

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

Eaton Vance Enhanced Equity Income Fund II  
Form N-PX  
August 29, 2007

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: 255 State Street  
Boston, MA 02109

NAME AND ADDRESS OF AGENT FOR SERVICE: Alan R. Dynner, Esq.  
255 State Street  
Boston, MA 02109

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2006 - 06/30/2007

Eaton Vance Enhanced Equity Income Fund II

ABBOTT LABORATORIES

Agen

Security: 002824100  
Meeting Type: Annual  
Meeting Date: 27-Apr-2007  
Ticker: ABT  
ISIN:

Prop. #	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	R.S. AUSTIN	Mgmt	For
	W.M. DALEY	Mgmt	For
	W.J. FARRELL	Mgmt	For
	H.L. FULLER	Mgmt	For
	R.A. GONZALEZ	Mgmt	For
	D.A.L. OWEN	Mgmt	For
	B. POWELL JR.	Mgmt	For
	W.A. REYNOLDS	Mgmt	For
	R.S. ROBERTS	Mgmt	For

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	S.C. SCOTT III	Mgmt	Withheld
	W.D. SMITHBURG	Mgmt	For
	G.F. TILTON	Mgmt	For
	M.D. WHITE	Mgmt	For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL - ADVISORY VOTE	Shr	For
04	SHAREHOLDER PROPOSAL - THE ROLES OF CHAIR AND CEO	Shr	Against

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### ABER DIAMOND CORPORATION

Agen

Security: 002893105  
 Meeting Type: Annual and Special  
 Meeting Date: 06-Jun-2007  
 Ticker: ABER  
 ISIN:

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Prop. #	Proposal	Proposal Type	Proposal Vote
01	FOR THE ELECTION OF THE FOLLOWING PERSONS AS DIRECTORS OF THE CORPORATION, TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED: ROBERT A. GANNICOTT, LARS-ERIC JOHANSSON, LYNDON LEA, LAURENT E. MOMMEJA, THOMAS J. O NEILL, J. ROGER B. PHILLIMORE AND JOHN M. WILLSON	Mgmt	For
02	FOR THE RE-APPOINTMENT OF KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AND THE AUTHORIZATION OF THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For
03	IN RESPECT OF A SPECIAL RESOLUTION AUTHORIZING THE CHANGE OF NAME OF THE CORPORATION.	Mgmt	For

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### AFFILIATED MANAGERS GROUP, INC.

Agen

Security: 008252108  
 Meeting Type: Annual  
 Meeting Date: 31-May-2007  
 Ticker: AMG  
 ISIN:

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Prop. #	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RICHARD E. FLOOR	Mgmt	For

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	SEAN M. HEALEY	Mgmt	For
	HAROLD J. MEYERMAN	Mgmt	For
	WILLIAM J. NUTT	Mgmt	For
	RITA M. RODRIGUEZ	Mgmt	For
	PATRICK T. RYAN	Mgmt	For
	JIDE J. ZEITLIN	Mgmt	For
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For

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AGILENT TECHNOLOGIES, INC. Agen

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Security: 00846U101  
 Meeting Type: Annual  
 Meeting Date: 27-Feb-2007  
 Ticker: A  
 ISIN:

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Prop. #	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PAUL N. CLARK JAMES G. CULLEN ROBERT L. JOSS	Mgmt Mgmt Mgmt	For For For
02	THE RATIFICATION OF THE AUDIT AND FINANCE COMMITTEE S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AGILENT S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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ALBERTO-CULVER COMPANY Agen

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Security: 013068101  
 Meeting Type: Special  
 Meeting Date: 10-Nov-2006  
 Ticker: ACV  
 ISIN:

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Prop. #	Proposal	Proposal Type	Proposal Vote
01	ADOPTION OF THE INVESTMENT AGREEMENT, DATED AS OF JUNE 19, 2006, AND APPROVAL OF THE TRANSACTIONS CONTEMPLATED BY THE INVESTMENT AGREEMENT, INCLUDING THE HOLDING COMPANY MERGER AND THE NEW SALLY SHARE ISSUANCE.	Mgmt	For

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 ALTRIA GROUP, INC.

Agen

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 Security: 02209S103  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: MO  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ELIZABETH E. BAILEY HAROLD BROWN MATHIS CABIALAVETTA LOUIS C. CAMILLERI J. DUDLEY FISHBURN ROBERT E.R. HUNTLEY THOMAS W. JONES GEORGE MUNOZ LUCIO A. NOTO JOHN S. REED STEPHEN M. WOLF	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL 1 - CUMULATIVE VOTING	Shr	For
04	STOCKHOLDER PROPOSAL 2 - INFORMING CHILDREN OF THEIR RIGHTS IF FORCED TO INCUR SECONDHAND SMOKE	Shr	Against
05	STOCKHOLDER PROPOSAL 3 - STOP ALL COMPANY-SPONSORED CAMPAIGNS ALLEGEDLY ORIENTED TO PREVENT YOUTH FROM SMOKING	Shr	Against
06	STOCKHOLDER PROPOSAL 4 - GET OUT OF TRADITIONAL TOBACCO BUSINESS BY 2010	Shr	Against
07	STOCKHOLDER PROPOSAL 5 - ANIMAL WELFARE POLICY	Shr	Against

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 AMERICAN EXPRESS COMPANY

Agen

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 Security: 025816109  
 Meeting Type: Annual  
 Meeting Date: 23-Apr-2007  
 Ticker: AXP  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		

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	D.F. AKERSON	Mgmt	For
	C. BARSHEFSKY	Mgmt	For
	U.M. BURNS	Mgmt	For
	K.I. CHENAULT	Mgmt	For
	P. CHERNIN	Mgmt	For
	V.E. JORDAN, JR.	Mgmt	For
	J. LESCHLY	Mgmt	For
	R.C. LEVIN	Mgmt	For
	R.A. MCGINN	Mgmt	For
	E.D. MILLER	Mgmt	For
	F.P. POPOFF	Mgmt	For
	S.S. REINEMUND	Mgmt	For
	R.D. WALTER	Mgmt	For
	R.A. WILLIAMS	Mgmt	For
02	THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2007.	Mgmt	For
03	A PROPOSAL TO APPROVE THE AMERICAN EXPRESS COMPANY 2007 INCENTIVE COMPENSATION PLAN.	Mgmt	For
04	A SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING FOR DIRECTORS.	Shr	For

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 AMGEN INC.

Agen

Security: 031162100  
 Meeting Type: Annual  
 Meeting Date: 09-May-2007  
 Ticker: AMGN  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MR. FRANK J. BIONDI, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: MR. JERRY D. CHOATE	Mgmt	For
1C	ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER	Mgmt	For
1D	ELECTION OF DIRECTOR: DR. GILBERT S. OMENN	Mgmt	For
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2007.	Mgmt	For
03	TO APPROVE THE AMENDMENTS TO THE COMPANY S RESTATED CERTIFICATE OF INCORPORATION ELIMINATING THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Mgmt	For
04	TO APPROVE THE AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED BYLAWS ELIMINATING THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Mgmt	For

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5A	STOCKHOLDER PROPOSAL #1 (ANIMAL WELFARE POLICY).	Shr	Against
5B	STOCKHOLDER PROPOSAL #2 (SUSTAINABILITY REPORT).	Shr	Against

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AON CORPORATION

Agen

Security: 037389103  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: AOC  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PATRICK G. RYAN GREGORY C. CASE EDGAR D. JANNOTTA JAN KALFF LESTER B. KNIGHT J. MICHAEL LOSH R. EDEN MARTIN ANDREW J. MCKENNA ROBERT S. MORRISON RICHARD B. MYERS RICHARD C. NOTEBAERT JOHN W. ROGERS, JR. GLORIA SANTONA CAROLYN Y. WOO	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS AON S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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APPLE INC.

Agen

Security: 037833100  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: AAPL  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM V. CAMPBELL MILLARD S. DREXLER ALBERT A. GORE, JR. STEVEN P. JOBS ARTHUR D. LEVINSON	Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld Withheld Withheld For Withheld

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	ERIC E. SCHMIDT	Mgmt	Withheld
	JEROME B. YORK	Mgmt	Withheld
02	TO APPROVE AMENDMENTS TO THE APPLE INC. 2003 EMPLOYEE STOCK PLAN.	Mgmt	For
03	TO APPROVE AMENDMENTS TO THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
04	TO APPROVE AMENDMENTS TO THE 1997 DIRECTOR STOCK OPTION PLAN.	Mgmt	For
05	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007.	Mgmt	For
06	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED OPTION DATING POLICY, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For
07	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED PAY FOR PERFORMANCE STANDARD, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For
08	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED ENVIRONMENTAL REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
09	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED EQUITY RETENTION POLICY, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For
10	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED ELECTRONIC WASTE TAKE BACK AND RECYCLING, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
11	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED ADVISORY VOTE ON COMPENSATION, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For

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BARNES & NOBLE, INC.

Agen

Security: 067774109  
Meeting Type: Annual  
Meeting Date: 30-May-2007  
Ticker: BKS  
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LEONARD RIGGIO MICHAEL J. DEL GIUDICE WILLIAM SHELUCK, JR. LAWRENCE S. ZILAVY	Mgmt Mgmt Mgmt Mgmt	For For Withhold For

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02 RATIFICATION OF THE APPOINTMENT OF BDO SEIDMAN, Mgmt For  
 LLP, AS THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS  
 OF THE COMPANY FOR THE FISCAL YEAR ENDING FEBRUARY  
 2, 2008.

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 BAXTER INTERNATIONAL INC. Agen

Security: 071813109  
 Meeting Type: Annual  
 Meeting Date: 01-May-2007  
 Ticker: BAX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: BLAKE E. DEVITT	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN D. FORSYTH	Mgmt	For
1C	ELECTION OF DIRECTOR: GAIL D. FOSLER	Mgmt	For
1D	ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN	Mgmt	For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVAL OF 2007 INCENTIVE PLAN	Mgmt	For

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 BORGWARNER INC. Agen

Security: 099724106  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2007  
 Ticker: BWA  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JERE A. DRUMMOND TIMOTHY M. MANGANELLO ERNEST J. NOVAK, JR.	Mgmt Mgmt Mgmt	For For For
02	TO VOTE UPON A STOCKHOLDER PROPOSAL CONCERNING DIRECTOR ELECTIONS.	Shr	Against
03	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2007.	Mgmt	For



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BOSTON SCIENTIFIC CORPORATION

Agen

Security: 101137107  
 Meeting Type: Annual  
 Meeting Date: 08-May-2007  
 Ticker: BSX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR URSULA M. BURNS MARYE ANNE FOX, PH.D. N.J. NICHOLAS, JR. JOHN E. PEPPER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO AMEND THE CERTIFICATE OF INCORPORATION AND BYLAWS TO DECLASSIFY BOARD OF DIRECTORS	Mgmt	For
03	TO AMEND THE CERTIFICATE OF INCORPORATION AND BYLAWS TO INCREASE THE MAXIMUM SIZE OF THE BOARD OF DIRECTORS FROM 15 TO 20 DIRECTORS	Mgmt	For
04	TO APPROVE A STOCK OPTION EXCHANGE PROGRAM FOR BOSTON SCIENTIFIC EMPLOYEES (OTHER THAN EXECUTIVE OFFICERS)	Mgmt	For
05	TO REQUIRE EXECUTIVES TO MEET SPECIFIED STOCK RETENTION GUIDELINES	Shr	For
06	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
07	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF	Mgmt	Against

CAREMARK RX, INC.

