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ZWEIG TOTAL RETURN FUND INC
Form N-PX
August 05, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

OMB APPROVAL
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FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-05620

Zweig Total Return Fund Inc.

(Exact name of registrant as specified in charter)

900 Third Avenue, New York, NY

10022

(Address of principal executive offices)

(Zip code)

Marc Baltuch, c/o Zweig Advisers, 900 Third Ave, NY, NY 10022

(Name and address of agent for service)

Registrant's telephone number, including area code: 212-451-1100

Date of fiscal year end: 12/31/09

Date of reporting period: 6/30/10

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

GENERAL INSTRUCTIONS

A. RULE AS TO USE OF FORM N-PX.

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Form N-PX is to be used for reports pursuant to Section 30 of the Investment Company Act of 1940 (the "Act") and Rule 30b1-4 under the Act (17 CFR 270.30b1-4) by all registered management investment companies, other than small business investment companies registered on Form N-5 ((S)(S) 239.24 and 274.5 of this chapter), to file their complete proxy voting record not later than August 31 of each year for the most recent twelve-month period ended June 30.

B. APPLICATION OF GENERAL RULES AND REGULATIONS.

The General Rules and Regulations under the Act contain certain general requirements that are applicable to reporting on any form under the Act. These general requirements should be carefully read and observed in the preparation and filing of reports on this form, except that any provision in the form or in these instructions shall be controlling.

PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF
INFORMATION CONTAINED IN THIS FORM ARE NOT
REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A
SEC 2451 (4-03) CURRENTLY VALID OMB CONTROL NUMBER.

Instructions

1. In the case of a registrant that offers multiple series of shares provide the information required by this Item separately for each series. The term "series" means shares offered by a registrant that represent undivided interests in a portfolio of investments and that are preferred over all other series of shares for assets specifically allocated to that series in accordance with Rule 18f-2(a) under the act (17CFR 270 18f-2(a)).
2. The exchange [ILLEGIBLE] symbol or CUSIP number required by paragraph (b) or (c) of this Item may be omitted if it is not available through reasonable practicable means. e.g. in the case of certain securities of foreign issuers.

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

ICA File Number: 811-05620
Reporting Period: 07/01/2009 - 06/30/2010
Zweig Total Return Fund Inc

===== Zweig Total Return Fund, Inc =====

ALCOA INC.

Ticker: AA Security ID: 013817101
Meeting Date: APR 23, 2010 Meeting Type: Annual
Record Date: JAN 27, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Arthur D. Collins, Jr | For | For | Management |
| 1.2 | Elect Director Carlos Ghosn | For | For | Management |
| 1.3 | Elect Director Michael G. Morris | For | For | Management |
| 1.4 | Elect Director E. Stanley O'Neal | For | For | Management |
| 2 | Ratify Auditor | For | For | Management |
| 3 | Adopt Majority Voting for Uncontested Election of Directors | For | For | Management |
| 4 | Reduce Supermajority Vote Requirement Relating to Fair Price Protection | For | For | Management |
| 5 | Reduce Supermajority Vote Requirement | For | For | Management |

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| | | | | |
|---|---------------------------------------|---------|-----|-------------|
| | Relating to Director Elections | | | |
| 6 | Reduce Supermajority Vote Requirement | For | For | Management |
| | Relating to the Removal of Directors | | | |
| 7 | Adopt Simple Majority Vote | Against | For | Shareholder |

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
 Meeting Date: MAY 20, 2010 Meeting Type: Annual
 Record Date: MAR 29, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Elizabeth E. Bailey | For | For | Management |
| 2 | Elect Director Gerald L. Baliles | For | For | Management |
| 3 | Elect Director John T. Casteen III | For | For | Management |
| 4 | Elect Director Dinyar S. Devitre | For | For | Management |
| 5 | Elect Director Thomas F. Farrell II | For | For | Management |
| 6 | Elect Director Robert E. R. Huntley | For | For | Management |
| 7 | Elect Director Thomas W. Jones | For | For | Management |
| 8 | Elect Director George Munoz | For | For | Management |
| 9 | Elect Director Nabil Y. Sakkab | For | For | Management |
| 10 | Elect Director Michael E. Szymanczyk | For | For | Management |
| 11 | Approve Omnibus Stock Plan | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Report on Effect of Marketing Practices on the Poor | Against | Against | Shareholder |
| 14 | Adopt Human Rights Protocols for Company and Suppliers | Against | For | Shareholder |

AT&T INC.

Ticker: T Security ID: 00206R102
 Meeting Date: APR 30, 2010 Meeting Type: Annual
 Record Date: MAR 2, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Randall L. Stephenson | For | For | Management |
| 2 | Elect Director Gilbert F. Amelio | For | For | Management |
| 3 | Elect Director Reuben V. Anderson | For | For | Management |
| 4 | Elect Director James H. Blanchard | For | For | Management |
| 5 | Elect Director Jaime Chico Pardo | For | For | Management |
| 6 | Elect Director James P. Kelly | For | For | Management |
| 7 | Elect Director Jon C. Madonna | For | For | Management |
| 8 | Elect Director Lynn M. Martin | For | For | Management |
| 9 | Elect Director John B. McCoy | For | For | Management |
| 10 | Elect Director Joyce M. Roche | For | For | Management |
| 11 | Elect Director Laura D Andrea Tyson | For | For | Management |
| 12 | Elect Director Patricia P. Upton | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Provide for Cumulative Voting | Against | For | Shareholder |
| 15 | Exclude Pension Credits from Calculations of Performance-Based Pay | Against | For | Shareholder |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 17 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

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BIOGEN IDEC INC.

