

Edgar Filing: CALAMOS STRATEGIC TOTAL RETURN FUND - Form N-PX

CALAMOS STRATEGIC TOTAL RETURN FUND

Form N-PX

August 27, 2009

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: 811-21484

NAME OF REGISTRANT: CALAMOS STRATEGIC TOTAL RETURN
FUND

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court
Naperville , IL 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President
Calamos Advisors LLC
2020 Calamos Court
Naperville , IL 60563-2787

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2008 - 06/30/2009

Calamos Strategic Total Return Fund

AMAZON.COM, INC.

Agen

Security: 023135106
Meeting Type: Annual
Meeting Date: 28-May-2009
Ticker: AMZN
ISIN: US0231351067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 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: L. JOHN DOERR | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: WILLIAM B. GORDON | Mgmt | For |

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|----|--|------|-----|
| 1F | ELECTION OF DIRECTOR: ALAIN MONIE | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: THOMAS O. RYDER | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2009. | Mgmt | For |

 AT&T INC.

Agen

Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 24-Apr-2009
 Ticker: T
 ISIN: US00206R1023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: WILLIAM F. ALDINGER III | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: GILBERT F. AMELIO | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: REUBEN V. ANDERSON | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: JAMES H. BLANCHARD | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: AUGUST A. BUSCH III | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: JAIME CHICO PARDO | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: JAMES P. KELLY | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: JON C. MADONNA | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: LYNN M. MARTIN | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: JOHN B. MCCOY | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: MARY S. METZ | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: JOYCE M. ROCHE | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON | Mgmt | For |
| 1O | ELECTION OF DIRECTOR: PATRICIA P. UPTON | Mgmt | For |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Mgmt | For |
| 03 | AMENDMENT TO INCREASE AUTHORIZED SHARES. | Mgmt | For |
| 04 | REPORT ON POLITICAL CONTRIBUTIONS. | Shr | Against |

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|----|---------------------------------------|-----|---------|
| 05 | SPECIAL STOCKHOLDER MEETINGS. | Shr | Against |
| 06 | CUMULATIVE VOTING. | Shr | Against |
| 07 | BYLAW REQUIRING INDEPENDENT CHAIRMAN. | Shr | Against |
| 08 | ADVISORY VOTE ON COMPENSATION. | Shr | Against |
| 09 | PENSION CREDIT POLICY. | Shr | Against |

 BANK OF AMERICA CORPORATION

Agen

 Security: 060505104
 Meeting Type: Special
 Meeting Date: 05-Dec-2008
 Ticker: BAC
 ISIN: US0605051046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01 | A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF BANK OF AMERICA COMMON STOCK AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 15, 2008, BY AND BETWEEN MERRILL LYNCH & CO., INC. AND BANK OF AMERICA CORPORATION, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME. | Mgmt | For |
| 02 | A PROPOSAL TO APPROVE AN AMENDMENT TO THE 2003 KEY ASSOCIATE STOCK PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 03 | A PROPOSAL TO ADOPT AN AMENDMENT TO THE BANK OF AMERICA AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF BANK OF AMERICA COMMON STOCK FROM 7.5 BILLION TO 10 BILLION. | Mgmt | For |
| 04 | A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES, IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE FOREGOING PROPOSALS. | Mgmt | For |

 BANK OF AMERICA CORPORATION

Agen

 Security: 060505104
 Meeting Type: Annual
 Meeting Date: 29-Apr-2009
 Ticker: BAC
 ISIN: US0605051046

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: WILLIAM BARNET, III | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR. | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: VIRGIS W. COLBERT | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: JOHN T. COLLINS | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: GARY L. COUNTRYMAN | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: TOMMY R. FRANKS | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: CHARLES K. GIFFORD | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: KENNETH D. LEWIS | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: WALTER E. MASSEY | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: THOMAS J. MAY | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: PATRICIA E. MITCHELL | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: JOSEPH W. PRUEHER | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI | Mgmt | For |
| 1O | ELECTION OF DIRECTOR: THOMAS M. RYAN | Mgmt | For |
| 1P | ELECTION OF DIRECTOR: O. TEMPLE SLOAN, JR. | Mgmt | For |
| 1Q | ELECTION OF DIRECTOR: ROBERT L. TILLMAN | Mgmt | For |
| 1R | ELECTION OF DIRECTOR: JACKIE M. WARD | Mgmt | For |
| 02 | RATIFICATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009 | Mgmt | For |
| 03 | AN ADVISORY (NON-BINDING) VOTE APPROVING EXECUTIVE COMPENSATION | Mgmt | For |
| 04 | STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT | Shr | Against |
| 05 | STOCKHOLDER PROPOSAL - ADVISORY VOTE ON EXEC COMP | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL - CUMULATIVE VOTING | Shr | Against |
| 07 | STOCKHOLDER PROPOSAL - SPECIAL STOCKHOLDER MEETINGS | Shr | Against |
| 08 | STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | Against |
| 09 | STOCKHOLDER PROPOSAL - PREDATORY CREDIT CARD LENDING PRACTICES | Shr | Against |