Agen

Security: 141705103  
 Meeting Type: Special  
 Meeting Date: 16-Mar-2007  
 Ticker: CMX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 1, 2006, BY AND AMONG CVS CORPORATION, CAREMARK AND TWAIN MERGERSUB L.L.C., AS AMENDED	Mgmt	For

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BY AMENDMENT NO. 1, DATED JANUARY 16, 2007  
AND TO APPROVE THE MERGER OF CAREMARK RX, INC.  
WITH AND INTO TWAIN MERGERSUB L.L.C., ALL AS  
MORE FULLY DESCRIBED IN THE PROXY STATEMENT.

02	TO APPROVE ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, INCLUDING IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE ADOPTION OF THE MERGER AGREEMENT AND THE APPROVAL OF THE MERGER.	Mgmt	For
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CATERPILLAR INC.

Agen

Security: 149123101  
Meeting Type: Annual  
Meeting Date: 13-Jun-2007  
Ticker: CAT  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN T. DILLON JUAN GALLARDO WILLIAM A. OSBORN EDWARD B. RUST, JR.	Mgmt Mgmt Mgmt Mgmt	For Withheld For For
02	RATIFY AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL-SEPARATE CEO & CHAIR	Shr	Against
04	STOCKHOLDER PROPOSAL-MAJORITY VOTE STANDARD	Shr	Against

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CEPHALON, INC.

Agen

Security: 156708109  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: CEPH  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR FRANK BALDINO, JR., PHD WILLIAM P. EGAN MARTYN D. GREENACRE VAUGHN M. KAILIAN KEVIN E. MOLEY CHARLES A. SANDERS, M.D	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For

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	GAIL R. WILENSKY, PH.D.	Mgmt	For
	DENNIS L. WINGER	Mgmt	For
02	APPROVAL OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION INCREASING THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE	Mgmt	For
03	APPROVAL OF AMENDMENT TO THE 2004 EQUITY COMPENSATION PLAN INCREASING THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE	Mgmt	For
04	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2007	Mgmt	For

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CHARLES RIVER LABORATORIES INTL., IN

Agen

Security: 159864107  
 Meeting Type: Annual  
 Meeting Date: 08-May-2007  
 Ticker: CRL  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES C. FOSTER STEPHEN D. CHUBB GEORGE E. MASSARO GEORGE M. MILNE, JR. DOUGLAS E. ROGERS SAMUEL O. THIER WILLIAM H. WALTRIP	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	PROPOSAL TO APPROVE THE COMPANY S 2007 INCENTIVE PLAN AUTHORIZING THE ISSUANCE OF UP TO 6,300,000 SHARES OF COMMON STOCK.	Mgmt	For
03	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 29, 2007.		For

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CHECKFREE CORPORATION

Agen

Security: 162813109  
 Meeting Type: Annual  
 Meeting Date: 01-Nov-2006  
 Ticker: CKFR  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MARK A. JOHNSON EUGENE F. QUINN	Mgmt Mgmt	For For
02	APPROVAL OF THE CHECKFREE CORPORATION 2006 ASSOCIATE STOCK PURCHASE PLAN.	Mgmt	For

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 CINTAS CORPORATION

Agen

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 Security: 172908105  
 Meeting Type: Annual  
 Meeting Date: 10-Oct-2006  
 Ticker: CTAS  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RICHARD T. FARMER ROBERT J. KOHLHEPP SCOTT D. FARMER GERALD S. ADOLPH PAUL R. CARTER GERALD V. DIRVIN JOYCE HERGENHAN ROGER L. HOWE DAVID C. PHILLIPS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	RATIFICATION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2007.	Mgmt	For
03	PROPOSAL TO ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR WHO HAS NOT PREVIOUSLY SERVED AS AN EXECUTIVE OFFICER OF CINTAS.	Shr	For
04	PROPOSAL TO AMEND CINTAS ARTICLES OF INCORPORATION TO PROVIDE THAT THE DIRECTOR NOMINEES BE ELECTED BY THE AFFIRMATIVE VOTE OF THE MAJORITY OF VOTES CAST AT THE ANNUAL MEETING OF SHAREHOLDERS.	Shr	For

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 CISCO SYSTEMS, INC.

Agen

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 Security: 17275R102  
 Meeting Type: Annual  
 Meeting Date: 15-Nov-2006  
 Ticker: CSCO  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR CAROL A. BARTZ M. MICHELE BURNS MICHAEL D. CAPELLAS LARRY R. CARTER JOHN T. CHAMBERS DR. JOHN L. HENNESSY RICHARD M. KOVACEVICH RODERICK C. MCGEARY STEVEN M. WEST JERRY YANG	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 28, 2007.	Mgmt	For
03	PROPOSAL SUBMITTED BY A SHAREHOLDER URGING THE BOARD OF DIRECTORS TO ADOPT A POLICY THAT A SIGNIFICANT PORTION OF FUTURE EQUITY COMPENSATION GRANTS TO SENIOR EXECUTIVES SHALL BE SHARES OF STOCK THAT REQUIRE THE ACHIEVEMENT OF PERFORMANCE GOALS AS A PREREQUISITE TO VESTING, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.	Shr	For
04	PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD S COMPENSATION COMMITTEE INITIATE A REVIEW OF CISCO S EXECUTIVE COMPENSATION POLICIES AND TO MAKE AVAILABLE, UPON REQUEST, A REPORT OF THAT REVIEW BY JANUARY 1, 2007, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.	Shr	Against
05	PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD TO PUBLISH A REPORT TO SHAREHOLDERS WITHIN SIX MONTHS PROVIDING A SUMMARIZED LISTING AND ASSESSMENT OF CONCRETE STEPS CISCO COULD REASONABLY TAKE TO REDUCE THE LIKELIHOOD THAT ITS BUSINESS PRACTICES MIGHT ENABLE OR ENCOURAGE THE VIOLATION OF HUMAN RIGHTS, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.	Shr	Against

COLGATE-PALMOLIVE COMPANY

Agen

Security: 194162103  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: CL  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
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1A	ELECTION OF DIRECTOR: J.T. CAHILL	Mgmt	For
1B	ELECTION OF DIRECTOR: J.K. CONWAY	Mgmt	For
1C	ELECTION OF DIRECTOR: E.M. HANCOCK	Mgmt	For
1D	ELECTION OF DIRECTOR: D.W. JOHNSON	Mgmt	For
1E	ELECTION OF DIRECTOR: R.J. KOGAN	Mgmt	For
1F	ELECTION OF DIRECTOR: D.E. LEWIS	Mgmt	For
1G	ELECTION OF DIRECTOR: R. MARK	Mgmt	For
1H	ELECTION OF DIRECTOR: J.P. REINHARD	Mgmt	For
02	RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	STOCKHOLDER PROPOSAL ON SPECIAL SHAREHOLDER MEETINGS	Shr	For
04	STOCKHOLDER PROPOSAL ON EXECUTIVE COMPENSATION	Shr	For

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 COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2007  
 Ticker: CMCSA  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR S. DECKER ANSTROM KENNETH J. BACON SHELDON M. BONOVIKZ EDWARD D. BREEN JULIAN A. BRODSKY JOSEPH J. COLLINS J. MICHAEL COOK JEFFREY A. HONICKMAN BRIAN L. ROBERTS RALPH J. ROBERTS DR. JUDITH RODIN MICHAEL I. SOVERN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	INDEPENDENT AUDITORS	Mgmt	For
03	PREVENT THE ISSUANCE OF NEW STOCK OPTIONS	Shr	Against
04	REQUIRE THAT THE CHAIRMAN OF THE BOARD NOT BE AN EMPLOYEE	Shr	For

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05	REQUIRE SUSTAINABILITY REPORT	Shr	Against
06	ADOPT A RECAPITALIZATION PLAN	Shr	For
07	REQUIRE ANNUAL VOTE ON EXECUTIVE COMPENSATION	Shr	Against
08	REQUIRE PAY DIFFERENTIAL REPORT	Shr	Against
09	REQUIRE DISCLOSURE OF POLITICAL CONTRIBUTIONS	Shr	Against

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COMPANHIA VALE DO RIO DOCE

Agen

Security: 204412209  
 Meeting Type: Special  
 Meeting Date: 28-Dec-2006  
 Ticker: RIO  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	THE APPROVAL AND JUSTIFICATION FOR CONSOLIDATION OF CAEMI MINERACAO E METALURGIA S.A. ( CAEMI ), A WHOLLY OWNED SUBSIDIARY OF CVRD, PURSUANT TO ARTICLES 224 AND 225 OF THE BRAZILIAN CORPORATE LAW	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF THE EXPERTS TO APPRAISE THE VALUE OF THE COMPANY TO BE CONSOLIDATED	Mgmt	For
03	TO DECIDE ON THE APPRAISAL REPORT, PREPARED BY THE EXPERT APPRAISERS	Mgmt	For
04	THE APPROVAL FOR THE CONSOLIDATION OF CAEMI, WITHOUT A CAPITAL INCREASE OR THE ISSUANCE OF NEW SHARES BY THIS COMPANY	Mgmt	For
05	TO RATIFY THE ACQUISITION OF THE CONTROL OF INCO LTD., PURSUANT TO SECTION 1 OF ARTICLE 256 OF THE BRAZILIAN CORPORATE LAW	Mgmt	For
06	TO RATIFY THE APPOINTMENT OF A BOARD MEMBER, DULY NOMINATED DURING THE BOARD OF DIRECTORS MEETING HELD ON JUNE 21, 2006, IN ACCORDANCE WITH SECTION 10 OF ARTICLE 11 OF THE COMPANY S BY-LAWS	Mgmt	For

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COMPANHIA VALE DO RIO DOCE

Agen

Security: 204412209  
 Meeting Type: Special  
 Meeting Date: 27-Apr-2007  
 Ticker: RIO

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

ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPRECIATION OF THE MANagements REPORT AND ANALYSIS, DISCUSSION AND VOTE ON THE FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2006.	Mgmt	For
02	PROPOSAL FOR THE DESTINATION OF PROFITS OF THE SAID FISCAL YEAR AND APPROVAL OF THE INVESTMENT BUDGET OF THE COMPANY.	Mgmt	For
03	APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS.	Mgmt	For
04	APPOINTMENT OF THE MEMBERS OF THE FISCAL COUNCIL.	Mgmt	For
05	ESTABLISHMENT OF THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF EXECUTIVE OFFICERS AND THE FISCAL COUNCIL.	Mgmt	For
E1	PROPOSAL FOR THE CAPITAL INCREASE, THROUGH CAPITALIZATION OF RESERVES, WITHOUT THE ISSUANCE OF SHARES, AND THE CONSEQUENT CHANGE OF THE HEAD OF ARTICLE 5 OF THE COMPANY S BY-LAWS.	Mgmt	For

CYPRESS SEMICONDUCTOR CORPORATION

Agen

Security: 232806109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2007  
 Ticker: CY  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR T.J. RODGERS W. STEVE ALBRECHT ERIC A. BENHAMOU LLOYD CARNEY JAMES R. LONG J. DANIEL MCCRANIE EVERT VAN DE VEN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2007.	Mgmt	For
03	PROPOSAL TO AMEND THE 1994 STOCK PLAN.	Mgmt	For



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 DAVITA INC.

