

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Eaton Vance Enhanced Equity Income Fund II  
Form N-PX  
August 17, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21670

NAME OF REGISTRANT: Eaton Vance Enhanced Equity  
Income Fund II

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place  
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.  
Two International Place  
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2015 - 06/30/2016

Eaton Vance Enhanced Equity Income Fund II

ALLERGAN PLC

Agen

Security: G0177J108  
Meeting Type: Annual  
Meeting Date: 05-May-2016  
Ticker: AGN  
ISIN: IE00BY9D5467

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	NESLI BASGOZ, M.D.	Mgmt	For
	PAUL M. BISARO	Mgmt	For
	JAMES H. BLOEM	Mgmt	For
	CHRISTOPHER W. BODINE	Mgmt	For
	CHRISTOPHER J. COUGHLIN	Mgmt	For
	MICHAEL R. GALLAGHER	Mgmt	For
	CATHERINE M. KLEMA	Mgmt	For
	PETER J. MCDONNELL, M.D	Mgmt	For
	PATRICK J. O'SULLIVAN	Mgmt	For

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	BRENTON L. SAUNDERS	Mgmt	For
	RONALD R. TAYLOR	Mgmt	Withheld
	FRED G. WEISS	Mgmt	For
2.	TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	Against
3.	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION	Mgmt	For
4A.	TO APPROVE THE AMENDMENT OF THE COMPANY'S: MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS	Mgmt	For
4B.	TO APPROVE THE AMENDMENT OF THE COMPANY'S: ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS	Mgmt	For
5A.	TO APPROVE THE AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO: PROVIDE FOR A PLURALITY VOTING STANDARD IN THE EVENT OF A CONTESTED ELECTION	Mgmt	For
5B.	TO APPROVE THE AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO: GRANT THE BOARD OF DIRECTORS SOLE AUTHORITY TO DETERMINE ITS SIZE	Mgmt	For
6.	TO APPROVE THE REDUCTION OF COMPANY CAPITAL	Mgmt	For
7.	TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN ANNUAL REPORT ON LOBBYING ACTIVITIES, IF PROPERLY PRESENTED AT THE MEETING	Shr	Against
8.	TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE MEETING	Shr	For

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 AMAZON.COM, INC.

Agen-----

Security: 023135106  
 Meeting Type: Annual  
 Meeting Date: 17-May-2016  
 Ticker: AMZN  
 ISIN: US0231351067  
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Prop.# Proposal	Proposal Type	Proposal Vote
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1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS	Mgmt	For
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1D.	ELECTION OF DIRECTOR: WILLIAM B. GORDON	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMIE S. GORELICK	Mgmt	For
1F.	ELECTION OF DIRECTOR: JUDITH A. MCGRATH	Mgmt	For
1G.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Mgmt	For
1H.	ELECTION OF DIRECTOR: THOMAS O. RYDER	Mgmt	For
1I.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Mgmt	For
1J.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
3.	SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING	Shr	Against
4.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS	Shr	Against
5.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS	Shr	Against

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APPLE INC.

Agen

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

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES BELL	Mgmt	For
1B.	ELECTION OF DIRECTOR: TIM COOK	Mgmt	For
1C.	ELECTION OF DIRECTOR: AL GORE	Mgmt	For
1D.	ELECTION OF DIRECTOR: BOB IGER	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANDREA JUNG	Mgmt	For
1F.	ELECTION OF DIRECTOR: ART LEVINSON	Mgmt	For

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1G.	ELECTION OF DIRECTOR: RON SUGAR	Mgmt	For
1H.	ELECTION OF DIRECTOR: SUE WAGNER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016	Mgmt	For
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	APPROVAL OF THE AMENDED AND RESTATED APPLE INC. 2014 EMPLOYEE STOCK PLAN	Mgmt	For
5.	A SHAREHOLDER PROPOSAL ENTITLED "NET-ZERO GREENHOUSE GAS EMISSIONS BY 2030"	Shr	Against
6.	A SHAREHOLDER PROPOSAL REGARDING DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS	Shr	Against
7.	A SHAREHOLDER PROPOSAL ENTITLED "HUMAN RIGHTS REVIEW - HIGH RISK REGIONS"	Shr	Against
8.	A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS"	Shr	For

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 AVAGO TECHNOLOGIES U.S. INC.

Agen

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 Security: Y0486S104  
 Meeting Type: Special  
 Meeting Date: 10-Nov-2015  
 Ticker: AVGO  
 ISIN: SG9999006241  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	AVAGO SCHEME PROPOSAL: TO APPROVE THE STATUTORY SCHEME OF ARRANGEMENT BETWEEN (I) AVAGO, (II) THE AVAGO SHAREHOLDERS, AND (III) PAVONIA LIMITED WHEREBY ALL ISSUED ORDINARY SHARES OF AVAGO WILL BE TRANSFERRED TO AVAGO TECHNOLOGIES CAYMAN FINANCE LIMITED, AS THE ENTITY DESIGNATED BY PAVONIA LIMITED TO RECEIVE SUCH SHARES, IN CONSIDERATION FOR NEWLY ALLOTTED AND ISSUED ORDINARY SHARES IN THE CAPITAL OF PAVONIA LIMITED, AS SET FORTH IN AVAGO'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS COURT MEETING OF AVAGO SHAREHOLDERS.	Mgmt	For
2.	EQUITY ISSUANCE PROPOSAL: TO APPROVE THE ALLOTMENT AND ISSUANCE OF ORDINARY SHARES IN THE CAPITAL OF PAVONIA LIMITED AND/OR LIMITED PARTNERSHIP INTERESTS OF SAFARI	Mgmt	For

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CAYMAN L.P. (INCLUDING THE ALLOTMENT AND ISSUANCE OF ORDINARY SHARES IN THE CAPITAL OF PAVONIA LIMITED UPON THE EXCHANGE OF SUCH LIMITED PARTNERSHIP INTERESTS IN ACCORDANCE WITH THE TERMS THEREOF AND THE PAVONIA LIMITED VOTING RIGHTS ATTACHED THERETO) TO SHAREHOLDERS OF BROADCOM CORPORATION, AS SET FORTH IN AVAGO'S NOTICE OF, & PROXY STATEMENT RELATING TO, ITS COURT MEETING OF AVAGO SHAREHOLDERS.

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 BLUE BUFFALO PET PRODUCTS INC. (BUFF)

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 Agen

Security: 09531U102  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2016  
 Ticker: BUFF  
 ISIN: US09531U1025

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MICHAEL A. ECK FRANCES FREI KURT SCHMIDT	Mgmt Mgmt Mgmt	Withheld Withheld Withheld
2.	RATIFICATION, IN A NON-BINDING VOTE, OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For

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 BRISTOL-MYERS SQUIBB COMPANY

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 Agen

Security: 110122108  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: BMY  
 ISIN: US1101221083

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: L. ANDREOTTI	Mgmt	For
1B.	ELECTION OF DIRECTOR: P.J. ARDUINI	Mgmt	For
1C.	ELECTION OF DIRECTOR: G. CAFORIO, M.D.	Mgmt	For
1D.	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Mgmt	For
1E.	ELECTION OF DIRECTOR: M. GROBSTEIN	Mgmt	For

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1F.	ELECTION OF DIRECTOR: A.J. LACY	Mgmt	For
1G.	ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.	Mgmt	For
1H.	ELECTION OF DIRECTOR: D.C. PALIWAL	Mgmt	For
1I.	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Mgmt	For
1J.	ELECTION OF DIRECTOR: G.L. STORCH	Mgmt	For
1K.	ELECTION OF DIRECTOR: T.D. WEST, JR.	Mgmt	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
4.	SPECIAL SHAREOWNER MEETINGS	Shr	For