Ticker: BIIB Security ID: 09062X103
 Meeting Date: JUN 9, 2010 Meeting Type: Annual
 Record Date: APR 19, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Nancy L. Leaming | For | For | Management |
| 2 | Elect Director Brian S. Posner | For | For | Management |
| 3 | Elect Director Eric K. Rowinsky | For | For | Management |
| 4 | Elect Director Stephen A. Sherwin | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |

BUNGE LIMITED

Ticker: BG Security ID: G16962105
 Meeting Date: MAY 21, 2010 Meeting Type: Annual
 Record Date: MAR 29, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Jorge Born, Jr. as Director | For | For | Management |
| 1b | Elect Bernard de La Tour D'Auvergne Lauraguais as Director | For | For | Management |
| 1c | Elect William Engels as Director | For | For | Management |
| 1d | Elect L. Patrick Lupo as Director | For | For | Management |
| 2 | Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |
| 3 | Approve Bunge Limited Annual Incentive Plan | For | For | Management |
| 4 | Transact Other Business (Non-Voting) | None | None | Management |

CATERPILLAR INC.

Ticker: CAT Security ID: 149123101
 Meeting Date: JUN 9, 2010 Meeting Type: Annual
 Record Date: APR 12, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director John T. Dillon | For | For | Management |
| 1.2 | Elect Director Juan Gallardo | For | For | Management |
| 1.3 | Elect Director William A. Osborn | For | For | Management |
| 1.4 | Elect Director Edward B. Rust, Jr. | For | For | Management |
| 1.5 | Elect Director Susan C. Schwab | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | Against | Management |
| 4 | Declassify the Board of Directors | For | For | Management |
| 5 | Reduce Supermajority Vote Requirement | For | For | Management |
| 6 | Require Independent Board Chairman | Against | Against | Shareholder |
| 7 | Amend Human Rights Policy | Against | For | Shareholder |
| 8 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

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CHESAPEAKE ENERGY CORPORATION

Ticker: CHK Security ID: 165167107
 Meeting Date: JUN 11, 2010 Meeting Type: Annual
 Record Date: APR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Frank Keating | For | Withhold | Management |
| 1.2 | Elect Director Merrill A. Miller, Jr. | For | Withhold | Management |
| 1.3 | Elect Director Frederick B. Whittemore | For | Withhold | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Adopt Policy Relating to Annual Cash Bonuses | Against | For | Shareholder |
| 5 | Adopt Policy to Promote Responsible Use of Company Stock by Named Executive Officers and Directors | Against | For | Shareholder |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 7 | Advisory Vote to Ratify Named Executive Officers' and Directors' Compensation | Against | For | Shareholder |
| 8 | Report on Environmental Impacts of Natural Gas Fracturing | Against | For | Shareholder |
| 9 | Prepare Sustainability Report | Against | For | Shareholder |

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100
 Meeting Date: MAY 26, 2010 Meeting Type: Annual
 Record Date: APR 1, 2010

| # | 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 C. Hagel | For | For | Management |
| 6 | Elect Director E. Hernandez | For | For | Management |
| 7 | Elect Director F.G. Jenifer | For | For | Management |
| 8 | Elect Director G.L. Kirkland | For | For | Management |
| 9 | Elect Director S. Nunn | For | For | Management |
| 10 | Elect Director D.B. Rice | For | For | Management |
| 11 | Elect Director K.W. Sharer | For | For | Management |
| 12 | Elect Director C.R. Shoemate | For | For | Management |
| 13 | Elect Director J.G. Stumpf | For | For | Management |
| 14 | Elect Director R.D. Sugar | For | For | Management |
| 15 | Elect Director C. Ware | For | For | Management |
| 16 | Elect Director J.S. Watson | For | For | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Provide Right to Call Special Meeting | For | For | Management |
| 19 | Request Director Nominee with Environmental Qualifications | Against | For | Shareholder |
| 20 | Stock Retention/Holding Period | Against | For | Shareholder |
| 21 | Disclose Payments To Host Governments | Against | Against | Shareholder |
| 22 | Adopt Guidelines for Country Selection | Against | For | Shareholder |
| 23 | Report on Financial Risks From Climate Change | Against | Against | Shareholder |
| 24 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |

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CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102
 Meeting Date: NOV 12, 2009 Meeting Type: Annual
 Record Date: SEP 14, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Carol A. Bartz | For | For | Management |
| 2 | Elect Director M. Michele Burns | For | For | Management |
| 3 | Elect Director Michael D. Capellas | For | For | Management |
| 4 | Elect Director Larry R. Carter | For | For | Management |
| 5 | Elect Director John T. Chambers | For | For | Management |
| 6 | Elect Director Brian L. Halla | For | For | Management |
| 7 | Elect Director John L. Hennessy | For | For | Management |
| 8 | Elect Director Richard M. Kovacevich | For | For | Management |
| 9 | Elect Director Roderick C. McGeary | For | For | Management |
| 10 | Elect Director Michael K. Powell | For | For | Management |
| 11 | Elect Director Arun Sarin | For | For | Management |
| 12 | Elect Director Steven M. West | For | For | Management |
| 13 | Elect Director Jerry Yang | For | For | Management |
| 14 | Amend Omnibus Stock Plan | For | For | Management |
| 15 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 19 | Report on Internet Fragmentation | Against | For | Shareholder |

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104
 Meeting Date: MAY 12, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Richard L. Armitage | For | For | Management |
| 1.2 | Elect Director Richard H. Auchinleck | For | For | Management |
| 1.3 | Elect Director James E. Copeland, Jr. | For | For | Management |
| 1.4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 1.5 | Elect Director Ruth R. Harkin | For | For | Management |
| 1.6 | Elect Director Harold W. Mcgraw III | For | For | Management |
| 1.7 | Elect Director James J. Mulva | For | For | Management |
| 1.8 | Elect Director Robert A. Niblock | For | For | Management |
| 1.9 | Elect Director Harald J. Norvik | For | For | Management |
| 1.10 | Elect Director William K. Reilly | For | For | Management |
| 1.11 | Elect Director Bobby S. Shackouls | For | For | Management |
| 1.12 | Elect Director Victoria J. Tschinkel | For | For | Management |
| 1.13 | Elect Director Kathryn C. Turner | For | For | Management |
| 1.14 | Elect Director William E. Wade, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Board Risk Management Oversight | Against | Against | Shareholder |
| 4 | Adopt Quantitative GHG Goals for Products and Operations | Against | For | Shareholder |
| 5 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For | Shareholder |

