|---------|---------|
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: HUTHAM S. OLAYAN | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: JAMES W. OWENS | Management Y | Against | Against |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: O. GRIFFITH SEXTON | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: MASA AKI TANAKA | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: LAURA D. TYSON | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | ELECTION OF DIRECTOR: RAYFORD WILKINS, JR. | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR | Management Y | For | For |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION) SHAREHOLDER PROPOSAL | Management Y | Against | Against |
| MORGAN STANLEY | MS | 617446448 | 13-May-2014 | REGARDING A REPORT ON LOBBYING | Shareholder Y | Against | For |
| BROADCOM CORPORATION | BRCM | 111320107 | 13-May-2014 | ROBERT J. FINOCCHIO, JR | Management Y | For | For |
| BROADCOM CORPORATION | BRCM | 111320107 | 13-May-2014 | NANCY H. HANDEL | Management Y | For | For |
| BROADCOM CORPORATION | BRCM | 111320107 | 13-May-2014 | EDDY W. HARTENSTEIN | Management Y | For | For |
| | BRCM | 111320107 | 13-May-2014 | | Management Y | For | For |

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| BROADCOM CORPORATION | | MARIA M. KLAWE, PH.D. | | | |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | JOHN E. MAJOR | Management | Y | For For |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | SCOTT A. MCGREGOR | Management | Y | For For |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | WILLIAM T. MORROW | Management | Y | For For |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | HENRY SAMUELI, PH.D. | Management | Y | For For |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | ROBERT E. SWITZ | Management | Y | For For |

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| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS DESCRIBED IN THE PROXY STATEMENT. TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S | Management Y | Against | Against |
| BROADCOM CORPORATION | BRCM 11132010713-May-2014 | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: JOHN P. DAANE | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: T. MICHAEL NEVENS | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: A. BLAINE BOWMAN | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: ELISHA W. FINNEY | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: KEVIN MCGARITY | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: KRISH A. PRABHU | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: SHANE V. ROBISON | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: JOHN SHOEMAKER | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | ELECTION OF DIRECTOR: THOMAS H. WAECHTER | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | TO APPROVE AN AMENDMENT TO THE 2005 EQUITY INCENTIVE PLAN TO (I) EXTEND THE TERM | Management Y | For | For |

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| ALTERA CORPORATION | ALTR 02144110013-May-2014 | <p>OF THE PLAN, (II) INCREASE BY 3,000,000 THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE PLAN AND (III) MAKE CERTAIN OTHER CHANGES AS DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT.</p> <p>TO APPROVE AN AMENDMENT TO THE 1987 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE BY 1,000,000 THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE PLAN.</p> | Management Y | For | For |
| ALTERA CORPORATION | ALTR 02144110013-May-2014 | <p>TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.</p> | Management Y | For | For |

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| ALTERA CORPORATION | ALTR 021441100 | 13-May-2014 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management | Y | For | For |
| ALTERA CORPORATION | ALTR 021441100 | 13-May-2014 | IF PROPERLY PRESENTED AT THE ANNUAL MEETING, TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIR OF THE BOARD. | Shareholder | Y | Against | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | JOHN F. BERGSTROM | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | JOHN C. BROUILLARD | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | FIONA P. DIAS | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | DARREN R. JACKSON | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | WILLIAM S. OGLESBY | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | J. PAUL RAINES | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | GILBERT T. RAY | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | CARLOS A. SALADRIGAS | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | O. TEMPLE SLOAN, III | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | JIMMIE L. WADE | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | APPROVE THE COMPANY'S 2014 LONG-TERM INCENTIVE PLAN. | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP (DELOITTE) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | Y | For | For |
| ADVANCE AUTO PARTS, INC. | AAP 00751Y106 | 14-May-2014 | ADVISORY VOTE ON STOCKHOLDER PROPOSAL ON | Shareholder | Y | Against | For |

THE ABILITY OF
STOCKHOLDERS TO ACT BY
WRITTEN CONSENT IF
PRESENTED AT THE ANNUAL
MEETING.