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 BROADCOM LIMITED

Agen

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 Security: Y09827109  
 Meeting Type: Annual  
 Meeting Date: 06-Apr-2016  
 Ticker: AVGO  
 ISIN: SG9999014823  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MR. HOCK E. TAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: MR. JAMES V. DILLER	Mgmt	For
1C.	ELECTION OF DIRECTOR: MR. LEWIS C. EGGBRECHT	Mgmt	For
1D.	ELECTION OF DIRECTOR: MR. KENNETH Y. HAO	Mgmt	For
1E.	ELECTION OF DIRECTOR: MR. EDDY W. HARTENSTEIN	Mgmt	For
1F.	ELECTION OF DIRECTOR: MS. JUSTINE F. LIEN	Mgmt	For
1G.	ELECTION OF DIRECTOR: MR. DONALD MACLEOD	Mgmt	For
1H.	ELECTION OF DIRECTOR: MR. PETER J. MARKS	Mgmt	For
1I.	ELECTION OF DIRECTOR: DR. HENRY S. SAMUELI	Mgmt	For
1J.	ELECTION OF DIRECTOR: MR. LUCIEN Y.K. WONG	Mgmt	For
2.	TO APPROVE THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS BROADCOM'S	Mgmt	For

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INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND INDEPENDENT SINGAPORE AUDITOR FOR THE FISCAL YEAR ENDING OCTOBER 30, 2016 AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX ITS REMUNERATION, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2016 ANNUAL GENERAL MEETING.

- |    |  |      |     |
|----|--|------|-----|
| 3. | TO APPROVE THE GENERAL AUTHORIZATION FOR THE DIRECTORS OF BROADCOM TO ALLOT AND ISSUE SHARES IN ITS CAPITAL, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2016 ANNUAL GENERAL MEETING.   | Mgmt | For |
| 4. | TO APPROVE THE CASH COMPENSATION FOR BROADCOM'S NON-EMPLOYEE DIRECTORS FOR SERVICES RENDERED BY THEM THROUGH THE DATE OF BROADCOM'S 2017 ANNUAL GENERAL MEETING OF SHAREHOLDERS AND FOR EACH APPROXIMATELY 12-MONTH PERIOD THEREAFTER, AS SET FORTH IN BROADCOM'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2016 ANNUAL GENERAL MEETING. | Mgmt | For |

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BRUNSWICK CORPORATION

Agen

Security: 117043109  
Meeting Type: Annual  
Meeting Date: 04-May-2016  
Ticker: BC  
ISIN: US1170431092

- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: NOLAN D. ARCHIBALD  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DAVID C. EVERITT  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ROGER J. WOOD   | Mgmt          | For           |
| 2.     | THE APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS.  | Mgmt          | For           |
| 3.     | THE RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Mgmt          | For           |

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CELGENE CORPORATION

Agen

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Security: 151020104  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2016  
 Ticker: CELG  
 ISIN: US1510201049

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

COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Special  
 Meeting Date: 10-Dec-2015  
 Ticker: CMCSA  
 ISIN: US20030N1019



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

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CONSTELLATION BRANDS, INC.

Agen

Security: 21036P108  
 Meeting Type: Annual  
 Meeting Date: 22-Jul-2015  
 Ticker: STZ  
 ISIN: US21036P1084

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JERRY FOWDEN BARRY A. FROMBERG ROBERT L. HANSON ERNESTO M. HERNANDEZ JAMES A. LOCKE III RICHARD SANDS ROBERT SANDS JUDY A. SCHMELING KEITH E. WANDELL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld For For For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 29, 2016.	Mgmt	For
3.	PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For

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CVS HEALTH CORPORATION

Agen

Security: 126650100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: CVS  
 ISIN: US1266501006

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD M. BRACKEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: C. DAVID BROWN II	Mgmt	For
1C.	ELECTION OF DIRECTOR: ALECIA A. DECOUDREAU	Mgmt	For
1D.	ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE	Mgmt	For
1E.	ELECTION OF DIRECTOR: DAVID W. DORMAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: ANNE M. FINUCANE	Mgmt	For
1G.	ELECTION OF DIRECTOR: LARRY J. MERLO	Mgmt	For
1H.	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Mgmt	For
1I.	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Mgmt	For
1K.	ELECTION OF DIRECTOR: TONY L. WHITE	Mgmt	For
2.	PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2016.	Mgmt	For
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	STOCKHOLDER PROPOSAL REGARDING A REPORT ON ALIGNMENT OF CORPORATE VALUES AND POLITICAL CONTRIBUTIONS.	Shr	Against
5.	STOCKHOLDER PROPOSAL REGARDING A REPORT ON EXECUTIVE PAY.	Shr	Against

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 DEVON ENERGY CORPORATION

Agen

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 Security: 25179M103  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2016  
 Ticker: DVN  
 ISIN: US25179M1036  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	BARBARA M. BAUMANN	Mgmt	For
	JOHN E. BETHANCOURT	Mgmt	For
	DAVID A. HAGER	Mgmt	For
	ROBERT H. HENRY	Mgmt	For
	MICHAEL M. KANOVSKY	Mgmt	For
	ROBERT A. MOSBACHER, JR	Mgmt	For
	DUANE C. RADTKE	Mgmt	For

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	MARY P. RICCIARDELLO	Mgmt	For
	JOHN RICHELIS	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS FOR 2016.	Mgmt	For
4.	REPORT ON LOBBYING ACTIVITIES RELATED TO ENERGY POLICY AND CLIMATE CHANGE.	Shr	Against
5.	REPORT ON THE IMPACT OF POTENTIAL CLIMATE CHANGE POLICIES.	Shr	Against
6.	REPORT DISCLOSING LOBBYING POLICY AND ACTIVITY.	Shr	Against
7.	REMOVE RESERVE ADDITION METRICS FROM THE DETERMINATION OF EXECUTIVE INCENTIVE COMPENSATION.	Shr	Against

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DOLLAR GENERAL CORPORATION

Agen

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Security: 256677105  
Meeting Type: Annual  
Meeting Date: 25-May-2016  
Ticker: DG  
ISIN: US2566771059  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WARREN F. BRYANT	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL M. CALBERT	Mgmt	For
1C.	ELECTION OF DIRECTOR: SANDRA B. COCHRAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: PATRICIA D. FILI-KRUSHEL	Mgmt	For
1E.	ELECTION OF DIRECTOR: PAULA A. PRICE	Mgmt	For
1F.	ELECTION OF DIRECTOR: WILLIAM C. RHODES, III	Mgmt	For
1G.	ELECTION OF DIRECTOR: DAVID B. RICKARD	Mgmt	For
1H.	ELECTION OF DIRECTOR: TODD J. VASOS	Mgmt	For
2.	TO RATIFY ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For

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 ECOLAB INC.