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| | | | | |
|----|---|---------|---------|-------------|
| 6 | Adopt Policy to Address Coastal Louisiana Environmental Impacts | Against | Against | Shareholder |
| 7 | Report on Financial Risks of Climate Change | Against | Against | Shareholder |
| 8 | Adopt Goals to Reduce Emission of TRI Chemicals | Against | Against | Shareholder |
| 9 | Amend EEO Policy to Prohibit Discrimination Based on Sexual Orientation and Gender Identity | Against | For | Shareholder |
| 10 | Report on Political Contributions | Against | For | Shareholder |

CONTINENTAL AIRLINES, INC.

Ticker: CAL Security ID: 210795308
 Meeting Date: JUN 9, 2010 Meeting Type: Annual
 Record Date: APR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|--------------|-------------|
| 1.1 | Elect Director Kirbyjon H. Caldwell | For | Did Not Vote | Management |
| 1.2 | Elect Director Carolyn Corvi | For | Did Not Vote | Management |
| 1.3 | Elect Director Henry L. Meyer, III | For | Did Not Vote | Management |
| 1.4 | Elect Director Oscar Munoz | For | Did Not Vote | Management |
| 1.5 | Elect Director Laurence E. Simmons | For | Did Not Vote | Management |
| 1.6 | Elect Director Jeffery A. Smisek | For | Did Not Vote | Management |
| 1.7 | Elect Director Karen Hastie Williams | For | Did Not Vote | Management |
| 1.8 | Elect Director Ronald B. Woodard | For | Did Not Vote | Management |
| 1.9 | Elect Director Charles A. Yamarone | For | Did Not Vote | Management |
| 2 | Approve Omnibus Stock Plan | For | Did Not Vote | Management |
| 3 | Ratify Auditors | For | Did Not Vote | Management |
| 4 | Prohibit Executive Stock-Based Awards | Against | Did Not Vote | Shareholder |
| 5 | Please Mark For If Stock Owned Beneficially By You Is Owned and Controlled Only By U.S. Citizens Or Mark Against If Such Stock Is Owned Or controlled By Any Person Who Is Not A U.S. Citizen | None | Did Not Vote | Management |

CORNING INCORPORATED

Ticker: GLW Security ID: 219350105
 Meeting Date: APR 29, 2010 Meeting Type: Annual
 Record Date: FEB 25, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Robert F. Cummings, Jr. | For | For | Management |
| 1.2 | Elect Director Carlos M. Gutierrez | For | For | Management |
| 1.3 | Elect Director William D. Smithburg | For | For | Management |
| 1.4 | Elect Director Hansel E. Tookes, II | For | For | Management |
| 1.5 | Elect Director Wendell P. Weeks | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 4 | Approve Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 5 | Declassify the Board of Directors | For | For | Management |
| 6 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

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COSTCO WHOLESALE CORPORATION

Ticker: COST Security ID: 22160K105
 Meeting Date: JAN 28, 2010 Meeting Type: Annual
 Record Date: NOV 23, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director B.S. Carson, Sr., M.D. | For | For | Management |
| 1.2 | Elect Director William H. Gates | For | For | Management |
| 1.3 | Elect Director Hamilton E. James | For | For | Management |
| 1.4 | Elect Director Jill S. Ruckelshaus | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

EXELON CORPORATION

Ticker: EXC Security ID: 30161N101
 Meeting Date: APR 27, 2010 Meeting Type: Annual
 Record Date: MAR 1, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director John A. Canning, Jr. | For | For | Management |
| 2 | Elect Director M. Walter D'Alessio | For | For | Management |
| 3 | Elect Director Nicholas DeBenedictis | For | For | Management |
| 4 | Elect Director Bruce DeMars | For | For | Management |
| 5 | Elect Director Nelson A. Diaz | For | For | Management |
| 6 | Elect Director Sue L. Gin | For | For | Management |
| 7 | Elect Director Rosemarie B. Greco | For | For | Management |
| 8 | Elect Director Paul L. Joskow | For | For | Management |
| 9 | Elect Director Richard W. Mies | For | For | Management |
| 10 | Elect Director John M. Palms | For | For | Management |
| 11 | Elect Director William C. Richardson | For | For | Management |
| 12 | Elect Director Thomas J. Ridge | For | For | Management |
| 13 | Elect Director John W. Rogers, Jr. | For | For | Management |
| 14 | Elect Director John W. Rowe | For | For | Management |
| 15 | Elect Director Stephen D. Steinour | For | For | Management |
| 16 | Elect Director Don Thompson | For | For | Management |
| 17 | Approve Omnibus Stock Plan | For | For | Management |
| 18 | Ratify Auditors | For | For | Management |

FOSTER WHEELER AG

Ticker: FWLT Security ID: H27178104
 Meeting Date: NOV 4, 2009 Meeting Type: Special
 Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Election Of Director: Clayton C. Daley, Jr. | For | For | Management |
| 2 | In The Event Counterproposals, Alterations Or Amendments Of The agenda Items Or Other Matters Are Raised At The Extraordinary general Meeting, I Instruct The Appointed Proxies To Vote As follows. | For | Against | Management |