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| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | APPROVAL OF AN AMENDMENT TO MOSAIC'S RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS. | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | ELECTION OF A DIRECTOR FOR A TERM EXPIRING IN 2015: DENISE C. JOHNSON | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | ELECTION OF A DIRECTOR FOR A TERM EXPIRING IN 2015: NANCY E. COOPER (TERM EXPIRES IN 2017 IF PROPOSAL 1 IS REJECTED) | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | ELECTION OF A DIRECTOR FOR A TERM EXPIRING IN 2015: JAMES L. POPOWICH (TERM EXPIRES IN 2017 IF PROPOSAL 1 IS REJECTED) | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | ELECTION OF A DIRECTOR FOR A TERM EXPIRING IN 2015: JAMES T. PROKOPANKO (TERM EXPIRES IN 2017 IF PROPOSAL 1 IS REJECTED) | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | ELECTION OF A DIRECTOR FOR A TERM EXPIRING IN 2015: STEVEN M. SEIBERT (TERM EXPIRES IN 2017 IF PROPOSAL 1 IS REJECTED) | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | APPROVAL OF THE MOSAIC COMPANY 2014 STOCK AND INCENTIVE PLAN, AS RECOMMENDED BY THE BOARD OF DIRECTORS. | Management | Y | For | For |
| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR | Management | Y | For | For |

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| THE MOSAIC COMPANY | MOS | 61945C103 | 15-May-2014 | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT OUR FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDING DECEMBER 31, 2014 AND THE EFFECTIVENESS OF INTERNAL CONTROL OVER FINANCIAL REPORTING AS OF DECEMBER 31, 2014. A NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION ("SAY-ON-PAY"). | Management | Y | For | For |
| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | ELECTION OF DIRECTOR: G. STEVEN FARRIS | Management | Y | For | For |
| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | ELECTION OF DIRECTOR: A.D. FRAZIER, JR. | Management | Y | For | For |
| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | ELECTION OF DIRECTOR: AMY H. NELSON | Management | Y | For | For |
| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS | Management | Y | For | For |

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| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS APPROVAL OF AMENDMENT TO APACHE'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE APACHE'S CLASSIFIED BOARD OF DIRECTORS | Management Y | For | For |
| APACHE CORPORATION | APA | 037411105 | 15-May-2014 | ELECTION OF DIRECTOR: MARK C. MILLER | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: JACK W. SCHULER | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: CHARLES A. ALUTTO | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: THOMAS D. BROWN | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: THOMAS F. CHEN | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: ROD F. DAMMEYER | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: WILLIAM K. HALL | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: JOHN PATIENCE | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | APPROVAL OF THE COMPANY'S 2014 INCENTIVE STOCK PLAN | Management Y | For | For |
| STERICYCLE, INC. | SRCL | 858912108 | 21-May-2014 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT | Management Y | For | For |

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| STERICYCLE, INC. | SRCL | 85891210821-May-2014 | REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014 ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO THE COMPANY'S EXECUTIVE OFFICERS | Management | Y | For | For |
| STERICYCLE, INC. | SRCL | 85891210821-May-2014 | ADVISORY RESOLUTION ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION (CHOOSE ONE FREQUENCY) | Management | Y | 1 Year | For |
| STERICYCLE, INC. | SRCL | 85891210821-May-2014 | APPROVAL OF AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO GIVE STOCKHOLDERS THE RIGHT TO CALL A SPECIAL MEETING | Management | Y | For | For |
| AMAZON.COM, INC. | AMZN | 02313510621-May-2014 | ELECTION OF DIRECTOR: JEFFREY P. BEZOS | Management | Y | For | For |

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| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: TOM A. ALBERG | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: JOHN SEELY BROWN | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: WILLIAM B. GORDON | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: JAMIE S. GORELICK | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: ALAIN MONIE | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: THOMAS O. RYDER | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING | Management Y | For | For |
| AMAZON.COM, INC. | AMZN 02313510621-May-2014 | CORPORATE POLITICAL CONTRIBUTIONS | Shareholder Y | Against | For |
| ROSS STORES, INC. | ROST 77829610321-May-2014 | ELECTION OF DIRECTOR: MICHAEL BALMUTH | Management Y | For | For |
| ROSS STORES, INC. | ROST 77829610321-May-2014 | ELECTION OF DIRECTOR: K. GUNNAR BJORKLUND | Management Y | For | For |
| ROSS STORES, INC. | ROST 77829610321-May-2014 | ELECTION OF DIRECTOR: MICHAEL J. BUSH | Management Y | For | For |
| ROSS STORES, INC. | ROST 77829610321-May-2014 | | Management Y | For | For |