Agen-----

Security: 278865100  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: ECL  
 ISIN: US2788651006  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: BARBARA J. BECK	Mgmt	For
1C.	ELECTION OF DIRECTOR: LESLIE S. BILLER	Mgmt	For
1D.	ELECTION OF DIRECTOR: CARL M. CASALE	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Mgmt	For
1F.	ELECTION OF DIRECTOR: JEFFREY M. ETTINGER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JERRY A. GRUNDHOFER	Mgmt	For
1H.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Mgmt	For
1I.	ELECTION OF DIRECTOR: MICHAEL LARSON	Mgmt	For
1J.	ELECTION OF DIRECTOR: JERRY W. LEVIN	Mgmt	For
1K.	ELECTION OF DIRECTOR: DAVID W. MACLENNAN	Mgmt	For
1L.	ELECTION OF DIRECTOR: TRACY B. MCKIBBEN	Mgmt	For
1M.	ELECTION OF DIRECTOR: VICTORIA J. REICH	Mgmt	For
1N.	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	Mgmt	For
1O.	ELECTION OF DIRECTOR: JOHN J. ZILLMER	Mgmt	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	APPROVE AN AMENDMENT TO THE ECOLAB INC. 2001 NON-EMPLOYEE DIRECTOR STOCK OPTION AND DEFERRED COMPENSATION PLAN.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
5.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shr	For

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 EOG RESOURCES, INC.

Agen

Security: 26875P101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: EOG  
 ISIN: US26875P1012  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JANET F. CLARK	Mgmt	For
1B.	ELECTION OF DIRECTOR: CHARLES R. CRISP	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES C. DAY	Mgmt	For
1D.	ELECTION OF DIRECTOR: H. LEIGHTON STEWARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: DONALD F. TEXTOR	Mgmt	For
1F.	ELECTION OF DIRECTOR: WILLIAM R. THOMAS	Mgmt	For
1G.	ELECTION OF DIRECTOR: FRANK G. WISNER	Mgmt	For
2.	TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For

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 FACEBOOK INC.

Agen

Security: 30303M102  
 Meeting Type: Annual  
 Meeting Date: 20-Jun-2016  
 Ticker: FB  
 ISIN: US30303M1027  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	MARC L. ANDREESSEN	Mgmt	Withheld
	ERSKINE B. BOWLES	Mgmt	Withheld
	S.D. DESMOND-HELLMANN	Mgmt	Withheld
	REED HASTINGS	Mgmt	For
	JAN KOUM	Mgmt	Withheld
	SHERYL K. SANDBERG	Mgmt	Withheld

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	PETER A. THIEL MARK ZUCKERBERG	Mgmt Mgmt	For Withheld
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	TO HOLD A NON-BINDING ADVISORY VOTE ON THE COMPENSATION PROGRAM FOR OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN OUR PROXY STATEMENT.	Mgmt	For
4.	TO RATIFY OUR GRANT OF RESTRICTED STOCK UNITS (RSUS) TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEAR ENDED DECEMBER 31, 2013.	Mgmt	Against
5.	TO RATIFY OUR GRANT OF RSUS TO OUR NON-EMPLOYEE DIRECTORS DURING THE YEARS ENDED DECEMBER 31, 2014 AND 2015.	Mgmt	Against
6.	TO APPROVE OUR ANNUAL COMPENSATION PROGRAM FOR NON-EMPLOYEE DIRECTORS.	Mgmt	Against
7A.	TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C CAPITAL STOCK AND TO MAKE CERTAIN CLARIFYING CHANGES.	Mgmt	Against
7B.	TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK FROM 5,000,000,000 TO 20,000,000,000.	Mgmt	Against
7C.	TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE EQUAL TREATMENT OF SHARES OF CLASS A COMMON STOCK, CLASS B COMMON STOCK, AND CLASS C CAPITAL STOCK IN CONNECTION WITH DIVIDENDS AND DISTRIBUTIONS, CERTAIN TRANSACTIONS, AND UPON OUR LIQUIDATION, DISSOLUTION, OR WINDING UP.	Mgmt	For
7D.	TO APPROVE THE ADOPTION OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, COMPRISING: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR ADDITIONAL EVENTS UPON WHICH ALL OF OUR SHARES OF CLASS B COMMON STOCK WILL AUTOMATICALLY CONVERT TO CLASS A COMMON STOCK, TO PROVIDE FOR ADDITIONAL INSTANCES WHERE CLASS B COMMON STOCK WOULD NOT CONVERT TO CLASS A	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

COMMON STOCK IN CONNECTION WITH CERTAIN TRANSFERS, AND TO MAKE CERTAIN RELATED CHANGES TO THE CLASS B COMMON STOCK CONVERSION PROVISIONS.

8.	TO AMEND AND RESTATE OUR 2012 EQUITY INCENTIVE PLAN.	Mgmt	Against
9.	A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING.	Shr	For
10.	A STOCKHOLDER PROPOSAL REGARDING AN ANNUAL SUSTAINABILITY REPORT.	Shr	Against
11.	A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT.	Shr	Against
12.	A STOCKHOLDER PROPOSAL REGARDING AN INTERNATIONAL PUBLIC POLICY COMMITTEE.	Shr	Against
13.	A STOCKHOLDER PROPOSAL REGARDING A GENDER PAY EQUITY REPORT.	Shr	Against

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 FORTINET, INC.

Agen

Security: 34959E109  
 Meeting Type: Annual  
 Meeting Date: 17-Jun-2016  
 Ticker: FTNT  
 ISIN: US34959E1091

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF CLASS I DIRECTOR: MING HSIEH	Mgmt	For
1.2	ELECTION OF CLASS I DIRECTOR: CHRISTOPHER B. PAISLEY	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS FORTINET'S INDEPENDENT REGISTERED ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION, AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For

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 FORTUNE BRANDS HOME & SECURITY, INC.

Agen

Security: 34964C106  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Ticker: FBHS  
ISIN: US34964C1062

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR (CLASS II): SUSAN S. KILSBY	Mgmt	For
1B.	ELECTION OF DIRECTOR (CLASS II): CHRISTOPHER J. KLEIN	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

GILEAD SCIENCES, INC.

Agen

Security: 375558103  
Meeting Type: Annual  
Meeting Date: 11-May-2016  
Ticker: GILD  
ISIN: US3755581036

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.	Mgmt	For
1B.	ELECTION OF DIRECTOR: KEVIN E. LOFTON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN W. MADIGAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D.	Mgmt	For
1E.	ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D.	Mgmt	For
1F.	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D.	Mgmt	For
1H.	ELECTION OF DIRECTOR: GAYLE E. WILSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: PER WOLD-OLSEN	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

- |    |  |      |     |
|----|--|------|-----|
| 3. | TO APPROVE THE AMENDED AND RESTATED GILEAD SCIENCES, INC. CODE SECTION 162(M) BONUS PLAN.  | Mgmt | For |
| 4. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.  | Mgmt | For |
| 5. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shr  | For |

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GRUBHUB INC. Agen

Security: 400110102  
 Meeting Type: Annual  
 Meeting Date: 11-May-2016  
 Ticker: GRUB  
 ISIN: US4001101025

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JUSTIN SADRIAN DAVID FISHER BENJAMIN SPERO	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF THE APPOINTMENT OF CROWE HORWATH LLP AS THE COMPANY'S INDEPENDENT REGISTERED ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	1 Year

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HANESBRANDS INC. Agen

Security: 410345102  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2016  
 Ticker: HBI  
 ISIN: US4103451021

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Prop.#	Proposal	Proposal	Proposal Vote
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## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
1A.	ELECTION OF DIRECTOR: BOBBY J. GRIFFIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: JAMES C. JOHNSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JESSICA T. MATHEWS	Mgmt	For
1D.	ELECTION OF DIRECTOR: FRANCK J. MOISON	Mgmt	For
1E.	ELECTION OF DIRECTOR: ROBERT F. MORAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: RONALD L. NELSON	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD A. NOLL	Mgmt	For
1H.	ELECTION OF DIRECTOR: ANDREW J. SCHINDLER	Mgmt	For
1I.	ELECTION OF DIRECTOR: DAVID V. SINGER	Mgmt	For
1J.	ELECTION OF DIRECTOR: ANN E. ZIEGLER	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2016 FISCAL YEAR.	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING.	Mgmt	For

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 INCYTE CORPORATION

Agen

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 Security: 45337C102  
 Meeting Type: Annual  
 Meeting Date: 27-May-2016  
 Ticker: INCY  
 ISIN: US45337C1027  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JULIAN C. BAKER JEAN-JACQUES BIENAIME PAUL A. BROOKE PAUL J. CLANCY WENDY L. DIXON PAUL A. FRIEDMAN HERVE HOPPENOT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO APPROVE AMENDMENTS TO THE COMPANY'S AMENDED AND RESTATED 2010 STOCK INCENTIVE PLAN.	Mgmt	For
3.	TO APPROVE AN AMENDMENT TO THE COMPANY'S 1997 EMPLOYEE STOCK PURCHASE PLAN TO	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 500,000 SHARES, FROM 8,350,000 SHARES TO 8,850,000 SHARES.