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FOSTER WHEELER AG

Ticker: FWLT Security ID: H27178104

Meeting Date: MAY 5, 2010 Meeting Type: Annual

Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Reelect Eugene Atkinson as Director | For | For | Management |
| 1.2 | Reelect Steven Demetriou | For | For | Management |
| 1.3 | Reelect Stephanie Hanbury-Brown as Director | For | For | Management |
| 1.4 | Elect Robert Flexon as Director | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers AG as Auditors | For | For | Management |
| 3 | Ratify PricewaterhouseCoopers LLP as Independent Registered Public Accounting Firm | For | For | Management |
| 4 | Accept Financial Statements and Statutory Reports, Allocation of Income | For | For | Management |
| 5 | Approve Discharge of Board and Senior Management | For | For | Management |
| 6 | Approve Release of Additional Paid-In Capital from Capital Contribution to Reserves | For | For | Management |
| 7 | Change Location of Registered Office to Baar, Switzerland | For | For | Management |
| 8 | Amend Articles Re: Eliminate Requirement to List Citizenship of Shareholders in Share Register | For | For | Management |
| 9 | Amend Articles Re: Share Certificates due to New Swiss Federal Act on Intermediated Securities | For | For | Management |
| 10 | Transact Other Business (Voting) | For | Against | Management |

FREEMONT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857

Meeting Date: JUN 9, 2010 Meeting Type: Annual

Record Date: APR 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Richard C. Adkerson | For | For | Management |
| 1.2 | Elect Director Robert J. Allison, Jr. | For | For | Management |
| 1.3 | Elect Director Robert A. Day | For | For | Management |
| 1.4 | Elect Director Gerald J. Ford | For | For | Management |
| 1.5 | Elect Director H. Devon Graham, Jr. | For | For | Management |
| 1.6 | Elect Director Charles C. Krulak | For | For | Management |
| 1.7 | Elect Director Bobby Lee Lackey | For | For | Management |
| 1.8 | Elect Director Jon C. Madonna | For | For | Management |
| 1.9 | Elect Director Dustan E. McCoy | For | For | Management |
| 1.10 | Elect Director James R. Moffett | For | For | Management |
| 1.11 | Elect Director B.M. Rankin, Jr. | For | For | Management |
| 1.12 | Elect Director Stephen H. Siegele | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Request Director Nominee with Environmental Qualifications | Against | For | Shareholder |
| 5 | Stock Retention/Holding Period | Against | For | Shareholder |

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GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103
 Meeting Date: MAY 11, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Paul Berg | For | For | Management |
| 1.2 | Elect Director John F. Cogan | For | For | Management |
| 1.3 | Elect Director Etienne F. Davignon | For | For | Management |
| 1.4 | Elect Director James M. Denny | For | For | Management |
| 1.5 | Elect Director Carla A. Hills | For | For | Management |
| 1.6 | Elect Director Kevin E. Lofton | For | For | Management |
| 1.7 | Elect Director John W. Madigan | For | For | Management |
| 1.8 | Elect Director John C. Martin | For | For | Management |
| 1.9 | Elect Director Gordon E. Moore | For | For | Management |
| 1.10 | Elect Director Nicholas G. Moore | For | For | Management |
| 1.11 | Elect Director Richard J. Whitley | For | For | Management |
| 1.12 | Elect Director Gayle E. Wilson | For | For | Management |
| 1.13 | Elect Director Per Wold-Olsen | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104
 Meeting Date: MAY 7, 2010 Meeting Type: Annual
 Record Date: MAR 8, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Lloyd C. Blankfein | For | For | Management |
| 1.2 | Elect Director John H. Bryan | For | For | Management |
| 1.3 | Elect Director Gary D. Cohn | For | For | Management |
| 1.4 | Elect Director Claes Dahlback | For | For | Management |
| 1.5 | Elect Director Stephen Friedman | For | For | Management |
| 1.6 | Elect Director William W. George | For | For | Management |
| 1.7 | Elect Director James A. Johnson | For | For | Management |
| 1.8 | Elect Director Lois D. Juliber | For | For | Management |
| 1.9 | Elect Director Lakshmi N. Mittal | For | For | Management |
| 1.10 | Elect Director James J. Schiro | For | For | Management |
| 1.11 | Elect Director H. Lee Scott, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Reduce Supermajority Vote Requirement | For | For | Management |
| 5 | Provide Right to Call Special Meeting | For | For | Management |
| 6 | Provide for Cumulative Voting | Against | For | Shareholder |
| 7 | Report on Collateral in Derivatives Trading | Against | For | Shareholder |
| 8 | Require Independent Board Chairman | Against | Against | Shareholder |
| 9 | Report on Political Contributions | Against | For | Shareholder |
| 10 | Report on Global Warming Science | Against | Against | Shareholder |
| 11 | Report on Pay Disparity | Against | Against | Shareholder |
| 12 | Stock Retention/Holding Period | Against | For | Shareholder |

HALLIBURTON COMPANY

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Ticker: HAL Security ID: 406216101
 Meeting Date: MAY 19, 2010 Meeting Type: Annual
 Record Date: MAR 22, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director A.M. Bennett | For | For | Management |
| 2 | Elect Director J.R. Boyd | For | For | Management |
| 3 | Elect Director M. Carroll | For | For | Management |
| 4 | Elect Director N.K. Dicciani | For | For | Management |
| 5 | Elect Director S.M. Gillis | For | For | Management |
| 6 | Elect Director J.T. Hackett | For | For | Management |
| 7 | Elect Director D.J. Lesar | For | For | Management |
| 8 | Elect Director R.A. Malone | For | For | Management |
| 9 | Elect Director J.L. Martin | For | For | Management |
| 10 | Elect Director D.L. Reed | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Review and Assess Human Rights Policies | Against | For | Shareholder |
| 13 | Report on Political Contributions | Against | For | Shareholder |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 15 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103
 Meeting Date: MAR 17, 2010 Meeting Type: Annual
 Record Date: JAN 19, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|--------------|------------|
| 1.1 | Elect Director Marc L. Andreessen | For | Did Not Vote | Management |
| 1.2 | Elect Director Lawrence T. Babbio, Jr. | For | Did Not Vote | Management |
| 1.3 | Elect Director Sari M. Baldauf | For | Did Not Vote | Management |
| 1.4 | Elect Director Rajiv L. Gupta | For | Did Not Vote | Management |
| 1.5 | Elect Director John H. Hammergren | For | Did Not Vote | Management |
| 1.6 | Elect Director Mark V. Hurd | For | Did Not Vote | Management |
| 1.7 | Elect Director Joel Z. Hyatt | For | Did Not Vote | Management |
| 1.8 | Elect Director John R. Joyce | For | Did Not Vote | Management |
| 1.9 | Elect Director Robert L. Ryan | For | Did Not Vote | Management |
| 1.10 | Elect Director Lucille S. Salhany | For | Did Not Vote | Management |
| 1.11 | Elect Director G. Kennedy Thompson | For | Did Not Vote | Management |
| 2 | Ratify Auditors | For | Did Not Vote | Management |
| 3 | Amend Omnibus Stock Plan | For | Did Not Vote | Management |
| 4 | Company Request on Advisory Vote on Executive Compensation | For | Did Not Vote | Management |