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| 10 | STOCKHOLDER PROPOSAL - ADOPTION OF PRINCIPLES FOR HEALTH CARE REFORM | Shr | Against |
| 11 | STOCKHOLDER PROPOSAL - LIMITS ON EXEC COMP | Shr | Against |

BP P.L.C.

Agen

Security: 055622104
Meeting Type: Annual
Meeting Date: 16-Apr-2009
Ticker: BP
ISIN: US0556221044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 01 | TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS | Mgmt | For |
| 02 | TO APPROVE THE DIRECTORS' REMUNERATION REPORT | Mgmt | For |
| 03 | DIRECTOR MR A BURGMANS MRS C B CARROLL SIR WILLIAM CASTELL MR I C CONN MR G DAVID MR E B DAVIS, JR MR R DUDLEY MR D J FLINT DR B E GROTE DR A B HAYWARD MR A G INGLIS DR D S JULIUS SIR TOM MCKILLOP SIR IAN PROSSER MR P D SUTHERLAND | Mgmt Mgmt Mgmt Mgmt 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 For For For For For |
| 18 | TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION | Mgmt | For |
| S19 | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY | Mgmt | For |
| 20 | TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT | Mgmt | For |
| S21 | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS | Mgmt | For |
| S22 | SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS | Mgmt | For |

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 BRISTOL-MYERS SQUIBB COMPANY

Agen

Security: 110122108
 Meeting Type: Annual
 Meeting Date: 05-May-2009
 Ticker: BMY
 ISIN: US1101221083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: L. ANDREOTTI | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: L.B. CAMPBELL | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: J.M. CORNELIUS | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: L.J. FREEH | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D. | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: M. GROBSTEIN | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: L. JOHANSSON | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: A.J. LACY | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: V.L. SATO, PH.D. | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: T.D. WEST, JR. | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: R.S. WILLIAMS, M.D. | Mgmt | For |
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 03 | EXECUTIVE COMPENSATION DISCLOSURE. | Shr | Against |
| 04 | SIMPLE MAJORITY VOTE. | Shr | Against |
| 05 | SPECIAL SHAREOWNER MEETINGS. | Shr | Against |
| 06 | EXECUTIVE COMPENSATION ADVISORY VOTE. | Shr | Against |

 CARNIVAL CORPORATION

Agen

Security: 143658300
 Meeting Type: Annual
 Meeting Date: 15-Apr-2009
 Ticker: CCL
 ISIN: PA1436583006

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
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| | | | |
|----|---|--|---|
| 01 | DIRECTOR MICKY ARISON A. RICHARD G. CAPEN, JR ROBERT H. DICKINSON ARNOLD W. DONALD PIER LUIGI FOSCHI HOWARD S. FRANK RICHARD J. GLASIER MODESTO A. MAIDIQUE SIR JOHN PARKER PETER G. RATCLIFFE STUART SUBOTNICK LAURA WEIL RANDALL J. WEISENBURGER UZI ZUCKER | Mgmt 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 For |
| 02 | TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR CARNIVAL PLC. | Mgmt | For |
| 03 | TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE TO THE REMUNERATION OF THE INDEPENDENT AUDITORS. | Mgmt | For |
| 04 | TO RECEIVE THE UK ACCOUNTS AND REPORTS OF THE DIRECTORS AND AUDITORS OF CARNIVAL PLC FOR THE FINANCIAL YEAR ENDED NOVEMBER 30, 2008. | Mgmt | For |
| 05 | TO APPROVE THE DIRECTORS' REMUNERATION REPORT OF CARNIVAL PLC FOR THE FINANCIAL YEAR ENDED NOVEMBER 30, 2008. | Mgmt | For |
| 06 | TO INCREASE THE AMOUNT OF THE AUTHORIZED BUT UNISSUED SHARE CAPITAL OF CARNIVAL PLC. | Mgmt | For |
| 07 | TO ADOPT THE AMENDED AND RESTATED ARTICLES OF ASSOCIATION OF CARNIVAL PLC. | Mgmt | For |
| 08 | TO APPROVE CERTAIN AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF CARNIVAL PLC, TO TAKE EFFECT FROM OCTOBER 1, 2009. | Mgmt | For |
| 09 | TO APPROVE THE GIVING OF AUTHORITY FOR THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC. | Mgmt | For |
| 10 | TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS IN RELATION TO THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC. | Mgmt | For |
| 11 | TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET. | Mgmt | For |