Agen

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 Security: 23918K108  
 Meeting Type: Annual  
 Meeting Date: 29-May-2007  
 Ticker: DVA  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CHARLES G. BERG	Mgmt	For
1B	ELECTION OF DIRECTOR: WILLARD W. BRITTAIN, JR.	Mgmt	For
1C	ELECTION OF DIRECTOR: NANCY-ANN DEPARLE	Mgmt	For
1D	ELECTION OF DIRECTOR: PETER T. GRAUER	Mgmt	For
1E	ELECTION OF DIRECTOR: JOHN M. NEHRA	Mgmt	For
1F	ELECTION OF DIRECTOR: WILLIAM L. ROPER, M.D.	Mgmt	For
1G	ELECTION OF DIRECTOR: KENT J. THIRY	Mgmt	For
1H	ELECTION OF DIRECTOR: ROGER J. VALINE	Mgmt	For
1I	ELECTION OF DIRECTOR: RICHARD C. VAUGHAN	Mgmt	For
02	APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, AS AMENDED	Mgmt	For
03	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF OUR EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
04	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF OUR 2002 EQUITY COMPENSATION PLAN	Mgmt	For
05	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007	Mgmt	For

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 DENTSPLY INTERNATIONAL INC.

Agen

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 Security: 249030107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2007  
 Ticker: XRAY  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PAULA H. CHOLMONDELEY	Mgmt	For

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	MICHAEL J. COLEMAN	Mgmt	For
	JOHN C. MILES II	Mgmt	Withheld
	W. KEITH SMITH	Mgmt	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt LLP, INDEPENDENT ACCOUNTANTS, TO AUDIT THE BOOKS AND ACCOUNTS OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2007.		For
03	PROPOSAL TO APPROVE AMENDMENTS TO THE 2002 EQUITY INCENTIVE PLAN.	Mgmt	For

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DOLLAR GENERAL CORPORATION Agen

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Security: 256669102  
Meeting Type: Special  
Meeting Date: 21-Jun-2007  
Ticker: DG  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE AGREEMENT AND PLAN OF MERGER	Mgmt	For
02	ADJOURNMENT AND POSTPONEMENT OF THE SPECIAL MEETING	Mgmt	For

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DRESSER-RAND GROUP, INC. Agen

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Security: 261608103  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: DRC  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM E. MACAULAY JEAN-PAUL VETTIER VINCENT R. VOLPE JR. MICHAEL L. UNDERWOOD PHILIP R, ROTH LOUIS A. RASPINO RITA V. FOLEY JOSEPH C. WINKLER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	RATIFY APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS DRG S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER	Mgmt	For

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31, 2007.

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 E\*TRADE FINANCIAL CORPORATION

Agen

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 Security: 269246104  
 Meeting Type: Annual  
 Meeting Date: 23-May-2007  
 Ticker: ETFC  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RONALD D. FISHER GEORGE A. HAYTER R. JARRETT LILIE DONNA L. WEAVER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT PUBLIC ACCOUNTANTS FOR THE COMPANY FOR FISCAL YEAR 2007.	Mgmt	For

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 EAGLE MATERIALS INC.

Agen

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 Security: 26969P108  
 Meeting Type: Annual  
 Meeting Date: 27-Jul-2006  
 Ticker: EXP  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR F. WILLIAM BARNETT O.G. DAGNAN DAVID W. QUINN	Mgmt Mgmt Mgmt	For Withheld Withheld
02	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR 2007.	Mgmt	For

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 ECOLAB INC.

Agen

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 Security: 278865100  
 Meeting Type: Annual  
 Meeting Date: 04-May-2007  
 Ticker: ECL

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

ISIN:

Prop. #	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RICHARD U. DE SCHUTTER JOEL W. JOHNSON BETH M. PRITCHARD HANS VAN BYLEN	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFY APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

EDWARDS LIFESCIENCES CORPORATION

Agen

Security: 28176E108  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: EW  
ISIN:

Prop. #	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT A. INGRAM VERNON R. LOUCKS JR.	Mgmt Mgmt	For For
02	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE LONG-TERM STOCK INCENTIVE COMPENSATION PROGRAM	Mgmt	For
03	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE 2001 EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
04	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

ELI LILLY AND COMPANY

Agen

Security: 532457108  
Meeting Type: Annual  
Meeting Date: 16-Apr-2007  
Ticker: LLY  
ISIN:

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

01	DIRECTOR W. BISCHOFF J.M. COOK F.G. PRENDERGAST K.P. SEIFERT	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITORS FOR 2007.	Mgmt	For
03	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF DIRECTORS.	Mgmt	For
04	REAPPROVE PERFORMANCE GOALS FOR THE COMPANY S STOCK PLANS.	Mgmt	For
05	PROPOSAL BY SHAREHOLDERS ON EXTENDING THE COMPANY S ANIMAL CARE AND USE POLICY TO CONTRACT LABS.	Shr	Against
06	PROPOSAL BY SHAREHOLDERS ON INTERNATIONAL OUTSOURCING OF ANIMAL RESEARCH.	Shr	Against
07	PROPOSAL BY SHAREHOLDERS ON SEPARATING THE ROLES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.	Shr	For
08	PROPOSAL BY SHAREHOLDERS ON AMENDING THE ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO AMEND THE BYLAWS.	Shr	For
09	PROPOSAL BY SHAREHOLDERS ON ADOPTING A SIMPLE MAJORITY VOTE STANDARD.	Shr	For

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 EMC CORPORATION

Agen-----

Security: 268648102  
 Meeting Type: Annual  
 Meeting Date: 03-May-2007  
 Ticker: EMC  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL W. BROWN JOHN R. EGAN DAVID N. STROHM	Mgmt Mgmt Mgmt	For For For
02	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS EMC S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For
03	TO APPROVE AN AMENDED AND RESTATED EMC CORPORATION 2003 STOCK PLAN TO INCREASE BY 100,000,000.	Mgmt	For

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04	TO APPROVE AN AMENDMENT TO EMC S 1989 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE BY 25,000,000.	Mgmt	For
05	TO ELIMINATE EMC S CLASSIFIED BOARD STRUCTURE AND PROVIDE FOR THE ANNUAL ELECTION OF EACH DIRECTOR.	Mgmt	For
06	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO EMC S AUDIT COMMITTEE, AS DESCRIBED IN EMC S PROXY STATEMENT.	Shr	Against
07	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO ELECTION OF DIRECTORS BY MAJORITY VOTE, AS DESCRIBED IN EMC S PROXY STATEMENT.	Shr	Against
08	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO SIMPLE MAJORITY VOTE, AS DESCRIBED IN EMC S PROXY STATEMENT.	Shr	For
09	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO PAY-FOR-SUPERIOR PERFORMANCE, AS DESCRIBED IN EMC S PROXY STATEMENT.	Shr	Against

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 EMERSON ELECTRIC CO.

Agen

Security: 291011104  
 Meeting Type: Annual  
 Meeting Date: 06-Feb-2007  
 Ticker: EMR  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR C. FERNANDEZ G W. J. GALVIN R. L. RIDGWAY R. L. STEPHENSON	Mgmt Mgmt Mgmt Mgmt	Withheld For For For
02	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

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 EQUIFAX INC.

Agen

Security: 294429105  
 Meeting Type: Annual  
 Meeting Date: 04-May-2007  
 Ticker: EFX  
 ISIN:

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

		Type	
01	DIRECTOR JOHN L. CLENDENIN A. WILLIAM DAHLBERG ROBERT D. DALEO L. PHILLIP HUMANN	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS EQUIFAX S INDEPENDENT AUDITOR FOR 2007.	Mgmt	For

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FEDERATED DEPARTMENT STORES, INC.

Agen

Security: 31410H101  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: FD  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR SARA LEVINSON JOSEPH NEUBAUER JOSEPH PICHLER JOYCE M. ROCHE KARL VON DER HEYDEN CRAIG E. WEATHERUP	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS FEDERATED S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2008.	Mgmt	For
03	TO APPROVE AN AMENDMENT TO FEDERATED S CERTIFICATE OF INCORPORATION TO CHANGE THE CORPORATE NAME.	Mgmt	For
04	TO APPROVE FEDERATED S 1992 INCENTIVE BONUS PLAN, AS AMENDED.	Mgmt	For
05	TO APPROVE THE ISSUANCE OF COMMON STOCK UNDER THE DIRECTOR DEFERRED COMPENSATION PLAN.	Mgmt	For

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FIDELITY NAT'L INFORMATION SERVICES

Agen

Security: 31620M106  
Meeting Type: Annual  
Meeting Date: 23-May-2007  
Ticker: FIS  
ISIN:

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

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LEE A. KENNEDY KEITH W. HUGHES JAMES K. HUNT RICHARD N. MASSEY	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR.	Mgmt	For

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FISHER SCIENTIFIC INTERNATIONAL INC.

Agen

Security: 338032204  
Meeting Type: Special  
Meeting Date: 30-Aug-2006  
Ticker: FSH  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL AND ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 7, 2006, BY AND AMONG THERMO ELECTRON CORPORATION, TRUMPET MERGER CORPORATION AND FISHER.	Mgmt	For
02	ADJOURNMENT OF THE FISHER SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES.	Mgmt	For

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FOSTER WHEELER LTD.

Agen

Security: G36535139  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: FWLT  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR EUGENE D. ATKINSON STEPHANIE HANBURY-BROWN	Mgmt Mgmt	For For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS FOSTER WHEELER LTD. S INDEPENDENT AUDITORS AND AUTHORIZATION OF THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET THE INDEPENDENT AUDITORS REMUNERATION, IN	Mgmt	For



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

EACH CASE FOR THE FISCAL YEAR ENDING DECEMBER  
28, 2007.

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GAMESTOP CORP.