- |    |   |      |     |
|----|---|------|-----|
| 4. | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.               | Mgmt | For |
| 5. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. | Mgmt | For |

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INVESCO LTD

Agen

Security: G491BT108  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: IVZ  
 ISIN: BMG491BT1088

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

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JOHNSON & JOHNSON

Agen

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

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US4781601046

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

LOWE'S COMPANIES, INC.

Agen

Security: 548661107  
 Meeting Type: Annual  
 Meeting Date: 27-May-2016  
 Ticker: LOW  
 ISIN: US5486611073

Prop.#	Proposal	Proposal	Proposal Vote
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## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
1.	DIRECTOR RAUL ALVAREZ ANGELA F. BRALY SANDRA B. COCHRAN LAURIE Z. DOUGLAS RICHARD W. DREILING ROBERT L. JOHNSON MARSHALL O. LARSEN JAMES H. MORGAN ROBERT A. NIBLOCK BERTRAM L. SCOTT ERIC C. WISEMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	APPROVAL OF THE LOWE'S COMPANIES, INC. 2016 ANNUAL INCENTIVE PLAN.	Mgmt	For
3.	ADVISORY APPROVAL OF LOWE'S NAMED EXECUTIVE OFFICER COMPENSATION IN FISCAL 2015.	Mgmt	For
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LOWE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For
5.	PROPOSAL REQUESTING LOWE'S BOARD OF DIRECTORS ISSUE AN ANNUAL SUSTAINABILITY REPORT.	Shr	Against
6.	PROPOSAL REQUESTING LOWE'S BOARD OF DIRECTORS ADOPT, AND PRESENT FOR SHAREHOLDER APPROVAL, A PROXY ACCESS BYLAW.	Shr	For

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MCGRAW HILL FINANCIAL, INC.

Agen

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

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

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

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

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 MEDTRONIC PLC

Agen

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 Security: G5960L103  
 Meeting Type: Annual  
 Meeting Date: 11-Dec-2015  
 Ticker: MDT  
 ISIN: IE00BTN1Y115  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD H. ANDERSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: CRAIG ARNOLD	Mgmt	For
1C.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	Mgmt	For
1D.	ELECTION OF DIRECTOR: RANDALL HOGAN III	Mgmt	For
1E.	ELECTION OF DIRECTOR: OMAR ISHRAK	Mgmt	For
1F.	ELECTION OF DIRECTOR: SHIRLEY A. JACKSON, PH.D.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MICHAEL O. LEAVITT	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES T. LENEHAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: ELIZABETH NABEL, M.D.	Mgmt	For

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1J.	ELECTION OF DIRECTOR: DENISE M. O'LEARY	Mgmt	For
1K.	ELECTION OF DIRECTOR: KENDALL J. POWELL	Mgmt	For
1L.	ELECTION OF DIRECTOR: ROBERT C. POZEN	Mgmt	For
1M.	ELECTION OF DIRECTOR: PREETHA REDDY	Mgmt	For
2.	TO RATIFY THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT AUDITOR FOR FISCAL YEAR 2016 AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET ITS REMUNERATION.	Mgmt	For
3.	TO APPROVE IN A NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION (A "SAY-ON-PAY" VOTE).	Mgmt	For
4.	TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF SAY-ON-PAY VOTES.	Mgmt	1 Year

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MICROSOFT CORPORATION

Agen

Security: 594918104  
Meeting Type: Annual  
Meeting Date: 02-Dec-2015  
Ticker: MSFT  
ISIN: US5949181045

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Mgmt	For
1B.	ELECTION OF DIRECTOR: TERI L. LIST-STOLL	Mgmt	For
1C.	ELECTION OF DIRECTOR: G. MASON MORFIT	Mgmt	For
1D.	ELECTION OF DIRECTOR: SATYA NADELLA	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Mgmt	For
1F.	ELECTION OF DIRECTOR: HELMUT PANKE	Mgmt	For
1G.	ELECTION OF DIRECTOR: SANDRA E. PETERSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN W. STANTON	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: PADMASREE WARRIOR	Mgmt	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	Against

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3.	RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2016	Mgmt	For
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MONDELEZ INTERNATIONAL, INC.

Agen

Security: 609207105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2016  
 Ticker: MDLZ  
 ISIN: US6092071058

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



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

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 MONSANTO COMPANY

Agen

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 Security: 61166W101  
 Meeting Type: Annual  
 Meeting Date: 29-Jan-2016  
 Ticker: MON  
 ISIN: US61166W1018  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	Mgmt	For
1B.	ELECTION OF DIRECTOR: DAVID L. CHICOINE, PH.D.	Mgmt	For
1C.	ELECTION OF DIRECTOR: JANICE L. FIELDS	Mgmt	For
1D.	ELECTION OF DIRECTOR: HUGH GRANT	Mgmt	For
1E.	ELECTION OF DIRECTOR: ARTHUR H. HARPER	Mgmt	For
1F.	ELECTION OF DIRECTOR: LAURA K. IPSEN	Mgmt	For
1G.	ELECTION OF DIRECTOR: MARCOS M. LUTZ	Mgmt	For
1H.	ELECTION OF DIRECTOR: C. STEVE MCMILLAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: JON R. MOELLER	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM U. PARFET	Mgmt	For
1K.	ELECTION OF DIRECTOR: GEORGE H. POSTE, PH.D., D.V.M.	Mgmt	For
1L.	ELECTION OF DIRECTOR: ROBERT J. STEVENS	Mgmt	For
1M.	ELECTION OF DIRECTOR: PATRICIA VERDUIN, PH.D.	Mgmt	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For
3.	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF CODE SECTION 162(M) ANNUAL INCENTIVE PLAN.	Mgmt	For
5.	SHAREOWNER PROPOSAL: GLYPHOSATE REPORT.	Shr	Against
6.	SHAREOWNER PROPOSAL: LOBBYING REPORT.	Shr	Against
7.	SHAREOWNER PROPOSAL: INDEPENDENT BOARD CHAIRMAN.	Shr	Against

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 NEWELL RUBBERMAID INC. Agen  
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Security: 651229106  
 Meeting Type: Special  
 Meeting Date: 15-Apr-2016  
 Ticker: NWL  
 ISIN: US6512291062  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE ISSUANCE OF SHARES OF NEWELL RUBBERMAID INC. ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For
2.	ADJOURNMENT OF THE NEWELL RUBBERMAID ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF, IMMEDIATELY PRIOR TO SUCH ADJOURNMENT, SUFFICIENT VOTES TO APPROVE PROPOSAL 1 HAVE NOT BEEN OBTAINED.	Mgmt	For
3A.	ELECTION OF DIRECTOR: THOMAS E. CLARKE	Mgmt	For
3B.	ELECTION OF DIRECTOR: KEVIN C. CONROY	Mgmt	For
3C.	ELECTION OF DIRECTOR: SCOTT S. COWEN	Mgmt	For
3D.	ELECTION OF DIRECTOR: MICHAEL T. COWHIG	Mgmt	For
3E.	ELECTION OF DIRECTOR: DOMENICO DE SOLE	Mgmt	For
3F.	ELECTION OF DIRECTOR: MICHAEL B. POLK	Mgmt	For
3G.	ELECTION OF DIRECTOR: STEVEN J. STROBEL	Mgmt	For
3H.	ELECTION OF DIRECTOR: MICHAEL A. TODMAN	Mgmt	For
3I.	ELECTION OF DIRECTOR: RAYMOND G. VIAULT	Mgmt	For
4.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

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 NIKE, INC. Agen  
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Security: 654106103  
 Meeting Type: Annual  
 Meeting Date: 17-Sep-2015  
 Ticker: NKE  
 ISIN: US6541061031  
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## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

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

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 NXP SEMICONDUCTORS NV.