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|-------------------|------|----------------------|---|--------------|-----|-----|
| | | | ELECTION OF DIRECTOR: NORMAN A. FERBER | | | |
| ROSS STORES, INC. | ROST | 77829610321-May-2014 | ELECTION OF DIRECTOR: SHARON D. GARRETT | Management Y | For | For |
| ROSS STORES, INC. | ROST | 77829610321-May-2014 | ELECTION OF DIRECTOR: GEORGE P. ORBAN | Management Y | For | For |
| ROSS STORES, INC. | ROST | 77829610321-May-2014 | ELECTION OF DIRECTOR: LAWRENCE S. PEIROS | Management Y | For | For |
| ROSS STORES, INC. | ROST | 77829610321-May-2014 | ELECTION OF DIRECTOR: GREGORY L. QUESNEL | Management Y | For | For |
| ROSS STORES, INC. | ROST | 77829610321-May-2014 | ADVISORY VOTE TO APPROVE THE RESOLUTION ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Management Y | For | For |

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| ROSS STORES, INC. | ROST | 77829610321-May-2014 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2015. | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: F. DUANE ACKERMAN | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: FRANCIS S. BLAKE | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: ARI BOUSBIB | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: J. FRANK BROWN | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: ALBERT P. CAREY | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: ARMANDO CODINA | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: HELENA B. FOULKES | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: WAYNE M. HEWETT | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: KAREN L. KATEN | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ELECTION OF DIRECTOR: MARK VADON | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP | Management Y | For | For |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | ADVISORY VOTE TO APPROVE EXECUTIVE | Management Y | For | For |

| | | COMPENSATION SHAREHOLDER PROPOSAL REGARDING | | | |
|-----------------------------|------|---|--|---------------|------------|
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | SPECIAL SHAREHOLDER MEETINGS | Shareholder Y | AgainstFor |
| THE HOME DEPOT, INC. | HD | 43707610222-May-2014 | PROPOSAL REGARDING EMPLOYMENT DIVERSITY REPORT | Shareholder Y | AgainstFor |
| THE PRICELINE GROUP INC. | PCLN | 74150340305-Jun-2014 | TIMOTHY M. ARMSTRONG | Management Y | For For |
| THE PRICELINE GROUP INC. | PCLN | 74150340305-Jun-2014 | HOWARD W. BARKER, JR. | Management Y | For For |
| THE PRICELINE GROUP INC. | PCLN | 74150340305-Jun-2014 | JEFFERY H. BOYD | Management Y | For For |
| THE PRICELINE GROUP INC. | PCLN | 74150340305-Jun-2014 | JAN L. DOCTER | Management Y | For For |
| THE PRICELINE GROUP INC. | PCLN | 74150340305-Jun-2014 | JEFFREY E. EPSTEIN | Management Y | For For |

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| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | JAMES M. GUYETTE | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | DARREN R. HUSTON | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | NANCY B. PERETSMAN | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | THOMAS E. ROTHMAN | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | CRAIG W. RYDIN | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | TO APPROVE ON AN ADVISORY BASIS THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS. | Management Y | For | For |
| THE PRICELINE GROUP INC. | PCLN 741503403 | 05-Jun-2014 | TO CONSIDER AND VOTE UPON A NON-BINDING STOCKHOLDER PROPOSAL CONCERNING STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shareholder Y | For | Against |
| PANERA BREAD COMPANY | PNRA 69840W108 | 05-Jun-2014 | FRED K. FOULKES | Management Y | For | For |
| PANERA BREAD COMPANY | PNRA 69840W108 | 05-Jun-2014 | RONALD M. SHAICH | Management Y | For | For |
| PANERA BREAD COMPANY | PNRA 69840W108 | 05-Jun-2014 | TO APPROVE, IN AN ADVISORY "SAY-ON-PAY" VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF PANERA BREAD COMPANY. | Management Y | For | For |
| PANERA BREAD COMPANY | PNRA 69840W108 | 05-Jun-2014 | TO APPROVE AN AMENDMENT TO THE 1992 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF CLASS A COMMON STOCK AUTHORIZED FOR ISSUANCE PURSUANT TO SUCH PLAN | Management Y | For | For |