Agen

Security: 36467W109  
Meeting Type: Annual  
Meeting Date: 28-Jun-2007  
Ticker: GME  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR R. RICHARD FONTAINE JEROME L. DAVIS STEPHANIE M. SHERN STEVEN R. KOONIN	Mgmt Mgmt Mgmt Mgmt	For For For For
02	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE AMENDED AND RESTATED GAMESTOP CORP. 2001 INCENTIVE PLAN.	Mgmt	For
03	PROPOSAL TO RATIFY THE APPOINTMENT OF BDO SEIDMAN, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2008.	Mgmt	For

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GENERAL DYNAMICS CORPORATION

Agen

Security: 369550108  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: GD  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: N.D. CHABRAJA	Mgmt	For
1B	ELECTION OF DIRECTOR: J.S. CROWN	Mgmt	For
1C	ELECTION OF DIRECTOR: W.P. FRICKS	Mgmt	For
1D	ELECTION OF DIRECTOR: C.H. GOODMAN	Mgmt	For
1E	ELECTION OF DIRECTOR: J.L. JOHNSON	Mgmt	For
1F	ELECTION OF DIRECTOR: G.A. JOULWAN	Mgmt	For

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1G	ELECTION OF DIRECTOR: P.G. KAMINSKI	Mgmt	For
1H	ELECTION OF DIRECTOR: J.M. KEANE	Mgmt	For
1I	ELECTION OF DIRECTOR: D.J. LUCAS	Mgmt	For
1J	ELECTION OF DIRECTOR: L.L. LYLES	Mgmt	For
1K	ELECTION OF DIRECTOR: C.E. MUNDY, JR.	Mgmt	For
1L	ELECTION OF DIRECTOR: R. WALMSLEY	Mgmt	For
02	SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL WITH REGARD TO PAY-FOR-SUPERIOR-PERFORMANCE STANDARD	Shr	For
04	SHAREHOLDER PROPOSAL WITH REGARD TO PERFORMANCE BASED STOCK OPTIONS	Shr	For

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GOOGLE INC.

Agen

Security: 38259P508  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: GOOG  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ERIC SCHMIDT SERGEY BRIN LARRY PAGE L. JOHN DOERR JOHN L. HENNESSY ARTHUR D. LEVINSON ANN MATHER PAUL S. OTELLINI K. RAM SHRIRAM SHIRLEY M. TILGHMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GOOGLE INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For
03	APPROVAL OF AN AMENDMENT TO GOOGLE S 2004 STOCK PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK ISSUABLE THEREUNDER BY 4,500,000.	Mgmt	Against
04	APPROVAL OF GOOGLE S EXECUTIVE BONUS PLAN.	Mgmt	For
05	STOCKHOLDER PROPOSAL TO REQUEST THAT MANAGEMENT INSTITUTE POLICIES TO HELP PROTECT FREEDOM	Shr	Against

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HALLIBURTON COMPANY Agen

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Security: 406216101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2007  
 Ticker: HAL  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: K.M. BADER	Mgmt	For
1B	ELECTION OF DIRECTOR: A.M. BENNETT	Mgmt	For
1C	ELECTION OF DIRECTOR: J.R. BOYD	Mgmt	For
1D	ELECTION OF DIRECTOR: M. CARROLL	Mgmt	For
1E	ELECTION OF DIRECTOR: R.L. CRANDALL	Mgmt	For
1F	ELECTION OF DIRECTOR: K.T DERR	Mgmt	For
1G	ELECTION OF DIRECTOR: S.M. GILLIS	Mgmt	For
1H	ELECTION OF DIRECTOR: W.R. HOWELL	Mgmt	For
1I	ELECTION OF DIRECTOR: D.J. LESAR	Mgmt	For
1J	ELECTION OF DIRECTOR: J.L. MARTIN	Mgmt	For
1K	ELECTION OF DIRECTOR: J.A. PRECOURT	Mgmt	For
1L	ELECTION OF DIRECTOR: D.L. REED	Mgmt	For
02	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	Mgmt	For
03	PROPOSAL ON HUMAN RIGHTS REVIEW.	Shr	Against
04	PROPOSAL ON POLITICAL CONTRIBUTIONS.	Shr	Against
05	PROPOSAL ON STOCKHOLDER RIGHTS PLAN.	Shr	Against

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HARRIS CORPORATION Agen

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Security: 413875105  
 Meeting Type: Annual  
 Meeting Date: 27-Oct-2006  
 Ticker: HRS  
 ISIN:

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

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR TERRY D. GROWCOCK LESLIE F. KENNE DAVID B. RICKARD GREGORY T. SWIENTON	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS	Mgmt	For

HENRY SCHEIN, INC.

Agen

Security: 806407102  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: HSIC  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STANLEY M. BERGMAN GERALD A. BENJAMIN JAMES P. BRESLAWSKI MARK E. MLOTEK STEVEN PALADINO BARRY J. ALPERIN PAUL BRONS DR. MARGARET A. HAMBURG DONALD J. KABAT PHILIP A. LASKAWY NORMAN S. MATTHEWS MARVIN H. SCHEIN DR. LOUIS W. SULLIVAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For
02	PROPOSAL TO AMEND AND RESTATE THE COMPANY S 1994 STOCK INCENTIVE PLAN.	Mgmt	For
03	PROPOSAL TO RATIFY THE SELECTION OF BDO SEIDMAN, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 29, 2007.	Mgmt	For

HEWLETT-PACKARD COMPANY

Agen

Security: 428236103  
Meeting Type: Annual  
Meeting Date: 14-Mar-2007

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

Ticker: HPQ

ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: L.T. BABBIO, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: S.M. BALDAUF	Mgmt	For
1C	ELECTION OF DIRECTOR: R.A. HACKBORN	Mgmt	For
1D	ELECTION OF DIRECTOR: J.H. HAMMERGREN	Mgmt	For
1E	ELECTION OF DIRECTOR: M.V. HURD	Mgmt	For
1F	ELECTION OF DIRECTOR: R.L. RYAN	Mgmt	For
1G	ELECTION OF DIRECTOR: L.S. SALHANY	Mgmt	For
1H	ELECTION OF DIRECTOR: G.K. THOMPSON	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31, 2007	Mgmt	For
03	STOCKHOLDER PROPOSAL RELATING TO STOCKHOLDER NOMINEES FOR ELECTION TO THE BOARD OF DIRECTORS OF HEWLETT-PACKARD COMPANY	Shr	For
04	STOCKHOLDER PROPOSAL ENTITLED SEPARATE THE ROLES OF CEO AND CHAIRMAN	Shr	Against
05	STOCKHOLDER PROPOSAL ENTITLED SUBJECT ANY FUTURE POISON PILL TO SHAREHOLDER VOTE	Shr	For
06	STOCKHOLDER PROPOSAL ENTITLED LINK PAY TO PERFORMANCE	Shr	For

J.CREW GROUP, INC.

Agen

Security: 46612H402  
 Meeting Type: Annual  
 Meeting Date: 12-Jun-2007  
 Ticker: JCG  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR HEATHER REISMAN STUART SLOAN	Mgmt Mgmt	For For
02	APPROVE THE J.CREW 2007 ASSOCIATE STOCK PURCHASE PLAN.	Mgmt	For

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

03      RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY      Mgmt      For  
          S INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
          FIRM FOR FISCAL YEAR 2007.

JOHNSON & JOHNSON

Agen

Security: 478160104  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: JNJ  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MARY S. COLEMAN JAMES G. CULLEN MICHAEL M.E. JOHNS ARNOLD G. LANGBO SUSAN L. LINDQUIST LEO F. MULLIN CHRISTINE A. POON CHARLES PRINCE STEVEN S REINEMUND DAVID SATCHER WILLIAM C. WELDON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	PROPOSAL ON MAJORITY VOTING REQUIREMENTS FOR DIRECTOR NOMINEES	Shr	Against
04	PROPOSAL ON SUPPLEMENTAL RETIREMENT PLAN	Shr	For

KELLOGG COMPANY

Agen

Security: 487836108  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2007  
 Ticker: K  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BENJAMIN S. CARSON, SR. GORDON GUND DOROTHY A. JOHNSON	Mgmt Mgmt Mgmt	For For For

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	A. MCLAUGHLIN KOROLOGOS	Mgmt	For
02	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR 2007	Mgmt	For
03	SHAREOWNER PROPOSAL TO PREPARE A SUSTAINABILITY REPORT	Shr	Against
04	SHAREOWNER PROPOSAL TO ENACT A MAJORITY VOTE REQUIREMENT	Shr	Against

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KLA-TENCOR CORPORATION

Agen

Security: 482480100  
 Meeting Type: Annual  
 Meeting Date: 29-Mar-2007  
 Ticker: KLAC  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR H. RAYMOND BINGHAM** ROBERT T. BOND** DAVID C. WANG** ROBERT M. CALDERONI*	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 30, 2007.	Mgmt	For

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L-3 COMMUNICATIONS HOLDINGS, INC.

Agen

Security: 502424104  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2007  
 Ticker: LLL  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL T. STRIANESE CLAUDE R. CANIZARES THOMAS A. CORCORAN ALAN H. WASHKOWITZ	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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LIBERTY MEDIA CORPORATION

Agen

Security: 53071M104  
 Meeting Type: Annual  
 Meeting Date: 01-May-2007  
 Ticker: LINTA  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	THE INCENTIVE PLAN PROPOSAL	Mgmt	Against
02	DIRECTOR ROBERT R. BENNETT PAUL A. GOULD JOHN C. MALONE	Mgmt Mgmt Mgmt	For For Withheld
03	THE AUDITORS RATIFICATION PROPOSAL	Mgmt	For

LINCARE HOLDINGS INC.

Agen

Security: 532791100  
 Meeting Type: Annual  
 Meeting Date: 07-May-2007  
 Ticker: LNCR  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR J.P. BYRNES S.H. ALTMAN, PH.D. C.B. BLACK F.D. BYRNE, M.D. W.F. MILLER, III	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	APPROVAL OF THE COMPANY S 2007 STOCK PLAN.	Mgmt	Against
03	SHAREHOLDER PROPOSAL - BOARD DIVERSITY.	Shr	Against

LINEAR TECHNOLOGY CORPORATION

Agen

Security: 535678106  
 Meeting Type: Annual  
 Meeting Date: 01-Nov-2006



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

Ticker: LLTC

ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT H. SWANSON, JR. DAVID S. LEE LOTHAR MAIER RICHARD M. MOLEY THOMAS S. VOLPE	Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld For For For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 1, 2007.	Mgmt	For

LOEWS CORPORATION

Agen

Security: 540424207  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: CG  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR A.E. BERMAN J.L. BOWER C.M. DIKER P.J. FRIBOURG W.L. HARRIS P.A. LASKAWY G.R. SCOTT A.H. TISCH J.S. TISCH J.M. TISCH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RATIFY DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS	Mgmt	For
03	APPROVE PROPOSED AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS	Mgmt	For
04	SHAREHOLDER PROPOSAL - CUMULATIVE VOTING	Shr	Against
05	SHAREHOLDER PROPOSAL - PRODUCTION, PROMOTION AND MARKETING OF TOBACCO PRODUCTS	Shr	Against

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

MARRIOTT INTERNATIONAL, INC.