Agen

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 Security: N6596X109  
 Meeting Type: Special  
 Meeting Date: 02-Jul-2015  
 Ticker: NXPI  
 ISIN: NL0009538784  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1	A) THE PROPOSAL TO APPROVE (WITHIN THE MEANING OF ARTICLE 2:107A OF THE DUTCH CIVIL CODE) THE COMPLETION BY NXP OF THE MERGER (THE "MERGER") OF NIMBLE ACQUISITION LIMITED, A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP ("MERGER SUB"), WITH AND INTO FREESCALE SEMICONDUCTOR, LTD. ("FREESCALE"), WITH FREESCALE SURVIVING THE MERGER AS A WHOLLY-OWNED, INDIRECT SUBSIDIARY OF NXP AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

2A	THE PROPOSAL TO APPOINT GREGORY L. SUMME AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME.	Mgmt	For
2B	THE PROPOSAL TO APPOINT PETER SMITHAM AS NON-EXECUTIVE DIRECTOR OF NXP, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE MERGER AND FOR A TERM ENDING AT THE CLOSE OF THE FIRST NXP ANNUAL GENERAL MEETING HELD AFTER SUCH EFFECTIVE TIME.	Mgmt	For

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NXP SEMICONDUCTORS NV.

Agen

Security: N6596X109  
Meeting Type: Annual  
Meeting Date: 02-Jun-2016  
Ticker: NXPI  
ISIN: NL0009538784

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Prop.#	Proposal	Proposal Type	Proposal Vote
2C.	ADOPTION OF THE 2015 STATUTORY ANNUAL ACCOUNTS	Mgmt	For
2D.	GRANTING DISCHARGE TO THE DIRECTORS FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2015	Mgmt	For
3A.	PROPOSAL TO RE-APPOINT MR. RICHARD L. CLEMMER AS EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For
3B.	PROPOSAL TO RE-APPOINT SIR PETER BONFIELD AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For
3C.	PROPOSAL TO RE-APPOINT MR. JOHANNES P. HUTH AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For
3D.	PROPOSAL TO RE-APPOINT MR. KENNETH A. GOLDMAN AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For
3E.	PROPOSAL TO RE-APPOINT DR. MARION HELMES AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For
3F.	PROPOSAL TO RE-APPOINT MR. JOSEPH KAESER AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2016	Mgmt	For

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

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PALO ALTO NETWORKS, INC.

Agen

Security: 697435105  
Meeting Type: Annual  
Meeting Date: 11-Dec-2015  
Ticker: PANW  
ISIN: US6974351057

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN M. DONOVAN	Mgmt	Abstain
1B.	ELECTION OF DIRECTOR: STANLEY J. MERESMAN	Mgmt	Abstain

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1C.	ELECTION OF DIRECTOR: NIR ZUK	Mgmt	Abstain
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS PALO ALTO NETWORKS, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING JULY 31, 2016.	Mgmt	For
3.	TO APPROVE AN ADVISORY RESOLUTION ON NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	Against

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PEPSICO, INC.

Agen

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 Security: 713448108  
 Meeting Type: Annual  
 Meeting Date: 04-May-2016  
 Ticker: PEP  
 ISIN: US7134481081  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SHONA L. BROWN	Mgmt	For
1B.	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: CESAR CONDE	Mgmt	For
1D.	ELECTION OF DIRECTOR: IAN M. COOK	Mgmt	For
1E.	ELECTION OF DIRECTOR: DINA DUBLON	Mgmt	For
1F.	ELECTION OF DIRECTOR: RONA A. FAIRHEAD	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD W. FISHER	Mgmt	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. JOHNSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Mgmt	For
1J.	ELECTION OF DIRECTOR: DAVID C. PAGE	Mgmt	For
1K.	ELECTION OF DIRECTOR: ROBERT C. POHLAD	Mgmt	For
1L.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Mgmt	For
1M.	ELECTION OF DIRECTOR: DANIEL VASELLA	Mgmt	For
1N.	ELECTION OF DIRECTOR: ALBERTO WEISSER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2016.	Mgmt	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

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4.	APPROVAL OF THE RENEWAL AND AMENDMENT OF THE PEPSICO, INC. LONG-TERM INCENTIVE PLAN.	Mgmt	For
5.	ESTABLISH BOARD COMMITTEE ON SUSTAINABILITY.	Shr	Against
6.	REPORT ON MINIMIZING IMPACTS OF NEONICS.	Shr	Against
7.	POLICY REGARDING HOLY LAND PRINCIPLES.	Shr	Against
8.	ADOPT QUANTITATIVE RENEWABLE ENERGY TARGETS.	Shr	Against

PERRIGO COMPANY PLC

Agen

Security: G97822103  
 Meeting Type: Annual  
 Meeting Date: 04-Nov-2015  
 Ticker: PRGO  
 ISIN: IE00BGH1M568

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LAURIE BRLAS	Mgmt	For
1B.	ELECTION OF DIRECTOR: GARY M. COHEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: MARC COUCKE	Mgmt	For
1D.	ELECTION OF DIRECTOR: JACQUALYN A. FOUSE	Mgmt	For
1E.	ELECTION OF DIRECTOR: ELLEN R. HOFFING	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA	Mgmt	For
1G.	ELECTION OF DIRECTOR: GERARD K. KUNKLE, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: HERMAN MORRIS, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: DONAL O'CONNOR	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOSEPH C. PAPA	Mgmt	For
1K.	ELECTION OF DIRECTOR: SHLOMO YANAI	Mgmt	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE PERIOD ENDING DECEMBER 31, 2015, AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE REMUNERATION OF THE AUDITORS.	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

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4.	AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY SUBSIDIARY OF PERRIGO COMPANY PLC TO MAKE MARKET PURCHASES OF PERRIGO COMPANY PLC'S ORDINARY SHARES.	Mgmt	For
5.	DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES.	Mgmt	For
6.	APPROVE AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.	Mgmt	For
7.	ADOPT REVISED ARTICLES OF ASSOCIATION OF THE COMPANY.	Mgmt	For

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PERRIGO COMPANY PLC

Agen

Security: G97822103  
Meeting Type: Annual  
Meeting Date: 26-Apr-2016  
Ticker: PRGO  
ISIN: IE00BGH1M568  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LAURIE BRLAS	Mgmt	For
1B.	ELECTION OF DIRECTOR: GARY M. COHEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: MARC COUCKE	Mgmt	For
1D.	ELECTION OF DIRECTOR: ELLEN R. HOFFING	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA	Mgmt	For
1F.	ELECTION OF DIRECTOR: GERALD K. KUNKLE, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: HERMAN MORRIS, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: DONAL O'CONNOR	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOSEPH C. PAPA	Mgmt	For
1J.	ELECTION OF DIRECTOR: SHLOMO YANAI	Mgmt	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE PERIOD ENDING DECEMBER 31, 2016, AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE REMUNERATION OF THE AUDITOR	Mgmt	For
3.	APPROVE IN AN ADVISORY VOTE THE COMPANY'S EXECUTIVE COMPENSATION	Mgmt	Against
4.	AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY	Mgmt	For



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SUBSIDIARY TO MAKE MARKET PURCHASES OF  
PERRIGO COMPANY PLC'S ORDINARY SHARES

5.	DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES	Mgmt	For
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PHILIP MORRIS INTERNATIONAL INC.