HUDSON CITY BANCORP, INC.

Ticker: HCBK Security ID: 443683107
 Meeting Date: APR 21, 2010 Meeting Type: Annual
 Record Date: MAR 1, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|--------------|------------|
| 1 | Elect Director Donald O. Quest PhD | For | Did Not Vote | Management |
| 2 | Elect Director Joseph G. Sponholz | For | Did Not Vote | Management |
| 3 | Approve/Amend Executive Incentive Bonus Plan | For | Did Not Vote | Management |
| 4 | Ratify Auditors | For | Did Not Vote | Management |

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INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101
 Meeting Date: APR 27, 2010 Meeting Type: Annual
 Record Date: FEB 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director A. J. P. Belda | For | For | Management |
| 2 | Elect Director C. Black | For | For | Management |
| 3 | Elect Director W. R. Brody | For | For | Management |
| 4 | Elect Director K. I. Chenault | For | For | Management |
| 5 | Elect Director M. L. Eskew | For | For | Management |
| 6 | Elect Director S. A. Jackson | For | For | Management |
| 7 | Elect Director A. N. Liveris | For | For | Management |
| 8 | Elect Director W. J. McNerney, Jr. | For | For | Management |
| 9 | Elect Director T. Nishimuro | For | For | Management |
| 10 | Elect Director J. W. Owens | For | For | Management |
| 11 | Elect Director S. J. Palmisano | For | For | Management |
| 12 | Elect Director J. E. Spero | For | For | Management |
| 13 | Elect Director S. Taurel | For | For | Management |
| 14 | Elect Director L. H. Zambrano | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Adopt Policy on Bonus Banking | Against | For | Shareholder |
| 17 | Provide for Cumulative Voting | Against | For | Shareholder |
| 18 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 19 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104
 Meeting Date: APR 22, 2010 Meeting Type: Annual
 Record Date: FEB 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Mary Sue Coleman | For | For | Management |
| 2 | Elect Director James G. Culien | For | For | Management |
| 3 | Elect Director Michael M. E. Johns | For | For | Management |
| 4 | Elect Director Susan L. Lindquist | For | For | Management |
| 5 | Elect Director Anne M. Mulcahy | For | For | Management |
| 6 | Elect Director Lea F. Mullin | For | For | Management |
| 7 | Elect Director William D. Perez | For | For | Management |
| 8 | Elect Director Charles Prince | For | For | Management |
| 9 | Elect Director David Satcher | For | For | Management |
| 10 | Elect Director William C. Welton | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 13 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

L-3 COMMUNICATIONS HOLDINGS, INC.

Ticker: LLL Security ID: 502424104

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Meeting Date: APR 27, 2010 Meeting Type: Annual

Record Date: MAR 1, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Claude R. Canizares | For | For | Management |
| 1.2 | Elect Director Thomas A. Corcoran | For | For | Management |
| 1.3 | Elect Director Lewis Kramer | For | For | Management |
| 1.4 | Elect Director Alan H. Washkowitz | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

MASSEY ENERGY COMPANY

Ticker: MEE

Security ID: 576206106

Meeting Date: MAY 18, 2010 Meeting Type: Annual

Record Date: MAR 19, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Richard M. Gabrys | For | Withhold | Management |
| 1.2 | Elect Director Dan R. Moore | For | Withhold | Management |
| 1.3 | Elect Director Baxter F. Phillips, Jr. | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Implementation of EPA Settlement Reforms and CSR Commitments | Against | For | Shareholder |
| 4 | Adopt Quantitative GHG goals from Products and Operations | Against | For | Shareholder |
| 5 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 6 | Declassify the Board of Directors | None | For | Shareholder |

MCDONALD'S CORPORATION

Ticker: MCD

Security ID: 580135101

Meeting Date: MAY 20, 2010 Meeting Type: Annual

Record Date: MAR 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|-------------|
| 1 | Elect Director Walter E. Massey | For | For | Management |
| 2 | Elect Director John W. Rogers, Jr. | For | For | Management |
| 3 | Elect Director Roger W. Stone | For | For | Management |
| 4 | Elect Director Miles D. White | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 7 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |
| 8 | Require Suppliers to Adopt CAK | Against | Against | Shareholder |
| 9 | Adopt Cage-Free Eggs Purchasing Policy | Against | Against | Shareholder |

MERCK & CO., INC.