Agen

Security: 571903202  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2007  
 Ticker: MAR  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: J.W. MARRIOTT, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN W. MARRIOTT III	Mgmt	For
1C	ELECTION OF DIRECTOR: RICHARD S. BRADDOCK	Mgmt	For
1D	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Mgmt	For
1E	ELECTION OF DIRECTOR: DEBRA L. LEE	Mgmt	For
1F	ELECTION OF DIRECTOR: FLORETTA DUKES MCKENZIE	Mgmt	For
1G	ELECTION OF DIRECTOR: GEORGE MUNOZ	Mgmt	For
1H	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Mgmt	For
1I	ELECTION OF DIRECTOR: HARRY J. PEARCE	Mgmt	For
1J	ELECTION OF DIRECTOR: WILLIAM J. SHAW	Mgmt	For
1K	ELECTION OF DIRECTOR: LAWRENCE M. SMALL	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

MELLON FINANCIAL CORPORATION

Agen

Security: 58551A108  
 Meeting Type: Annual  
 Meeting Date: 17-Apr-2007  
 Ticker: MEL  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JARED L. COHON IRA J. GUMBERG ROBERT P. KELLY DAVID S. SHAPIRA JOHN P. SURMA	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld
02	PROPOSAL TO AMEND THE BY-LAWS OF MELLON FINANCIAL CORPORATION.	Mgmt	For

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03	PROPOSAL TO APPROVE THE ADOPTION OF AMENDMENTS TO MELLON FINANCIAL CORPORATION LONG TERM PROFIT INCENTIVE PLAN (2004).	Mgmt	For
04	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANTS.	Mgmt	For

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MELLON FINANCIAL CORPORATION

Agen

Security: 58551A108  
Meeting Type: Special  
Meeting Date: 24-May-2007  
Ticker: MEL  
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO ADOPT THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 3, 2006, AND AMENDED AND RESTATED AS OF FEBRUARY 23, 2007, AND FURTHER AMENDED AND RESTATED AS OF MARCH 30, 2007, BY AND BETWEEN MELLON FINANCIAL CORPORATION, THE BANK OF NEW YORK COMPANY, INC. AND THE BANK OF NEW YORK MELLON CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	Against
02	TO APPROVE A PROVISION IN THE CERTIFICATE OF INCORPORATION OF NEWCO REQUIRING THE AFFIRMATIVE VOTE OF THE HOLDERS OF AT LEAST 75 PERCENT OF THE VOTING POWER REPRESENTED BY THE OUTSTANDING VOTING SHARES OF NEWCO, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For
03	TO APPROVE THE NUMBER OF AUTHORIZED SHARES OF NEWCO CAPITAL STOCK AS SET FORTH IN NEWCO S CERTIFICATE OF INCORPORATION.	Mgmt	For
04	TO ADJOURN THE MELLON SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES.	Mgmt	For

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MEMC ELECTRONIC MATERIALS, INC.

Agen

Security: 552715104  
Meeting Type: Annual  
Meeting Date: 25-Oct-2006  
Ticker: WFR  
ISIN:

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

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT J. BOEHLKE C. DOUGLAS MARSH	Mgmt Mgmt	For For

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MEMC ELECTRONIC MATERIALS, INC.

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Agen

Security: 552715104  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: WFR  
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN MARREN WILLIAM E. STEVENS JAMES B. WILLIAMS	Mgmt Mgmt Mgmt	Withheld For For
02	APPROVAL OF AMENDMENT TO 2001 PLAN.	Mgmt	For

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MICROCHIP TECHNOLOGY INCORPORATED

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Agen

Security: 595017104  
Meeting Type: Annual  
Meeting Date: 18-Aug-2006  
Ticker: MCHP  
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEVE SANGHI ALBERT J. HUGO-MARTINEZ L.B. DAY MATTHEW W. CHAPMAN WADE F. MEYERCORD	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	PROPOSAL TO APPROVE AN AMENDMENT TO OUR 2004 EQUITY INCENTIVE PLAN THAT WILL REMOVE THE 30% LIMITATION ON THE NUMBER OF SHARES THAT CAN BE GRANTED AS RESTRICTED STOCK UNITS SO THAT WE CAN CONTINUE GRANTING RESTRICTED STOCK UNITS INSTEAD OF STOCK OPTIONS AS OUR PRIMARY EQUITY COMPENSATION INCENTIVE.	Mgmt	For
03	PROPOSAL TO APPROVE AN EXECUTIVE MANAGEMENT	Mgmt	For

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

INCENTIVE COMPENSATION PLAN TO REPLACE OUR EXISTING PLAN AS IT APPLIES TO EXECUTIVE OFFICERS IN ORDER TO ENHANCE OUR ABILITY TO OBTAIN TAX DEDUCTIONS FOR PERFORMANCE-BASED COMPENSATION UNDER 162(M) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED.

04	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF MICROCHIP FOR THE FISCAL YEAR ENDING MARCH 31, 2007.	Mgmt	For
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MICRON TECHNOLOGY, INC. Agen

Security: 595112103  
 Meeting Type: Annual  
 Meeting Date: 05-Dec-2006  
 Ticker: MU  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEVEN R. APPLETON TERUAKI AOKI JAMES W. BAGLEY MERCEDES JOHNSON LAWRENCE N. MONDRY GORDON C. SMITH ROBERT E. SWITZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	PROPOSAL BY THE COMPANY TO APPROVE AN AMENDMENT TO THE COMPANY S 2004 EQUITY INCENTIVE PLAN INCREASING THE NUMBER OF SHARES RESERVED FOR ISSUANCE THEREUNDER BY 30,000,000	Mgmt	For
03	PROPOSAL BY THE COMPANY TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING AUGUST 30, 2007	Mgmt	For
04	TO ACT UPON A SHAREHOLDER PROPOSAL IF PROPERLY PRESENTED AT THE MEETING	Shr	Against

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MONEYGRAM INTERNATIONAL, INC. Agen

Security: 60935Y109  
 Meeting Type: Annual  
 Meeting Date: 09-May-2007  
 Ticker: MGI  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JESS T. HAY LINDA JOHNSON RICE ALBERT M. TEPLIN TIMOTHY R. WALLACE	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For

NCR CORPORATION

Agen

Security: 62886E108  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: NCR  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR EDWARD P. BOYKIN* LINDA FAYNE LEVINSON* VICTOR L. LUND* GARY DAICHENDT**	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For

NESTLE S.A.

Agen

Security: 641069406  
Meeting Type: Annual  
Meeting Date: 19-Apr-2007  
Ticker: NSRGY  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE 2006 ANNUAL REPORT, OF THE ACCOUNTS OF NESTLE S.A. AND OF THE CONSOLIDATED ACCOUNTS OF THE NESTLE GROUP.*	Mgmt	No vote
02	RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT.	Mgmt	No vote

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03	APPROVAL OF THE APPROPRIATION OF PROFITS RESULTING FROM THE BALANCE SHEET OF NESTLE S.A., AS SET FORTH IN THE INVITATION	Mgmt	No vote
04	CAPITAL REDUCTION AND CONSEQUENT AMENDMENT TO ARTICLE 5 OF THE ARTICLES OF ASSOCIATION, AS SET FORTH IN THE INVITATION.	Mgmt	No vote
5A	RE-ELECTION OF MR. PETER BRABECK-LETMATHE, TO THE BOARD OF DIRECTORS FOR A TERM OF FIVE (5) YEARS.	Mgmt	No vote
5B	RE-ELECTION MR. EDWARD GEORGE (LORD GEORGE), TO THE BOARD OF DIRECTORS FOR A TERM OF FOUR (4) YEARS.	Mgmt	No vote
06	MARK THE FOR BOX AT RIGHT IF YOU WISH TO GIVE A PROXY TO THE INDEPENDENT REPRESENTATIVE, MR. JEAN-LUDOVIC HARTMANN (AS FURTHER DISCUSSED IN THE COMPANY S INVITATION).	Mgmt	No vote

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 NETWORK APPLIANCE, INC.

Agen

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 Security: 64120L104  
 Meeting Type: Annual  
 Meeting Date: 31-Aug-2006  
 Ticker: NTAP  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DANIEL J. WARMENHOVEN DONALD T. VALENTINE JEFFRY R. ALLEN CAROL A. BARTZ ALAN L. EARHART EDWARD KOZEL MARK LESLIE NICHOLAS G. MOORE GEORGE T. SHAHEEN ROBERT T. WALL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	APPROVE THE COMPANY S AMENDED 1999 STOCK INCENTIVE PLAN, WHICH INCLUDES A PROPOSED INCREASE OF THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED THEREUNDER BY 10,900,000.	Mgmt	For
03	APPROVE THE COMPANY S AMENDED 1999 PLAN TO INCREASE DIRECTOR COMPENSATION UNDER THE AUTOMATIC OPTION GRANT PROGRAM FROM AN OPTION TO PURCHASE 15,000 SHARES TO AN OPTION TO PURCHASE 20,000 SHARES.	Mgmt	For
04	APPROVE A 1,600,000 SHARE INCREASE IN THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK AUTHORIZED	Mgmt	For

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FOR ISSUANCE UNDER THE COMPANY S EMPLOYEE STOCK  
PURCHASE PLAN.

05	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING APRIL 27, 2007.	Mgmt	For
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NEWMONT MINING CORPORATION

Agen

Security: 651639106  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: NEM  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR G.A. BARTON V.A. CALARCO N. DOYLE V.M. HAGEN M.S. HAMSON P. LASSONDE R.J. MILLER W.W. MURDY R.A. PLUMBRIDGE J.B. PRESCOTT D.C. ROTH J.V. TARANIK	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld For For For For For For For For For Withheld Withheld For
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
03	STOCKHOLDER PROPOSAL REGARDING NEWMONT S INDONESIA OPERATIONS, IF INTRODUCED AT THE MEETING.	Shr	Against
04	STOCKHOLDER PROPOSAL REGARDING A REPORT TO STOCKHOLDERS REGARDING NEWMONT S POLICIES AND PRACTICES IN COMMUNITIES AROUND ITS OPERATIONS, IF INTRODUCED AT THE MEETING.	Shr	For
05	STOCKHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN.	Shr	For

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NIKE, INC.