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|--------------------------------|----------------------------|--|------------|---|-----|-----|
| PANERA BREAD COMPANY | PNRA 69840W10805-Jun-2014 | FROM 950,000 SHARES TO 1,050,000 SHARES. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS PANERA BREAD COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2014. | Management | Y | For | For |
| LULULEMON ATHLETICA INC. | LULU 550021109 11-Jun-2014 | MICHAEL CASEY | Management | Y | For | For |

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|--|----------------|-------------|---|----------------------|
| LULULEMON ATHLETICA INC. | LULU 550021109 | 11-Jun-2014 | ROANN COSTIN | Management Y For For |
| LULULEMON ATHLETICA INC. | LULU 550021109 | 11-Jun-2014 | LAURENT POTDEVIN | Management Y For For |
| LULULEMON ATHLETICA INC. | LULU 550021109 | 11-Jun-2014 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 1, 2015. TO ADOPT A NON-BINDING RESOLUTION TO APPROVE | Management Y For For |
| LULULEMON ATHLETICA INC. | LULU 550021109 | 11-Jun-2014 | THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS. TO APPROVE THE ADOPTION OF THE LULULEMON ATHLETICA INC. 2014 EQUITY INCENTIVE PLAN. | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | RICHARD C. ADKERSON | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | ROBERT J. ALLISON, JR. | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | ALAN R. BUCKWALTER, III | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | ROBERT A. DAY | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | JAMES C. FLORES | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | GERALD J. FORD | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | THOMAS A. FRY, III | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | H. DEVON GRAHAM, JR. | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | LYDIA H. KENNARD | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | CHARLES C. KRULAK | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | BOBBY LEE LACKEY | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | JON C. MADONNA | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | DUSTAN E. MCCOY | Management Y For For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX 35671D857 | 17-Jun-2014 | JAMES R. MOFFETT | Management Y For For |

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| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | STEPHEN H. SIEGELE | Management Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | FRANCES FRAGOS TOWNSEND | Management Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE APPOINTMENT OF | Management Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. APPROVAL OF THE FREEPORT-MCMORAN | Management Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | COPPER & GOLD INC. ANNUAL INCENTIVE PLAN. STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH | Management Y | For | For |
| FREEPORT-MCMORAN COPPER & GOLD INC. | FCX | 35671D85717-Jun-2014 | ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE BOARD OF DIRECTORS. | Shareholder Y | Against | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | ROBERT J. HUGIN | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | R.W. BARKER, D. PHIL. | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | MICHAEL D. CASEY | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | CARRIE S. COX | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | RODMAN L. DRAKE | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | M.A. FRIEDMAN, M.D. | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | GILLA KAPLAN, PH.D. | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | JAMES J. LOUGHLIN | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | ERNEST MARIO, PH.D. | Management Y | For | For |
| CELGENE CORPORATION | CELG | 151020104 18-Jun-2014 | RATIFICATION OF THE APPOINTMENT OF | Management Y | For | For |

KPMG LLP AS THE
COMPANY'S
INDEPENDENT
REGISTERED PUBLIC
ACCOUNTING FIRM FOR
THE FISCAL YEAR
ENDING DECEMBER 31,
2014.

CELGENE
CORPORATION

CELG 151020104 18-Jun-2014

AMENDMENT OF THE
COMPANY'S
CERTIFICATE OF
INCORPORATION TO
INCREASE THE
AUTHORIZED NUMBER Management Y For For
OF SHARES OF
COMMON STOCK AND
TO EFFECT A STOCK
SPLIT.

| | | | | | |
|---------------------|---------------------------|---|---------------|---------|-----|
| CELGENE CORPORATION | CELG 15102010418-Jun-2014 | APPROVAL OF AN AMENDMENT OF THE COMPANY'S 2008 STOCK INCENTIVE PLAN. | Management Y | For | For |
| CELGENE CORPORATION | CELG 15102010418-Jun-2014 | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management Y | For | For |
| CELGENE CORPORATION | CELG 15102010418-Jun-2014 | STOCKHOLDER PROPOSAL DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT. | Shareholder Y | Against | For |

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.

Madison Covered Call & Equity Strategy Fund

By (Signature)

Katherine L. Frank, Principal Executive Officer

Date August 18, 2014