Agen

Security: 718172109  
Meeting Type: Annual  
Meeting Date: 04-May-2016  
Ticker: PM  
ISIN: US7181721090

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: HAROLD BROWN	Mgmt	For
1B.	ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS	Mgmt	For
1C.	ELECTION OF DIRECTOR: LOUIS C. CAMILLERI	Mgmt	For
1D.	ELECTION OF DIRECTOR: WERNER GEISSLER	Mgmt	For
1E.	ELECTION OF DIRECTOR: JENNIFER LI	Mgmt	For
1F.	ELECTION OF DIRECTOR: JUN MAKIHARA	Mgmt	For
1G.	ELECTION OF DIRECTOR: SERGIO MARCHIONNE	Mgmt	Against
1H.	ELECTION OF DIRECTOR: KALPANA MORPARIA	Mgmt	For
1I.	ELECTION OF DIRECTOR: LUCIO A. NOTO	Mgmt	For
1J.	ELECTION OF DIRECTOR: FREDERIK PAULSEN	Mgmt	For
1K.	ELECTION OF DIRECTOR: ROBERT B. POLET	Mgmt	For
1L.	ELECTION OF DIRECTOR: STEPHEN M. WOLF	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
3.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL 1 - HUMAN RIGHTS POLICY	Shr	Against
5.	SHAREHOLDER PROPOSAL 2 - MEDIATION OF ALLEGED HUMAN RIGHTS VIOLATIONS	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

RAYTHEON COMPANY

Agen

Security: 755111507  
 Meeting Type: Annual  
 Meeting Date: 26-May-2016  
 Ticker: RTN  
 ISIN: US7551115071

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: TRACY A. ATKINSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: ROBERT E. BEAUCHAMP	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES E. CARTWRIGHT	Mgmt	For
1D.	ELECTION OF DIRECTOR: VERNON E. CLARK	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEPHEN J. HADLEY	Mgmt	For
1F.	ELECTION OF DIRECTOR: THOMAS A. KENNEDY	Mgmt	For
1G.	ELECTION OF DIRECTOR: LETITIA A. LONG	Mgmt	For
1H.	ELECTION OF DIRECTOR: GEORGE R. OLIVER	Mgmt	For
1I.	ELECTION OF DIRECTOR: MICHAEL C. RUETTIGERS	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM R. SPIVEY	Mgmt	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
3.	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
4.	APPROVAL OF AMENDMENT TO BY-LAWS TO DESIGNATE DELAWARE AS THE EXCLUSIVE FORUM FOR CERTAIN LEGAL ACTIONS	Mgmt	Against
5.	SHAREHOLDER PROPOSAL REGARDING SHARE REPURCHASE PREFERENCE POLICY	Shr	Against
6.	SHAREHOLDER PROPOSAL REGARDING A PROXY ACCESS BY-LAW	Shr	For

SALESFORCE.COM, INC.

Agen

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

Prop.#	Proposal	Proposal Type	Proposal Vote
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## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

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

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 SPIRIT AEROSYSTEMS HOLDINGS INC

Agen

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 Security: 848574109  
 Meeting Type: Annual  
 Meeting Date: 20-Apr-2016  
 Ticker: SPR  
 ISIN: US8485741099  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	CHARLES L. CHADWELL	Mgmt	For
	IRENE M. ESTEVES	Mgmt	For
	PAUL FULCHINO	Mgmt	For
	RICHARD GEPHARDT	Mgmt	For

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ROBERT JOHNSON	Mgmt	For
RONALD KADISH	Mgmt	For
LARRY A. LAWSON	Mgmt	For
JOHN L. PLUEGER	Mgmt	For
FRANCIS RABORN	Mgmt	For
2. RATIFY THE SELECTION OF ERNST & YOUNG, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3. APPROVE THE FIFTH AMENDED AND RESTATED BYLAWS.	Mgmt	For

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SPROUTS FARMERS MARKET, INC. Agen

Security: 85208M102  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: SFM  
 ISIN: US85208M1027

Prop.# Proposal	Proposal Type	Proposal Vote
1. DIRECTOR SHON A. BONEY AMIN N. MAREDDIA	Mgmt Mgmt	For For
2. TO VOTE ON A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2015 ("SAY-ON-PAY").	Mgmt	Against
3. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 1, 2017.	Mgmt	For

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STARBUCKS CORPORATION Agen

Security: 855244109  
 Meeting Type: Annual  
 Meeting Date: 23-Mar-2016  
 Ticker: SBUX  
 ISIN: US8552441094

Prop.# Proposal	Proposal Type	Proposal Vote
1A. ELECTION OF DIRECTOR: HOWARD SCHULTZ	Mgmt	For

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1B.	ELECTION OF DIRECTOR: WILLIAM W. BRADLEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: MARY N. DILLON	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT M. GATES	Mgmt	For
1E.	ELECTION OF DIRECTOR: MELLODY HOBSON	Mgmt	For
1F.	ELECTION OF DIRECTOR: KEVIN R. JOHNSON	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSHUA COOPER RAMO	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES G. SHENNAN, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: CLARA SHIH	Mgmt	For
1J.	ELECTION OF DIRECTOR: JAVIER G. TERUEL	Mgmt	For
1K.	ELECTION OF DIRECTOR: MYRON E. ULLMAN, III	Mgmt	For
1L.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Mgmt	For
2.	ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION.	Mgmt	For
3.	APPROVE AMENDMENT AND RESTATEMENT OF OUR EXECUTIVE MANAGEMENT BONUS PLAN.	Mgmt	For
4.	RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For
5.	ADOPT PROXY ACCESS BYLAW.	Shr	For
6.	REVIEW POLICIES RELATED TO HUMAN RIGHTS.	Shr	Against

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TABLEAU SOFTWARE, INC.

Agen

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Security: 87336U105  
Meeting Type: Annual  
Meeting Date: 12-May-2016  
Ticker: DATA  
ISIN: US87336U1051

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR CHRISTIAN CHABOT CHRISTOPHER STOLTE	Mgmt Mgmt	For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF TABLEAU'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO APPROVE TABLEAU'S 2013 EQUITY INCENTIVE PLAN, AS AMENDED.	Mgmt	Against

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4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS TABLEAU'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
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 TEXAS INSTRUMENTS INCORPORATED

Agen

Security: 882508104  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: TXN  
 ISIN: US8825081040

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

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 THE CHARLES SCHWAB CORPORATION

Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 808513105  
 Meeting Type: Annual  
 Meeting Date: 17-May-2016  
 Ticker: SCHW  
 ISIN: US8085131055

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN K. ADAMS, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHEN A. ELLIS	Mgmt	For
1C.	ELECTION OF DIRECTOR: ARUN SARIN	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHARLES R. SCHWAB	Mgmt	For
1E.	ELECTION OF DIRECTOR: PAULA A. SNEED	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS	Mgmt	For
3.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	STOCKHOLDER PROPOSAL REQUESTING DISCLOSURE OF LOBBYING POLICY, PROCEDURES AND OVERSIGHT; LOBBYING EXPENDITURES; AND PARTICIPATION IN ORGANIZATIONS ENGAGED IN LOBBYING	Shr	Against
5.	STOCKHOLDER PROPOSAL REQUESTING ANNUAL DISCLOSURE OF EEO-1 DATA	Shr	Against

THE ESTEE LAUDER COMPANIES INC.