Agen

Security: 654106103  
Meeting Type: Annual  
Meeting Date: 18-Sep-2006  
Ticker: NKE  
ISIN:



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

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JILL K. CONWAY ALAN B. GRAF, JR. JEANNE P. JACKSON	Mgmt Mgmt Mgmt	For For For
02	SHAREHOLDER PROPOSAL REGARDING CHARITABLE CONTRIBUTIONS REPORT.	Shr	Against
03	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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NOVARTIS AG

Agen

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Security: 66987V109  
Meeting Type: Annual  
Meeting Date: 06-Mar-2007  
Ticker: NVS  
ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NOVARTIS AG AND THE GROUP CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2006.	Mgmt	No vote
02	APPROVAL OF THE ACTIVITIES OF THE BOARD OF DIRECTORS	Mgmt	No vote
03	APPROPRIATION OF AVAILABLE EARNINGS OF NOVARTIS AG AS PER BALANCE SHEET AND DECLARATION OF DIVIDEND	Mgmt	No vote
4A	ELECTION TO THE BOARD OF DIRECTORS: RE-ELECTION OF HANS-JOERG RUDLOFF FOR A THREE-YEAR TERM	Mgmt	No vote
4B	ELECTION TO THE BOARD OF DIRECTORS: RE-ELECTION OF DR. DANIEL VASELLA FOR A THREE-YEAR TERM	Mgmt	No vote
4C	ELECTION TO THE BOARD OF DIRECTORS: ELECTION OF NEW MEMBER MARJORIE M. YANG FOR A TERM OF OFFICE BEGINNING ON 1 JANUARY 2008 AND ENDING ON THE DAY OF THE AGM IN 2010	Mgmt	No vote
05	APPOINTMENT OF THE AUDITORS AND THE GROUP AUDITORS	Mgmt	No vote
06	VOTES REGARDING ADDITIONAL AND/OR COUNTER-PROPOSALS AT THE AGM OF NOVARTIS AG IF YOU GIVE NO INSTRUCTIONS ON AGENDA ITEM 6, YOUR VOTES WILL BE CAST IN ACCORDANCE WITH THE PROPOSALS OF THE BOARD OF DIRECTORS. MARKING THE BOX FOR IS A VOTE FOR THE PROPOSALS OF THE BOARD. MARKING THE BOX AGAINST OR ABSTAIN IS A VOTE TO ABSTAIN	Mgmt	No vote

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NRG ENERGY, INC.

Agen

Security: 629377508  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2007  
 Ticker: NRG  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DAVID CRANE STEPHEN L. CROPPER MAUREEN MISKOVIC THOMAS H. WEIDEMEYER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

NVIDIA CORPORATION

Agen

Security: 67066G104  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2007  
 Ticker: NVDA  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES C. GAITHER JEN-HSUN HUANG A. BROOKE SEAWELL	Mgmt Mgmt Mgmt	Withheld For For
02	TO APPROVE THE NVIDIA CORPORATION 2007 EQUITY INCENTIVE PLAN.	Mgmt	Against
03	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 27, 2008.	Mgmt	For

ORACLE CORPORATION

Agen

Security: 68389X105

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Meeting Type: Annual  
 Meeting Date: 09-Oct-2006  
 Ticker: ORCL  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JEFFREY O. HENLEY LAWRENCE J. ELLISON DONALD L. LUCAS MICHAEL J. BOSKIN JACK F. KEMP JEFFREY S. BERG SAFRA A. CATZ HECTOR GARCIA-MOLINA H. RAYMOND BINGHAM CHARLES E. PHILLIPS, JR NAOMI O. SELIGMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld For For For For For For
02	PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF THE FISCAL YEAR 2007 EXECUTIVE BONUS PLAN.	Mgmt	For
03	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING MAY 31, 2007.	Mgmt	For
04	PROPOSAL FOR THE APPROVAL OF THE AMENDED AND RESTATED 1993 DIRECTORS STOCK PLAN.	Mgmt	For

PAYCHEX, INC.

Agen

Security: 704326107  
 Meeting Type: Annual  
 Meeting Date: 05-Oct-2006  
 Ticker: PAYX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1 A	ELECTION OF DIRECTOR: B. THOMAS GOLISANO	Mgmt	For
1 B	ELECTION OF DIRECTOR: DAVID J.S. FLASCHEN	Mgmt	For
1 C	ELECTION OF DIRECTOR: PHILLIP HORSLEY	Mgmt	For
1 D	ELECTION OF DIRECTOR: GRANT M. INMAN	Mgmt	For
1 E	ELECTION OF DIRECTOR: PAMELA A. JOSEPH	Mgmt	For
1 F	ELECTION OF DIRECTOR: JONATHAN J. JUDGE	Mgmt	For
1 G	ELECTION OF DIRECTOR: JOSEPH M. TUCCI	Mgmt	For

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 QUALCOMM INCORPORATED  
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Agen

Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 13-Mar-2007  
 Ticker: QCOM  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BARBARA T. ALEXANDER RAYMOND V. DITTAMORE IRWIN MARK JACOBS SHERRY LANSING PETER M. SACERDOTE MARC I. STERN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE COMPANY S FISCAL YEAR ENDING SEPTEMBER 30, 2007.	Mgmt	For

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 RESEARCH IN MOTION LIMITED  
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Agen

Security: 760975102  
 Meeting Type: Annual  
 Meeting Date: 18-Jul-2006  
 Ticker: RIMM  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO ELECT AS DIRECTORS, MICHAEL LAZARIDIS, JAMES BALSILLIE, DOUGLAS FREGIN, KENDALL CORK, JAMES ESTILL, JOHN RICHARDSON AND DR. DOUGLAS WRIGHT.	Mgmt	For
02	TO APPOINT ERNST AND YOUNG LLP AS AUDITORS OF THE COMPANY AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For

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 ROCKWELL COLLINS, INC.  
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Agen

Security: 774341101  
 Meeting Type: Annual

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

Meeting Date: 13-Feb-2007  
 Ticker: COL  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR D.R. BEALL M. DONEGAN A.J. POLICANO	Mgmt Mgmt Mgmt	For For For
02	THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR AUDITORS FOR FISCAL YEAR 2007.	Mgmt	For

SAFEWAY INC.

Agen

Security: 786514208  
 Meeting Type: Annual  
 Meeting Date: 16-May-2007  
 Ticker: SWY  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: STEVEN A. BURD	Mgmt	For
1B	ELECTION OF DIRECTOR: JANET E. GROVE	Mgmt	For
1C	ELECTION OF DIRECTOR: MOHAN GYANI	Mgmt	For
1D	ELECTION OF DIRECTOR: PAUL HAZEN	Mgmt	For
1E	ELECTION OF DIRECTOR: ROBERT I. MACDONNELL	Mgmt	For
1F	ELECTION OF DIRECTOR: DOUGLAS J. MACKENZIE	Mgmt	For
1G	ELECTION OF DIRECTOR: REBECCA A. STIRN	Mgmt	For
1H	ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER	Mgmt	For
1I	ELECTION OF DIRECTOR: RAYMOND G. VIAULT	Mgmt	For
02	APPROVAL OF SAFEWAY INC. 2007 EQUITY AND INCENTIVE AWARD PLAN.	Mgmt	For
03	APPROVAL OF AMENDED AND RESTATED CAPITAL PERFORMANCE BONUS PLAN FOR EXECUTIVE OFFICERS AND KEY EMPLOYEES OF SAFEWAY INC.	Mgmt	For
04	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007.	Mgmt	For
05	STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING.	Shr	For

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

06	STOCKHOLDER PROPOSAL REQUESTING THAT AN INDEPENDENT DIRECTOR SERVE AS CHAIRMAN OF THE BOARD.	Shr	Against
07	STOCKHOLDER PROPOSAL REQUESTING THE LABELING OF PRODUCTS OF CLONING OR GENETIC ENGINEERING.	Shr	Against
08	STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A SUSTAINABILITY REPORT.	Shr	Against
09	STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A REPORT ON CONTROLLED-ATMOSPHERE KILLING.	Shr	Against

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SAKS INCORPORATED

Agen

Security: 79377W108  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2007  
 Ticker: SKS  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STANTON J. BLUESTONE* ROBERT B. CARTER** DONALD E. HESS**	Mgmt Mgmt Mgmt	For For For
02	PROPOSAL TO APPROVE THE SAKS INCORPORATED 2007 SENIOR EXECUTIVE BONUS PLAN.	Mgmt	For
03	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY.	Mgmt	For
04	PROPOSAL BY A SHAREHOLDER- CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS.	Shr	For

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SCHLUMBERGER LIMITED (SCHLUMBERGER N

Agen

Security: 806857108  
 Meeting Type: Annual  
 Meeting Date: 11-Apr-2007  
 Ticker: SLB  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR P. CAMUS	Mgmt	For

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

	J.S. GORELICK	Mgmt	For
	A. GOULD	Mgmt	For
	T. ISAAC	Mgmt	For
	N. KUDRYAVTSEV	Mgmt	For
	A. LAJOUS	Mgmt	For
	M.E. MARKS	Mgmt	For
	D. PRIMAT	Mgmt	For
	L.R. REIF	Mgmt	For
	T.I. SANDVOLD	Mgmt	For
	N. SEYDOUX	Mgmt	For
	L.G. STUNTZ	Mgmt	For
	R. TALWAR	Mgmt	For
02	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS.	Mgmt	For
03	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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 SEAGATE TECHNOLOGY

Agen

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 Security: G7945J104  
 Meeting Type: Annual  
 Meeting Date: 26-Oct-2006  
 Ticker: STX  
 ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECT FRANK J. BIONDI, JR. AS A DIRECTOR.	Mgmt	For
1B	ELECT WILLIAM W. BRADLEY AS A DIRECTOR.	Mgmt	For
1C	ELECT MICHAEL R. CANNON AS A DIRECTOR.	Mgmt	For
1D	ELECT JAMES A. DAVIDSON AS A DIRECTOR.	Mgmt	For
1E	ELECT DONALD E. KIERNAN AS A DIRECTOR.	Mgmt	For
1F	ELECT STEPHEN J. LUCZO AS A DIRECTOR.	Mgmt	For
1G	ELECT DAVID F. MARQUARDT AS A DIRECTOR.	Mgmt	For
1H	ELECT LYDIA M. MARSHALL AS A DIRECTOR.	Mgmt	For
1I	ELECT C.S. PARK AS A DIRECTOR.	Mgmt	For
1J	ELECT GREGORIO REYES AS A DIRECTOR.	Mgmt	For
1K	ELECT JOHN W. THOMPSON AS A DIRECTOR.	Mgmt	For
1L	ELECT WILLIAM D. WATKINS AS A DIRECTOR.	Mgmt	For
02	APPROVE AN INCREASE IN SHARES ELIGIBLE FOR ISSUANCE UNDER 2004 STOCK COMPENSATION PLAN IN THE AMOUNT OF 36 MILLION SHARES.	Mgmt	Against

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03	APPROVE AN INCREASE IN THE ISSUABLE SHARES FOR PURCHASE UNDER EMPLOYEE STOCK PURCHASE PLAN IN THE AMOUNT OF 10 MILLION SHARES.	Mgmt	For
04	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS INDEPENDENT REGISTERED ACCOUNTING FIRM.	Mgmt	For

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 SMITHFIELD FOODS, INC.