Ticker: MRK

Security ID: 589331107

Meeting Date: AUG 7, 2009 Meeting Type: Special

Record Date: JUN 22, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------|---------|-----------|------------|
| 1 | Approve Acquisition | For | For | Management |

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104
Meeting Date: NOV 19, 2009 Meeting Type: Annual
Record Date: SEP 4, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director William H. Gates, III | For | For | Management |
| 2 | Elect Director Steven A. Ballmer | For | For | Management |
| 3 | Elect Director Dina Dublon | For | For | Management |
| 4 | Elect Director Raymond V. Gilmartin | For | For | Management |
| 5 | Elect Director Reed Hastings | For | For | Management |
| 6 | Elect Director Maria Klawe | For | For | Management |
| 7 | Elect Director David F. Marquardt | For | For | Management |
| 8 | Elect Director Charles H. Noski | For | For | Management |
| 9 | Elect Director Helmut Panke | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Permit Right to Call Special Meeting | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Adopt Principles for Health Care Reform | Against | Against | Shareholder |
| 14 | Report on Charitable Contributions | Against | Against | Shareholder |

NIKE, INC.

Ticker: NKE Security ID: 654106103
Meeting Date: SEP 21, 2009 Meeting Type: Annual
Record Date: JUL 24, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Jill K. Conway | For | For | Management |
| 1.2 | Elect Director Alan B. Graf, Jr. | For | For | Management |
| 1.3 | Elect Director John C. Lechleiter | For | For | Management |
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

NOKIA CORP.

Ticker: NOK1V Security ID: 654902204
Meeting Date: MAY 6, 2010 Meeting Type: Annual
Record Date: APR 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Open Meeting | None | None | Management |
| 2 | Calling the Meeting to Order | None | None | Management |
| 3 | Designate Inspector or Shareholder Representative(s) of Minutes of Meeting | None | None | Management |
| 4 | Acknowledge Proper Convening of Meeting | None | None | Management |
| 5 | Prepare and Approve List of Shareholders | None | None | Management |
| 6 | Receive Financial Statements and Statutory Reports, the Board's Report, and the Auditor's Report; Receive Review by the CEO | None | None | Management |

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| | | | | |
|----|---|------|------|------------|
| 7 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 8 | Approve Allocation of Income and Dividends of EUR 0.40 Per Share | For | For | Management |
| 9 | Approve Discharge of Board and President | For | For | Management |
| 10 | Approve Remuneration of Directors in the Amount of EUR 440,000 for Chairman, EUR 150,000 for Vice Chairman, and EUR 130,000 for Other Directors; Approve Remuneration for Committee Work | For | For | Management |
| 11 | Fix Number of Directors at 10 | For | For | Management |
| 12 | Reelect Lalita Gupte, Bengt Holmstrom, Henning Kagermann, Olli-Pekka Kallasvuo, Per Karlsson, Isabel Marey-Semper, Jorma Ollila, Marjorie Scardino, Risto Siilasmaa, and Keijo Suila as Directors | For | For | Management |
| 13 | Approve Remuneration of Auditors | For | For | Management |
| 14 | Ratify PricewaterhouseCoopers Oy as Auditors | For | For | Management |
| 15 | Amend Articles Re: Amend Corporate Purpose; Amend Method of Convening General Meetings | For | For | Management |
| 16 | Authorize Repurchase of up to 360 Million Issued Shares | For | For | Management |
| 17 | Approve Issuance of up to 740 Million Shares without Preemptive Rights | For | For | Management |
| 18 | Close Meeting | None | None | Management |

NUCOR CORPORATION

Ticker: NUE Security ID: 670346105
 Meeting Date: MAY 13, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director Daniel R. DiMicco | For | For | Management |
| 1.2 | Elect Director James D. Hlavacek | For | For | Management |
| 1.3 | Elect Director John H. Walker | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Declassify the Board of Directors | For | For | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 6 | Report on Political Contributions | Against | For | Shareholder |

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105
 Meeting Date: MAY 7, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Spencer Abraham | For | Against | Management |
| 2 | Elect Director John S. Chalsty | For | Against | Management |
| 3 | Elect Director Stephen I. Chazen | For | For | Management |
| 4 | Elect Director Edward P. Djerejian | For | Against | Management |

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| | | | | |
|----|---|---------|---------|-------------|
| 5 | Elect Director John E. Feick | For | Against | Management |
| 6 | Elect Director Carlos M. Gutierrez | For | Against | Management |
| 7 | Elect Director Ray R. Irani | For | Against | Management |
| 8 | Elect Director Irvin W. Maloney | For | Against | Management |
| 9 | Elect Director Avedick B. Poladian | For | Against | Management |
| 10 | Elect Director Rodolfo Segovia | For | Against | Management |
| 11 | Elect Director Aziz D. Syriani | For | Against | Management |
| 12 | Elect Director Rosemary Tomich | For | Against | Management |
| 13 | Elect Director Walter L. Weisman | For | Against | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 17 | Limit Executive Compensation | Against | Against | Shareholder |
| 18 | Require Independent Board Chairman | Against | For | Shareholder |
| 19 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 20 | Report on Host Country Social and Environmental Laws | Against | Against | Shareholder |
| 21 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 22 | Report on Policy for Increasing Safety by Reducing Hazardous Substance Usage and Re-locating Facilities | Against | Against | Shareholder |
| 23 | Double Trigger on Equity Plans | Against | For | Shareholder |

PEPSICO, INC.