CHEVRON CORPORATION

Agen

Security: 166764100
Meeting Type: Annual
Meeting Date: 27-May-2009

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Ticker: CVX
ISIN: US1667641005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: S.H. ARMACOST | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: L.F. DEILY | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: R.E. DENHAM | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: R.J. EATON | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: E. HERNANDEZ | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: F.G. JENIFER | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: S. NUNN | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: D.J. O'REILLY | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: D.B. RICE | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: K.W. SHARER | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: C.R. SHOEMATE | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: R.D. SUGAR | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: C. WARE | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: J.S. WATSON | Mgmt | For |
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 03 | APPROVE THE MATERIAL TERMS OF PERFORMANCE GOALS FOR PERFORMANCE-BASED AWARDS UNDER THE CHEVRON INCENTIVE PLAN | Mgmt | For |
| 04 | APPROVE THE MATERIAL TERMS OF PERFORMANCE GOALS FOR PERFORMANCE-BASED AWARDS UNDER THE LONG-TERM INCENTIVE PLAN OF CHEVRON CORPORATION | Mgmt | For |
| 05 | SPECIAL STOCKHOLDER MEETINGS | Shr | Against |
| 06 | ADVISORY VOTE ON SUMMARY COMPENSATION TABLE | Shr | Against |
| 07 | GREENHOUSE GAS EMISSIONS | Shr | Against |
| 08 | COUNTRY SELECTION GUIDELINES | Shr | Against |
| 09 | HUMAN RIGHTS POLICY | Shr | Against |
| 10 | HOST COUNTRY LAWS | Shr | Against |

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CITIGROUP INC.

Agen

Security: 172967101
 Meeting Type: Annual
 Meeting Date: 21-Apr-2009
 Ticker: C
 ISIN: US1729671016

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: C. MICHAEL ARMSTRONG | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: ALAIN J.P. BELDA | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JOHN M. DEUTCH | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: JERRY A. GRUNDHOFER | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ANDREW N. LIVERIS | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: ANNE M. MULCAHY | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: VIKRAM S. PANDIT | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: RICHARD D. PARSONS | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: LAWRENCE R. RICCIARDI | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: JUDITH RODIN | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: ROBERT L. RYAN | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR. | Mgmt | For |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Mgmt | For |
| 03 | PROPOSAL TO APPROVE THE CITIGROUP 2009 STOCK INCENTIVE PLAN. | Mgmt | For |
| 04 | PROPOSAL TO APPROVE CITI'S 2008 EXECUTIVE COMPENSATION | Mgmt | For |
| 05 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PRIOR GOVERNMENTAL SERVICE OF CERTAIN INDIVIDUALS. | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS. | Shr | Against |
| 07 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PREDATORY CREDIT CARD PRACTICES. | Shr | Against |
| 08 | STOCKHOLDER PROPOSAL REQUESTING THAT TWO CANDIDATES BE NOMINATED FOR EACH BOARD POSITION. | Shr | Against |
| 09 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON | Shr | Against |

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THE CARBON PRINCIPLES.

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| 10 | STOCKHOLDER PROPOSAL REQUESTING THAT EXECUTIVE OFFICERS RETAIN 75% OF THE SHARES ACQUIRED THROUGH COMPENSATION PLANS FOR TWO YEARS FOLLOWING TERMINATION OF EMPLOYMENT. | Shr | Against |
| 11 | STOCKHOLDER PROPOSAL REQUESTING ADDITIONAL DISCLOSURE REGARDING CITI'S COMPENSATION CONSULTANTS. | Shr | Against |
| 12 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCKHOLDERS HOLDING 10% OR ABOVE HAVE THE RIGHT TO CALL SPECIAL SHAREHOLDER MEETINGS. | Shr | Against |
| 13 | STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING. | Shr | Against |

 CONOCOPHILLIPS

Agen

 Security: 20825C104
 Meeting Type: Annual
 Meeting Date: 13-May-2009
 Ticker: COP
 ISIN: US20825C1045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: RICHARD L. ARMITAGE | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR. | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: RUTH R. HARKIN | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: HAROLD W. MCGRAW III | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: HARALD J. NORVIK | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: WILLIAM K. REILLY | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: BOBBY S. SHACKOULS | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: KATHRYN C. TURNER | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: WILLIAM E. WADE, JR. | Mgmt | For |
| 02 | PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Mgmt | For |