Agen

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF CLASS I DIRECTOR: ROSE MARIE BRAVO PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR	Mgmt	For
1B.	ELECTION OF CLASS I DIRECTOR: PAUL J. FRIBOURG PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR	Mgmt	For
1C.	ELECTION OF CLASS I DIRECTOR: MELLODY HOBSON PLEASE NOTE AN ABSTAIN VOTE MEANS A	Mgmt	For

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WITHHOLD VOTE AGAINST THIS DIRECTOR

1D.	ELECTION OF CLASS I DIRECTOR: IRVINE O. HOCKADAY, JR. PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR	Mgmt	For
1E.	ELECTION OF CLASS I DIRECTOR: BARRY S. STERNLICHT PLEASE NOTE AN ABSTAIN VOTE MEANS A WITHHOLD VOTE AGAINST THIS DIRECTOR	Mgmt	Abstain
2.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR THE 2016 FISCAL YEAR.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF THE ESTEE LAUDER COMPANIES INC. AMENDED AND RESTATED FISCAL 2002 SHARE INCENTIVE PLAN.	Mgmt	Against
5.	APPROVAL OF THE ESTEE LAUDER COMPANIES INC. AMENDED AND RESTATED NON-EMPLOYEE DIRECTOR SHARE INCENTIVE PLAN.	Mgmt	For

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 THE HAIN CELESTIAL GROUP, INC.

Agen

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 Security: 405217100  
 Meeting Type: Annual  
 Meeting Date: 19-Nov-2015  
 Ticker: HAIN  
 ISIN: US4052171000  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR IRWIN D. SIMON RICHARD C. BERKE ANDREW R. HEYER RAYMOND W. KELLY ROGER MELTZER SCOTT M. O'NEIL ADRIANNE SHAPIRA LAWRENCE S. ZILAVY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld For For For Withheld Withheld For
2.	ON AN ADVISORY BASIS, THE COMPENSATION AWARDED TO THE NAMED EXECUTIVE OFFICERS FOR THE FISCAL YEAR ENDED JUNE 30, 2015, AS SET FORTH IN THIS PROXY STATEMENT.	Mgmt	Against
3.	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP TO ACT AS REGISTERED INDEPENDENT ACCOUNTANTS OF THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 30, 2016.	Mgmt	For
4.	A STOCKHOLDER PROPOSAL REGARDING PROXY	Shr	For



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ACCESS.

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 THE HOME DEPOT, INC.

Agen

Security: 437076102  
 Meeting Type: Annual  
 Meeting Date: 19-May-2016  
 Ticker: HD  
 ISIN: US4370761029  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GERARD J. ARPEY	Mgmt	For
1B.	ELECTION OF DIRECTOR: ARI BOUSBIB	Mgmt	For
1C.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: J. FRANK BROWN	Mgmt	For
1E.	ELECTION OF DIRECTOR: ALBERT P. CAREY	Mgmt	For
1F.	ELECTION OF DIRECTOR: ARMANDO CODINA	Mgmt	For
1G.	ELECTION OF DIRECTOR: HELENA B. FOULKES	Mgmt	For
1H.	ELECTION OF DIRECTOR: LINDA R. GOODEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: WAYNE M. HEWETT	Mgmt	For
1J.	ELECTION OF DIRECTOR: KAREN L. KATEN	Mgmt	For
1K.	ELECTION OF DIRECTOR: CRAIG A. MENEAR	Mgmt	For
1L.	ELECTION OF DIRECTOR: MARK VADON	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING PREPARATION OF AN EMPLOYMENT DIVERSITY REPORT	Shr	Against
5.	SHAREHOLDER PROPOSAL TO REDUCE THE THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS TO 10% OF OUTSTANDING SHARES	Shr	For

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 THE PNC FINANCIAL SERVICES GROUP, INC.

Agen

Security: 693475105  
 Meeting Type: Annual

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Meeting Date: 26-Apr-2016  
 Ticker: PNC  
 ISIN: US6934751057

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE	Mgmt	For
1C.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Mgmt	For
1D.	ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: DANIEL R. HESSE	Mgmt	For
1F.	ELECTION OF DIRECTOR: KAY COLES JAMES	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: JANE G. PEPPER	Mgmt	For
1I.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Mgmt	For
1J.	ELECTION OF DIRECTOR: LORENE K. STEFFES	Mgmt	For
1K.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	Mgmt	For
1L.	ELECTION OF DIRECTOR: MICHAEL J. WARD	Mgmt	For
1M.	ELECTION OF DIRECTOR: GREGORY D. WASSON	Mgmt	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.	Mgmt	For
3.	APPROVAL OF 2016 INCENTIVE AWARD PLAN.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

THE PRICELINE GROUP INC.

Agen

Security: 741503403  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2016  
 Ticker: PCLN  
 ISIN: US7415034039

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		

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TIMOTHY M. ARMSTRONG	Mgmt	For
JEFFERY H. BOYD	Mgmt	For
JAN L. DOCTER	Mgmt	For
JEFFREY E. EPSTEIN	Mgmt	For
JAMES M. GUYETTE	Mgmt	For
CHARLES H. NOSKI	Mgmt	For
NANCY B. PERETSMAN	Mgmt	For
THOMAS E. ROTHMAN	Mgmt	For
CRAIG W. RYDIN	Mgmt	For
LYNN M. VOJVODICH	Mgmt	For
2. 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, 2016.	Mgmt	For
3. TO APPROVE ON AN ADVISORY BASIS THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Mgmt	For

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 THE TORO COMPANY

Agen

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 Security: 891092108  
 Meeting Type: Annual  
 Meeting Date: 15-Mar-2016  
 Ticker: TTC  
 ISIN: US8910921084  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT C. BUHRMASTER RICHARD M. OLSON JAMES C. O'ROURKE CHRISTOPHER A. TWOMEY	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING OCTOBER 31, 2016.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF OUR EXECUTIVE COMPENSATION.	Mgmt	For

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 THE WALT DISNEY COMPANY

Agen

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 Security: 254687106  
 Meeting Type: Annual  
 Meeting Date: 03-Mar-2016  
 Ticker: DIS  
 ISIN: US2546871060  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SUSAN E. ARNOLD	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN S. CHEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: JACK DORSEY	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT A. IGER	Mgmt	For
1E.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	Mgmt	For
1F.	ELECTION OF DIRECTOR: FRED H. LANGHAMMER	Mgmt	For
1G.	ELECTION OF DIRECTOR: AYLWIN B. LEWIS	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Mgmt	For
1I.	ELECTION OF DIRECTOR: MARK G. PARKER	Mgmt	For
1J.	ELECTION OF DIRECTOR: SHERYL K. SANDBERG	Mgmt	For
1K.	ELECTION OF DIRECTOR: ORIN C. SMITH	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2016.	Mgmt	For
3.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO APPROVE THE AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION.	Mgmt	For
5.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO SIMPLE MAJORITY VOTE.	Shr	For
6.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE.	Shr	Against

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THE WHITEWAVE FOODS COMPANY

Agen

Security: 966244105  
 Meeting Type: Annual  
 Meeting Date: 12-May-2016  
 Ticker: WWAV  
 ISIN: US9662441057

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MICHELLE P. GOOLSBY	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHEN L. GREEN	Mgmt	For

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1C.	ELECTION OF DIRECTOR: ANTHONY J. MAGRO	Mgmt	For
1D.	ELECTION OF DIRECTOR: W. ANTHONY VERNON	Mgmt	For
1E.	ELECTION OF DIRECTOR: DOREEN A. WRIGHT	Mgmt	For
2.	TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR 2016.	Mgmt	For

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 TIME WARNER INC.