Ticker: PEP Security ID: 713448108
 Meeting Date: MAY 5, 2010 Meeting Type: Annual
 Record Date: MAR 5, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Shona L. Brown | For | For | Management |
| 2 | Elect Director Ian M. Cook | For | For | Management |
| 3 | Elect Director Dina Dublon | For | For | Management |
| 4 | Elect Director Victor J. Dzau | For | For | Management |
| 5 | Elect Director Ray L. Hunt | For | For | Management |
| 6 | Elect Director Alberto Ibarquen | For | For | Management |
| 7 | Elect Director Arthur C. Martinez | For | For | Management |
| 8 | Elect Director Indra K. Nooyi | For | For | Management |
| 9 | Elect Director Sharon P. Rockefeller | For | For | Management |
| 10 | Elect Director James J. Schiro | For | For | Management |
| 11 | Elect Director Lloyd G. Trotter | For | For | Management |
| 12 | Elect Director Daniel Vasella | For | Against | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Amend Omnibus Stock Plan | For | For | Management |
| 15 | Report on Charitable Contributions | Against | Against | Shareholder |
| 16 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 17 | Report on Public Policy Advocacy Process | Against | Against | Shareholder |

PETROLEO BRASILEIRO

Ticker: PBR Security ID: 71654V408
 Meeting Date: APR 22, 2010 Meeting Type: Annual/Special
 Record Date:

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2009 | For | For | Management |
| 2 | Approve Capital Budget for Upcoming Fiscal Year | For | For | Management |
| 3 | Approve Allocation of Income and Dividends | For | For | Management |
| 4 | Elect Directors | For | Against | Management |
| 5 | Elect Board Chairman | For | Against | Management |
| 6 | Elect Fiscal Council Members | For | Against | Management |
| 7 | Approve Remuneration of Executive Officers, Non-Executive Directors, and Fiscal Council Members | For | Against | Management |
| 1 | Authorize Capitalization of Reserves | For | For | Management |
| 2 | Eliminate Preemptive Rights | For | For | Management |

PETROLEO BRASILEIRO

Ticker: PBR Security ID: 71654V408
 Meeting Date: JUN 22, 2010 Meeting Type: Special
 Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Amend Company's Bylaws to Increase the Number of Authorized Preferred Shares | For | For | Management |
| 2 | Amend Company's Bylaws to Increase the Number of Authorized Common Shares | For | For | Management |
| 3 | Amend Company's Bylaws to Include Transitory Provision to Issue Shares with or without Preemptive Rights | For | For | Management |
| 4 | Amend Article 4 of Company's Bylaws to Reflect the Changes in its Capital Structure | For | For | Management |

PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109
 Meeting Date: MAY 12, 2010 Meeting Type: Annual
 Record Date: MAR 16, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Harold Brown | For | For | Management |
| 2 | Elect Director Mathis Cabiallavetta | For | For | Management |
| 3 | Elect Director Louis C. Camilleri | For | For | Management |
| 4 | Elect Director J. Dudley Fishburn | For | For | Management |
| 5 | Elect Director Jennifer Li | For | For | Management |
| 6 | Elect Director Graham Mackay | For | For | Management |
| 7 | Elect Director Sergio Marchionne | For | For | Management |
| 8 | Elect Director Lucio A. Noto | For | For | Management |
| 9 | Elect Director Carlos Slim Helu | For | For | Management |
| 10 | Elect Director Stephen M. Wolf | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Report on Effect of Marketing Practices on the Poor | Against | Against | Shareholder |
| 13 | Establish Supplier Human Rights Purchasing Protocols | Against | Against | Shareholder |

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POTASH CORPORATION OF SASKATCHEWAN INC.

Ticker: POT Security ID: 73755L107
 Meeting Date: MAY 6, 2010 Meeting Type: Annual/Special
 Record Date: MAR 11, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect C. M. Burley as Director | For | For | Management |
| 1.2 | Elect W. J. Doyle as Director | For | For | Management |
| 1.3 | Elect J. W. Estey as Director | For | For | Management |
| 1.4 | Elect C. S. Hoffman as Director | For | For | Management |
| 1.5 | Elect D. J. Howe as Director | For | For | Management |
| 1.6 | Elect A. D. Laberge as Director | For | For | Management |
| 1.7 | Elect K. G. Martell as Director | For | For | Management |
| 1.8 | Elect J. J. McCaig as Director | For | For | Management |
| 1.9 | Elect M. Mogford as Director | For | For | Management |
| 1.10 | Elect P. J. Schoenhals as Director | For | For | Management |
| 1.11 | Elect E. R. Stromberg as Director | For | For | Management |
| 1.12 | Elect E. Viyella de Paliza as Director | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Approve Performance Option Plan | For | For | Management |
| 4 | Advisory Vote on Executive Compensation Approach | For | For | Management |

QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103
 Meeting Date: MAR 2, 2010 Meeting Type: Annual
 Record Date: JAN 4, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--------------------------------------|---------|--------------|------------|
| 1.1 | Elect Director Barbara T. Alexander | For | Did Not Vote | Management |
| 1.2 | Elect Director Stephen M. Bennett | For | Did Not Vote | Management |
| 1.3 | Elect Director Donald G. Cruickshank | For | Did Not Vote | Management |
| 1.4 | Elect Director Raymond V. Dittamore | For | Did Not Vote | Management |
| 1.5 | Elect Director Thomas W. Horton | For | Did Not Vote | Management |
| 1.6 | Elect Director Irwin Mark Jacobs | For | Did Not Vote | Management |
| 1.7 | Elect Director Paul E. Jacobs | For | Did Not Vote | Management |
| 1.8 | Elect Director Robert E. Kahn | For | Did Not Vote | Management |
| 1.9 | Elect Director Sherry Lansing | For | Did Not Vote | Management |
| 1.10 | Elect Director Duane A. Nelles | For | Did Not Vote | Management |
| 1.11 | Elect Director Brent Scowcroft | For | Did Not Vote | Management |
| 1.12 | Elect Director Marc I. Stern | For | Did Not Vote | Management |
| 2 | Amend Omnibus Stock Plan | For | Did Not Vote | Management |
| 3 | Ratify Auditors | For | Did Not Vote | Management |

SHIRE PLC

Ticker: SHP Security ID: 82481R106
 Meeting Date: APR 27, 2010 Meeting Type: Annual
 Record Date: MAR 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------|---------|-----------|------------|
| 1 | Accept Financial Statements and | For | For | Management |