Agen

Security: 832248108  
 Meeting Type: Annual  
 Meeting Date: 30-Aug-2006  
 Ticker: SFD  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOSEPH W. LUTER, III WENDELL H. MURPHY C. LARRY POPE	Mgmt Mgmt Mgmt	For For For
02	PROPOSAL TO APPROVE THE PERFORMANCE AWARD COMPONENT OF THE SMITHFIELD FOODS, INC. 1998 STOCK INCENTIVE PLAN, AS AMENDED	Mgmt	For
03	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING APRIL 29, 2007	Mgmt	For
04	SHAREHOLDER PROPOSAL REGARDING A SUSTAINABILITY REPORT	Shr	Against
05	SHAREHOLDER PROPOSAL REGARDING ANIMAL WELFARE	Shr	Against
06	SHAREHOLDER PROPOSAL REGARDING LONG-TERM COMPENSATION	Shr	For

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 ST. JUDE MEDICAL, INC.

Agen

Security: 790849103  
 Meeting Type: Annual  
 Meeting Date: 16-May-2007  
 Ticker: STJ  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL A. ROCCA	Mgmt	For



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

	STEFAN K. WIDENSOHLER	Mgmt	For
02	TO APPROVE THE ST. JUDE MEDICAL, INC. 2007 STOCK INCENTIVE PLAN.	Mgmt	For
03	TO APPROVE THE ST. JUDE MEDICAL, INC. 2007 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
04	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For

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STARWOOD HOTELS & RESORTS WORLDWIDE,

Agen

Security: 85590A401  
 Meeting Type: Annual  
 Meeting Date: 24-May-2007  
 Ticker: HOT  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DUNCAN ARON BARSHEFSKY CHAPUS GALBREATH HIPPEAU QUAZZO RYDER YOUNGBLOOD	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For Withheld For For For For For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For
03	APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY S CHARTER.	Mgmt	For

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TELLABS, INC.

Agen

Security: 879664100  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: TLAB  
 ISIN:

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

01	DIRECTOR MICHAEL J. BIRCK FRED A. KREHBIEL KRISH A. PRABHU LINDA BECK	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.	Mgmt	For

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TERADYNE, INC.

Agen

Security: 880770102  
 Meeting Type: Annual  
 Meeting Date: 24-May-2007  
 Ticker: TER  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR EDWIN J. GILLIS PAUL J. TUFANO PATRICIA S. WOLPERT	Mgmt Mgmt Mgmt	For For For
02	TO APPROVE AN AMENDMENT TO THE 1996 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED PURSUANT TO THE PLAN BY 5,000,000 SHARES.	Mgmt	For
03	TO APPROVE AN AMENDMENT TO THE AMENDED AND RESTATED BY-LAWS TO ADOPT MAJORITY VOTING IN UNCONTESTED DIRECTOR ELECTIONS.	Mgmt	Against
04	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For

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TEXAS INSTRUMENTS INCORPORATED

Agen

Security: 882508104  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2007  
 Ticker: TXN  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: J.R. ADAMS.	Mgmt	For

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

1B	ELECTION OF DIRECTOR: D.L. BOREN.	Mgmt	For
1C	ELECTION OF DIRECTOR: D.A. CARP.	Mgmt	Against
1D	ELECTION OF DIRECTOR: C.S. COX.	Mgmt	For
1E	ELECTION OF DIRECTOR: T.J. ENGIBOUS.	Mgmt	For
1F	ELECTION OF DIRECTOR: D.R. GOODE.	Mgmt	For
1G	ELECTION OF DIRECTOR: P.H. PATSLEY.	Mgmt	For
1H	ELECTION OF DIRECTOR: W.R. SANDERS.	Mgmt	For
1I	ELECTION OF DIRECTOR: R.J. SIMMONS.	Mgmt	Against
1J	ELECTION OF DIRECTOR: R.K. TEMPLETON.	Mgmt	For
1K	ELECTION OF DIRECTOR: C.T. WHITMAN.	Mgmt	Against
02	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For

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THE BOEING COMPANY

Agen

Security: 097023105  
Meeting Type: Annual  
Meeting Date: 30-Apr-2007  
Ticker: BA  
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN H. BIGGS	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN E. BRYSON	Mgmt	For
1C	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Mgmt	For
1D	ELECTION OF DIRECTOR: LINDA Z. COOK	Mgmt	For
1E	ELECTION OF DIRECTOR: WILLIAM M. DALEY	Mgmt	For
1F	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1G	ELECTION OF DIRECTOR: JOHN F. MCDONNELL	Mgmt	For
1H	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Mgmt	For
1I	ELECTION OF DIRECTOR: RICHARD D. NANULA	Mgmt	For
1J	ELECTION OF DIRECTOR: ROZANNE L. RIDGWAY	Mgmt	For
1K	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For

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

02	ADVISORY VOTE ON APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS.	Mgmt	For
03	PREPARE A REPORT ON FOREIGN MILITARY SALES.	Shr	Against
04	DEVELOP AND ADOPT HUMAN RIGHTS POLICIES.	Shr	Against
05	PREPARE A REPORT ON CHARITABLE CONTRIBUTIONS.	Shr	Against
06	PREPARE A REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
07	SEPARATE THE ROLES OF CEO AND CHAIRMAN.	Shr	Against
08	SUBJECT RIGHTS PLANS TO SHAREHOLDER VOTE.	Shr	Against
09	ADVISORY VOTE ON COMPENSATION DISCUSSION AND ANALYSIS.	Shr	For
10	ADOPT A POLICY ON PERFORMANCE-BASED STOCK OPTIONS.	Shr	For
11	RECOUP UNEARNED MANAGEMENT BONUSES.	Shr	Against

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THE CHARLES SCHWAB CORPORATION

Agen

Security: 808513105  
 Meeting Type: Annual  
 Meeting Date: 17-May-2007  
 Ticker: SCHW  
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM F. ALDINGER III DONALD G. FISHER PAULA A. SNEED	Mgmt Mgmt Mgmt	For For For
02	APPROVAL OF EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
03	APPROVAL OF AMENDMENTS TO 2004 STOCK INCENTIVE PLAN	Mgmt	For
04	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shr	Against
05	STOCKHOLDER PROPOSAL TO REQUIRE A BYLAW AMENDMENT FOR MAJORITY VOTING	Shr	Against

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THE CHEESECAKE FACTORY INCORPORATED

Agen

Security: 163072101  
 Meeting Type: Annual  
 Meeting Date: 22-May-2007

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

Ticker: CAKE  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS L. GREGORY DAVID R. KLOCK	Mgmt Mgmt	Withheld For
02	RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 1, 2008.	Mgmt	Against

THE MCGRAW-HILL COMPANIES, INC.

Agen

Security: 580645109  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: MHP  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PEDRO ASPE ROBERT P. MCGRAW H. OCHOA-BRILLEMBOURG EDWARD B. RUST, JR.	Mgmt Mgmt Mgmt Mgmt	Withheld Withheld Withheld Withheld
02	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For
03	SHAREHOLDER PROPOSAL REQUESTING THE ANNUAL ELECTION OF EACH DIRECTOR.	Shr	For
04	SHAREHOLDER PROPOSAL REQUESTING ADOPTION OF A SIMPLE MAJORITY VOTE.	Shr	For
05	SHAREHOLDER PROPOSAL REQUESTING PUBLIC DISCLOSURE OF CORPORATE POLICIES AND PROCEDURES REGARDING POLITICAL CONTRIBUTIONS AND THE AMOUNT OF SUCH CONTRIBUTIONS.	Shr	Against

THE PROCTER & GAMBLE COMPANY

Agen

Security: 742718109  
Meeting Type: Annual  
Meeting Date: 10-Oct-2006  
Ticker: PG

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

ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR NORMAN R. AUGUSTINE A.G. LAFLEY JOHNATHAN A. RODGERS JOHN F. SMITH, JR. MARGARET C. WHITMAN	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	APPROVE AMENDMENT TO THE CODE OF REGULATIONS TO DECREASE THE AUTHORIZED NUMBER OF DIRECTORS ON THE BOARD	Mgmt	For
03	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
04	REAPPROVE AND AMEND THE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE PROCTER & GAMBLE 2001 STOCK AND INCENTIVE COMPENSATION PLAN	Mgmt	For
05	SHAREHOLDER PROPOSAL - AWARD NO FUTURE STOCK OPTIONS	Shr	Against

THE TRAVELERS COMPANIES, INC.

Agen

Security: 89417E109  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: TRV  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ALAN L. BELLER JOHN H. DASBURG JANET M. DOLAN KENNETH M. DUBERSTEIN JAY S. FISHMAN LAWRENCE G. GRAEV PATRICIA L. HIGGINS THOMAS R. HODGSON C.L. KILLINGSWORTH, JR. ROBERT I. LIPP BLYTHE J. MCGARVIE GLEN D. NELSON, MD LAURIE J. THOMSEN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For
02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS TRAVELERS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.	Mgmt	For

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

03	PROPOSAL TO APPROVE AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF DIRECTORS.	Mgmt	Against
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THERMO FISHER SCIENTIFIC INC. Agen

Security: 883556102  
 Meeting Type: Annual  
 Meeting Date: 15-May-2007  
 Ticker: TMO  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ELECTION OF DIRECTORS: MARIJN E. DEKKERS	Mgmt	For
02	APPROVAL AND ADOPTION OF THE THERMO FISHER SCIENTIFIC INC. 2007 EMPLOYEES STOCK PURCHASE PLAN.	Mgmt	For
03	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For

THORATEC CORPORATION Agen

Security: 885175307  
 Meeting Type: Annual  
 Meeting Date: 18-May-2007  
 Ticker: THOR  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR GERHARD F. BURBACH HOWARD E. CHASE J. DANIEL COLE NEIL F. DIMICK D. KEITH GROSSMAN J. DONALD HILL DANIEL M. MULVENA	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR ITS FISCAL YEAR ENDING DECEMBER 29, 2007.	Mgmt	For

TIME WARNER INC. Agen

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Security: 887317105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2007  
 Ticker: TWX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES L. BARKSDALE JEFFREY L. BEWKES STEPHEN F. BOLLENBACH FRANK J. CAUFIELD ROBERT C. CLARK MATHIAS DOPFNER JESSICA P. EINHORN REUBEN MARK MICHAEL A. MILES KENNETH J. NOVACK RICHARD D. PARSONS FRANCIS T. VINCENT, JR. DEBORAH C. WRIGHT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For
02	RATIFICATION OF AUDITORS.	Mgmt	For
03	COMPANY PROPOSAL TO AMEND THE COMPANY S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE CERTAIN SUPER-MAJORITY VOTE REQUIREMENTS.	Mgmt	For
04	STOCKHOLDER PROPOSAL REGARDING ADVISORY RESOLUTION TO RATIFY COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Shr	For
05	STOCKHOLDER PROPOSAL REGARDING SEPARATION OF ROLES OF CHAIRMAN AND CEO.	Shr	Against
06	STOCKHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE.	Shr	For
07	STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.	Shr	For
08	STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER RATIFICATION OF DIRECTOR COMPENSATION WHEN A STOCKHOLDER RIGHTS PLAN HAS BEEN ADOPTED.	Shr	Against

TRINITY INDUSTRIES, INC.