Agen

Security: 887317303  
 Meeting Type: Annual  
 Meeting Date: 17-Jun-2016  
 Ticker: TWX  
 ISIN: US8873173038

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES L. BARKSDALE	Mgmt	For
1B.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Mgmt	For
1C.	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Mgmt	For
1D.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Mgmt	For
1E.	ELECTION OF DIRECTOR: ROBERT C. CLARK	Mgmt	For
1F.	ELECTION OF DIRECTOR: MATHIAS DOPFNER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Mgmt	For
1H.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Mgmt	For
1I.	ELECTION OF DIRECTOR: FRED HASSAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: PAUL D. WACHTER	Mgmt	For
1K.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

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 TWITTER, INC.

Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 90184L102  
 Meeting Type: Annual  
 Meeting Date: 25-May-2016  
 Ticker: TWTR  
 ISIN: US90184L1026

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JACK DORSEY HUGH JOHNSTON	Mgmt Mgmt	For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
4.	THE APPROVAL OF THE TWITTER, INC. 2016 EQUITY INCENTIVE PLAN TO BE FUNDED WITH SHARES OWNED BY OUR CEO, JACK DORSEY.	Mgmt	Against

UNION PACIFIC CORPORATION

Agen

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ANDREW H. CARD, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: ERROLL B. DAVIS, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: DAVID B. DILLON	Mgmt	For
1D.	ELECTION OF DIRECTOR: LANCE M. FRITZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES C. KRULAK	Mgmt	For
1F.	ELECTION OF DIRECTOR: JANE H. LUTE	Mgmt	For
1G.	ELECTION OF DIRECTOR: MICHAEL R. MCCARTHY	Mgmt	For
1H.	ELECTION OF DIRECTOR: MICHAEL W. MCCONNELL	Mgmt	For
1I.	ELECTION OF DIRECTOR: THOMAS F. MCLARTY,	Mgmt	For

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III

1J.	ELECTION OF DIRECTOR: STEVEN R. ROGEL	Mgmt	For
1K.	ELECTION OF DIRECTOR: JOSE H. VILLARREAL	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING EXECUTIVES TO RETAIN SIGNIFICANT STOCK IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	Against
5.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	For

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 VERTEX PHARMACEUTICALS INCORPORATED

Agen

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 Security: 92532F100  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2016  
 Ticker: VRTX  
 ISIN: US92532F1003  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOSHUA BOGER TERRENCE C. KEARNEY YUCHUN LEE ELAINE S. ULLIAN	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	ADVISORY VOTE ON OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE TAKE NECESSARY STEPS TO DECLASSIFY OUR BOARD OF DIRECTORS.	Shr	For
5.	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE ADOPT A POLICY LIMITING ACCELERATION OF EQUITY AWARDS TO SENIOR EXECUTIVES UPON A CHANGE OF CONTROL.	Shr	For

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|----|--|-----|---------|
| 6. | SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT WE ADOPT A POLICY REQUIRING THAT SENIOR EXECUTIVES RETAIN A PERCENTAGE OF THEIR EQUITY AWARDS.                           | Shr | For     |
| 7. | SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING A REPORT ASSESSING THE FEASIBILITY OF INTEGRATING SUSTAINABILITY INTO PERFORMANCE MEASURES FOR SENIOR EXECUTIVE COMPENSATION. | Shr | Against |

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 VISA INC.

Agen

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 Security: 92826C839  
 Meeting Type: Annual  
 Meeting Date: 03-Feb-2016  
 Ticker: V  
 ISIN: US92826C8394  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LLOYD A. CARNEY	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARY B. CRANSTON	Mgmt	For
1C.	ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL	Mgmt	For
1D.	ELECTION OF DIRECTOR: ALFRED F. KELLY, JR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Mgmt	For
1F.	ELECTION OF DIRECTOR: CATHY E. MINEHAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: DAVID J. PANG	Mgmt	For
1I.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN A.C. SWAINSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR.	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	APPROVAL OF VISA INC. 2007 EQUITY INCENTIVE COMPENSATION PLAN, AS AMENDED AND RESTATED.	Mgmt	For
4.	APPROVAL OF VISA INC. INCENTIVE PLAN, AS AMENDED AND RESTATED.	Mgmt	For
5.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR.	Mgmt	For



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WABCO HOLDINGS INC.

Agem

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Security: 92927K102  
Meeting Type: Annual  
Meeting Date: 26-May-2016  
Ticker: WBC  
ISIN: US92927K1025  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JACQUES ESCULIER HENRY R. KEIZER THOMAS S. GROSS	Mgmt Mgmt Mgmt	For For For
2.	RATIFY THE SELECTION OF ERNST & YOUNG BEDRIJFSREVISOREN BCVBA/ REVISEURS D'ENTREPRISES SCCRL AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016.	Mgmt	For
3.	APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS ("SAY-ON-PAY").	Mgmt	For

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WELLS FARGO & COMPANY

Agem

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Security: 949746101  
Meeting Type: Annual  
Meeting Date: 26-Apr-2016  
Ticker: WFC  
ISIN: US9497461015  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN D. BAKER II	Mgmt	For
1B.	ELECTION OF DIRECTOR: ELAINE L. CHAO	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN S. CHEN	Mgmt	For
1D.	ELECTION OF DIRECTOR: LLOYD H. DEAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: ELIZABETH A. DUKE	Mgmt	For
1F.	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Mgmt	For
1G.	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Mgmt	For

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

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 ZIMMER BIOMET HOLDINGS, INC.

Agen

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 Security: 98956P102  
 Meeting Type: Annual  
 Meeting Date: 03-May-2016  
 Ticker: ZBH  
 ISIN: US98956P1021  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Mgmt	For
1B.	ELECTION OF DIRECTOR: BETSY J. BERNARD	Mgmt	For
1C.	ELECTION OF DIRECTOR: PAUL M. BISARO	Mgmt	For
1D.	ELECTION OF DIRECTOR: GAIL K. BOUDREAU	Mgmt	For
1E.	ELECTION OF DIRECTOR: DAVID C. DVORAK	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL J. FARRELL	Mgmt	For
1G.	ELECTION OF DIRECTOR: LARRY C. GLASSCOCK	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT A. HAGEMANN	Mgmt	For

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1I.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Mgmt	For
1J.	ELECTION OF DIRECTOR: MICHAEL W. MICHELSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: CECIL B. PICKETT, PH.D.	Mgmt	For
1L.	ELECTION OF DIRECTOR: JEFFREY K. RHODES	Mgmt	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	APPROVE THE AMENDED 2009 STOCK INCENTIVE PLAN	Mgmt	For

\* Management position unknown

### SIGNATURES

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

(Registrant)	Eaton Vance Enhanced Equity Income Fund II
By (Signature)	/s/ Michael A. Allison
Name	Michael A. Allison
Title	President
Date	08/17/2016