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| Statutory Reports | | | | |
|-------------------|---|-----|-----|------------|
| 2 | Approve Remuneration Report | For | For | Management |
| 3 | Elect David Stout as Director | For | For | Management |
| 4 | Elect William Burns as Director | For | For | Management |
| 5 | Reappoint Deloitte LLP as Auditors | For | For | Management |
| 6 | Authorise the Audit Committee to Fix Remuneration of Auditors | For | For | Management |
| 7 | Authorise Issue of Equity with Pre-emptive Rights | For | For | Management |
| 8 | Amend the Portfolio Share Plan | For | For | Management |
| 9 | Authorise Issue of Equity without Pre-emptive Rights | For | For | Management |
| 10 | Authorise Market Purchase | For | For | Management |

ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103
 Meeting Date: MAY 7, 2010 Meeting Type: Annual
 Record Date: MAR 10, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Stuart M. Essig | For | For | Management |
| 1.2 | Elect Director Barbara B. Hill | For | For | Management |
| 1.3 | Elect Director Michael A. Rocca | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Prepare Sustainability Report | Against | For | Shareholder |

TEMPLETON DRAGON FUND, INC.

Ticker: TDF Security ID: 88018T101
 Meeting Date: MAY 21, 2010 Meeting Type: Annual
 Record Date: MAR 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edith E. Holiday | For | For | Management |
| 1.2 | Elect Director Larry D. Thompson | For | For | Management |
| 1.3 | Elect Director Charles B. Johnson | For | For | Management |
| 1.4 | Elect Director Gregory E. Johnson | For | For | Management |
| 1.5 | Elect Director J. Michael Luttig | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

UNION PACIFIC CORPORATION

Ticker: UNP Security ID: 907818108
 Meeting Date: MAY 6, 2010 Meeting Type: Annual
 Record Date: FEB 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Andrew H. Card, Jr. | For | 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 R. McCarthy | For | For | Management |
| 8 | Elect Director Michael W. McConnell | For | For | Management |

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| | | | | |
|----|---------------------------------------|---------|---------|-------------|
| 9 | Elect Director Thomas F. McLarty III | For | For | Management |
| 10 | Elect Director Steven R. Rogel | For | For | Management |
| 11 | Elect Director Jose H. Villarreal | For | For | Management |
| 12 | Elect Director James R. Young | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Require Independent Board Chairman | Against | Against | Shareholder |
| 15 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102
 Meeting Date: MAY 24, 2010 Meeting Type: Annual
 Record Date: MAR 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director William C. Ballard, Jr. | For | For | Management |
| 2 | Elect Director Richard T. Burke | For | For | Management |
| 3 | Elect Director Robert J. Darretta | For | For | Management |
| 4 | Elect Director Stephen J. Hemsley | For | For | Management |
| 5 | Elect Director Michele J. Hooper | For | For | Management |
| 6 | Elect Director Douglas W. Leatherdale | For | For | Management |
| 7 | Elect Director Glenn M. Renwick | For | For | Management |
| 8 | Elect Director Kenneth I. Shine | For | For | Management |
| 9 | Elect Director Gail R. Wilensky | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Report on Lobbying Expenses | Against | Against | Shareholder |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

VALERO ENERGY CORPORATION

Ticker: VLO Security ID: 91913Y100
 Meeting Date: APR 29, 2010 Meeting Type: Annual
 Record Date: MAR 1, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|-------------|
| 1 | Elect Director Ruben M. Escobedo | For | For | Management |
| 2 | Elect Director Bob Marbut | For | For | Management |
| 3 | Elect Director Robert A. Profusek | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 7 | Report on Rainforest Sustainability | Against | Against | Shareholder |
| 8 | Report on Political Contributions | Against | For | Shareholder |
| 9 | Stock Retention/Holding Period | Against | For | Shareholder |

VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104
 Meeting Date: MAY 6, 2010 Meeting Type: Annual
 Record Date: MAR 8, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Richard L. Carrion | For | For | Management |
| 2 | Elect Director M. Frances Keeth | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 3 | Elect Director Robert W. Lane | For | For | Management |
| 4 | Elect Director Sandra O. Moose | For | For | Management |
| 5 | Elect Director Joseph Neubauer | For | For | Management |
| 6 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 7 | Elect Director Thomas H. O'Brien | For | For | Management |
| 8 | Elect Director Clarence Otis, Jr. | For | For | Management |
| 9 | Elect Director Hugh B. Price | For | For | Management |
| 10 | Elect Director Ivan G. Seidenberg | For | For | Management |
| 11 | Elect Director Rodney E. Slater | For | For | Management |
| 12 | Elect Director John W. Snow | For | For | Management |
| 13 | Elect Director John R. Stafford | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |
| 17 | Amend EEO Policy to Prohibit Discrimination Based on Sexual Orientation and Gender Identity | Against | For | Shareholder |
| 18 | Performance-Based Equity Awards | Against | For | Shareholder |
| 19 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 20 | Adopt Policy on Succession Planning | Against | For | Shareholder |
| 21 | Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives | Against | For | Shareholder |
| 22 | Stock Retention/Holding Period | Against | For | Shareholder |

WILLIAMS COMPANIES, INC., THE

Ticker: WMB Security ID: 969457100

Meeting Date: MAY 20, 2010 Meeting Type: Annual

Record Date: MAR 29, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|-------------|
| 1 | Elect Director Kathleen B. Cooper | For | For | Management |
| 2 | Elect Director William R. Granberry | For | For | Management |
| 3 | Elect Director William G. Lowrie | For | For | Management |
| 4 | Declassify the Board of Directors | For | For | Management |
| 5 | Amend Omnibus Stock Plan | For | For | Management |
| 6 | Ratify Auditors | For | For | Management |
| 7 | Report on Environmental Impacts of Natural Gas Fracturing | Against | For | Shareholder |
| 8 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

=====END NPX REPORT=====

SIGNATURES [See General Instruction F] Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) George Aylward By (Signature and Title)* /s/ George Aylward , President ----- Date 8/3/10

----- * Print the name and title of each signing officer under his or her signature.