Agen

Security: 896522109  
 Meeting Type: Annual  
 Meeting Date: 07-May-2007  
 Ticker: TRN  
 ISIN:

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

01	DIRECTOR JOHN L. ADAMS RHYS J. BEST DAVID W. BIEGLER RONALD J. GAFFORD RONALD W. HADDOCK JESS T. HAY ADRIAN LAJOUS DIANA S. NATALICIO TIMOTHY R. WALLACE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	TO APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED SHARES OF COMMON STOCK FROM 100,000,000 TO 200,000,000.	Mgmt	For
03	TO APPROVE RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For

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 UBS AG

Agen

Security: H89231338  
 Meeting Type: Annual  
 Meeting Date: 18-Apr-2007  
 Ticker: UBS  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ANNUAL REPORT, GROUP AND PARENT COMPANY ACCOUNTS FOR FINANCIAL YEAR 2006, REPORTS OF THE GROUP AND STATUTORY AUDITORS	Mgmt	No vote
02	APPROPRIATION OF RETAINED EARNINGS DIVIDEND FOR FINANCIAL YEAR 2006	Mgmt	No vote
03	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE GROUP EXECUTIVE BOARD	Mgmt	No vote
4A1	RE-ELECTION OF BOARD MEMBER: STEPHAN HAERINGER	Mgmt	No vote
4A2	RE-ELECTION OF BOARD MEMBER: HELMUT PANKE	Mgmt	No vote
4A3	RE-ELECTION OF BOARD MEMBER: PETER SPUHLER	Mgmt	No vote
4B1	ELECTION OF NEW BOARD MEMBER: SERGIO MARCHIONNE	Mgmt	No vote
4C	ELECTION OF THE GROUP AND STATUTORY AUDITORS	Mgmt	No vote
5A	CAPITAL REDUCTION: CANCELLATION OF SHARES REPURCHASED UNDER THE 2006/2007 SHARE BUYBACK PROGRAM AND RESPECTIVE AMENDMENT OF ARTICLE 4 PARA 1 OF THE ARTICLES OF ASSOCIATION	Mgmt	No vote
5B	CAPITAL REDUCTION: APPROVAL OF A NEW SHARE BUYBACK	Mgmt	No vote

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PROGRAM FOR 2007-2010

06	IN CASE OF AD-HOC SHAREHOLDERS MOTIONS DURING THE ANNUAL GENERAL MEETING, I/WE AUTHORIZE MY/OUR PROXY TO ACT IN ACCORDANCE WITH THE BOARD OF DIRECTORS	Mgmt	No vote
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UNITED TECHNOLOGIES CORPORATION

Agen

Security: 913017109  
 Meeting Type: Annual  
 Meeting Date: 11-Apr-2007  
 Ticker: UTX  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LOUIS R. CHENEVERT GEORGE DAVID JOHN V. FARACI JEAN-PIERRE GARNIER JAMIE S. GORELICK CHARLES R. LEE RICHARD D. MCCORMICK HAROLD MCGRAW III RICHARD B. MYERS FRANK P. POPOFF H. PATRICK SWYGERT ANDRE VILLENEUVE H.A. WAGNER CHRISTINE TODD WHITMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For
02	APPOINTMENT OF INDEPENDENT AUDITORS FOR 2007	Mgmt	For
03	SHAREOWNER PROPOSAL: DIRECTOR TERM LIMITS	Shr	Against
04	SHAREOWNER PROPOSAL: FOREIGN MILITARY SALES	Shr	Against
05	SHAREOWNER PROPOSAL: POLITICAL CONTRIBUTIONS	Shr	Against
06	SHAREOWNER PROPOSAL: ADVISORY RESOLUTION TO RATIFY EXECUTIVE COMPENSATION	Shr	For
07	SHAREOWNER PROPOSAL: PAY-FOR-SUPERIOR-PERFORMANCE	Shr	For

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UNITEDHEALTH GROUP INCORPORATED

Agen

Security: 91324P102  
 Meeting Type: Annual  
 Meeting Date: 29-May-2007  
 Ticker: UNH

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

ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM C. BALLARD, JR. RICHARD T. BURKE STEPHEN J. HEMSLEY ROBERT J. DARRETTA	Mgmt Mgmt Mgmt Mgmt	For For For For
02	AMENDMENT TO ARTICLES OF INCORPORATION REQUIRING A MAJORITY VOTE FOR ELECTION OF DIRECTORS	Mgmt	For
03	AMENDMENT TO ARTICLES OF INCORPORATION AND BYLAWS PROVIDING FOR THE ANNUAL ELECTION OF ALL MEMBERS OF THE BOARD OF DIRECTORS	Mgmt	For
04	AMENDMENT TO ARTICLES OF INCORPORATION AND BYLAWS TO ELIMINATE SUPERMAJORITY PROVISIONS FOR THE REMOVAL OF DIRECTORS	Mgmt	For
05	AMENDMENT TO ARTICLES OF INCORPORATION TO ELIMINATE SUPERMAJORITY PROVISIONS RELATING TO CERTAIN BUSINESS COMBINATIONS	Mgmt	For
06	ADOPTION OF RESTATED ARTICLES OF INCORPORATION	Mgmt	For
07	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2007	Mgmt	For
08	SHAREHOLDER PROPOSAL CONCERNING PERFORMANCE-VESTING SHARES	Shr	For
09	SHAREHOLDER PROPOSAL CONCERNING SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN	Shr	For
10	SHAREHOLDER PROPOSAL CONCERNING AN ADVISORY RESOLUTION ON COMPENSATION OF NAMED EXECUTIVE OFFICERS	Shr	For
11	SHAREHOLDER PROPOSAL RELATING TO SHAREHOLDER NOMINEES FOR ELECTION TO UNITEDHEALTH GROUP S BOARD OF DIRECTORS	Shr	For

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WILLIS GROUP HOLDINGS LIMITED

Agen

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Security: G96655108  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: WSH  
ISIN:  
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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: GORDON M. BETHUNE.	Mgmt	For
1B	ELECTION OF DIRECTOR: WILLIAM W. BRADLEY.	Mgmt	For
1C	ELECTION OF DIRECTOR: JOSEPH A. CALIFANO JR.	Mgmt	For
1D	ELECTION OF DIRECTOR: ANNA C. CATALANO.	Mgmt	For
1E	ELECTION OF DIRECTOR: ERIC G. FRIBERG.	Mgmt	For
1F	ELECTION OF DIRECTOR: SIR ROY GARDNER.	Mgmt	For
1G	ELECTION OF DIRECTOR: SIR JEREMY HANLEY.	Mgmt	For
1H	ELECTION OF DIRECTOR: WENDY E. LANE.	Mgmt	For
1I	ELECTION OF DIRECTOR: JAMES F. MCCANN.	Mgmt	For
1J	ELECTION OF DIRECTOR: JOSEPH J. PLUMERI.	Mgmt	For
1K	ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS.	Mgmt	For
02	REAPPOINTMENT AND REMUNERATION OF DELOITTE & TOUCHE AS INDEPENDENT AUDITORS.	Mgmt	For

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WINDSTREAM CORPORATION

Agen

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Security: 97381W104  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: WIN  
ISIN:  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR S.E. "SANDY" BEALL, III DENNIS E. FOSTER FRANCIS X. FRANTZ JEFFERY R. GARDNER JEFFREY T. HINSON JUDY K. JONES WILLIAM A. MONTGOMERY FRANK E. REED	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	APPROVE THE WINDSTREAM PERFORMANCE INCENTIVE COMPENSATION PLAN	Mgmt	For
03	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS WINDSTREAM S INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR 2007	Mgmt	For
04	REQUIRED EQUITY AWARDS TO BE HELD	Shr	Against

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

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 WM. WRIGLEY JR. COMPANY

Agen

Security: 982526105  
 Meeting Type: Annual  
 Meeting Date: 14-Mar-2007  
 Ticker: WWY  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS A. KNOWLTON STEVEN B. SAMPLE ALEX SHUMATE WILLIAM D. PEREZ	Mgmt Mgmt Mgmt Mgmt	For For For For
02	AMENDMENT TO THE SECOND RESTATED CERTIFICATE OF INCORPORATION TO PERMIT AMENDMENT OF THE BYLAWS OF THE COMPANY TO ADOPT MAJORITY VOTING FOR THE ELECTION OF DIRECTORS.	Mgmt	For
03	TO RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (INDEPENDENT AUDITORS) FOR THE YEAR ENDING DECEMBER 31, 2007.	Mgmt	For

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 WYETH

Agen

Security: 983024100  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: WYE  
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: ROBERT ESSNER	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN D. FEERICK	Mgmt	For
1C	ELECTION OF DIRECTOR: FRANCES D. FERGUSON, PH.D.	Mgmt	For
1D	ELECTION OF DIRECTOR: VICTOR F. GANZI	Mgmt	For
1E	ELECTION OF DIRECTOR: ROBERT LANGER, SC.D.	Mgmt	For
1F	ELECTION OF DIRECTOR: JOHN P. MASCOTTE	Mgmt	For
1G	ELECTION OF DIRECTOR: RAYMOND J. MCGUIRE	Mgmt	For

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1H	ELECTION OF DIRECTOR: MARY LAKE POLAN, M.D., PH.D., M.P.H.	Mgmt	For
1I	ELECTION OF DIRECTOR: BERNARD POUSSOT	Mgmt	For
1J	ELECTION OF DIRECTOR: GARY L. ROGERS	Mgmt	For
1K	ELECTION OF DIRECTOR: IVAN G. SEIDENBERG	Mgmt	For
1L	ELECTION OF DIRECTOR: WALTER V. SHIPLEY	Mgmt	For
1M	ELECTION OF DIRECTOR: JOHN R. TORELL III	Mgmt	For
02	VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007	Mgmt	For
03	VOTE TO AMEND THE CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS	Mgmt	For
04	VOTE TO AMEND AND RESTATE THE 2005 STOCK INCENTIVE PLAN FOR TAX COMPLIANCE	Mgmt	For
05	DISCLOSURE OF ANIMAL WELFARE POLICY	Shr	Against
06	REPORT ON LIMITING SUPPLY OF PRESCRIPTION DRUGS IN CANADA	Shr	Against
07	DISCLOSURE OF POLITICAL CONTRIBUTIONS	Shr	Against
08	RECOUPMENT OF INCENTIVE BONUSES	Shr	For
09	INTERLOCKING DIRECTORSHIPS	Shr	Against
10	PROPOSAL WITHDRAWN. NO VOTE REQUIRED	Mgmt	Abstain
11	SEPARATING THE ROLES OF CHAIRMAN AND CEO	Shr	For
12	STOCKHOLDER ADVISORY VOTE ON COMPENSATION	Shr	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/ Duncan W Richardson
Name	Duncan W Richardson
Title	President
Date	08/29/2007