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| 03 | PROPOSAL TO APPROVE 2009 OMNIBUS STOCK AND PERFORMANCE INCENTIVE PLAN. | Mgmt | For |
| 04 | UNIVERSAL HEALTH CARE PRINCIPLES. | Shr | Against |
| 05 | ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Shr | Against |
| 06 | POLITICAL CONTRIBUTIONS. | Shr | Against |
| 07 | GREENHOUSE GAS REDUCTION. | Shr | Against |
| 08 | OIL SANDS DRILLING. | Shr | Against |
| 09 | DIRECTOR QUALIFICATIONS. | Shr | Against |

 EBAY INC.

Agen

Security: 278642103
 Meeting Type: Annual
 Meeting Date: 29-Apr-2009
 Ticker: EBAY
 ISIN: US2786421030

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: MARC L. ANDREESSEN | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: WILLIAM C. FORD, JR. | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: DAWN G. LEPORE | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: PIERRE M. OMIYAR | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III | Mgmt | For |
| 02 | TO APPROVE AMENDMENTS TO CERTAIN OF OUR EXISTING EQUITY INCENTIVE PLANS TO ALLOW FOR A ONE-TIME STOCK OPTION EXCHANGE PROGRAM FOR EMPLOYEES OTHER THAN OUR NAMED EXECUTIVE OFFICERS AND DIRECTORS. | Mgmt | For |
| 03 | TO APPROVE THE AMENDMENT AND RESTATEMENT OF OUR 2008 EQUITY INCENTIVE AWARD PLAN TO INCREASE THE AGGREGATE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 50 MILLION SHARES AND TO ADD MARKET SHARES AND VOLUME METRICS AS PERFORMANCE CRITERIA UNDER THE PLAN. | Mgmt | For |
| 04 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2009. | Mgmt | For |

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ELI LILLY AND COMPANY

Agen

Security: 532457108
 Meeting Type: Annual
 Meeting Date: 20-Apr-2009
 Ticker: LLY
 ISIN: US5324571083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------------------|--------------------------|
| 01 | DIRECTOR M.S. FELDSTEIN J.E. FYRWALD E.R. MARRAM D.R. OBERHELMAN | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 02 | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF THE DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2009 | Mgmt | For |
| 03 | APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF ALL DIRECTORS | Mgmt | For |
| 04 | REAPPROVE THE MATERIAL TERMS OF PERFORMANCE GOALS FOR THE ELI LILLY AND COMPANY BONUS PLAN | Mgmt | For |
| 05 | PROPOSAL BY SHAREHOLDERS REQUESTING THAT THE BOARD ELIMINATE ALL SUPERMAJORITY VOTING PROVISIONS FROM THE COMPANY'S ARTICLES OF INCORPORATION AND BYLAWS | Shr | Against |
| 06 | PROPOSAL BY SHAREHOLDERS REQUESTING THAT THE COMPANY AMEND ITS ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO AMEND THE COMPANY'S BYLAWS BY MAJORITY VOTE | Shr | Against |
| 07 | PROPOSAL BY SHAREHOLDERS REQUESTING THAT THE BOARD OF DIRECTORS ADOPT A POLICY OF ASKING SHAREHOLDERS TO RATIFY THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AT THE ANNUAL MEETING OF SHAREHOLDERS | Shr | Against |

FRANCE TELECOM SA

Agen

Security: F4113C103
 Meeting Type: MIX
 Meeting Date: 26-May-2009
 Ticker:
 ISIN: FR0000133308

| Prop.# | Proposal | Proposal Type | Proposal Vote |
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| <p>"French Resident Shareowners must complete, sign and forward the Proxy Card directly to the sub custodian. Please contact your Client Service Representative to obtain the necessary card, account details and directions. The following applies to Non-Resident Shareowners: Proxy Cards: Voting instructions will be forwarded to the Global Custodians that have become Registered Intermediaries, on the Vote Deadline Date. In capacity as Registered Intermediary, the Global Custodian will sign the Proxy Card and forward to the local custodian. If you are unsure whether your Global Custodian acts as Registered Intermediary, please contact your representative."</p> | <p>Non-Voting</p> | |
| <p>PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.</p> | <p>Non-Voting</p> | |
| <p>0.1 Receive the reports of the Board of Directors and the Auditor's, approve the Company's financial statements for the YE 31 DEC 2008, as presented and showing the earnings for the FY of EUR 3,234,431,372.50; grant permanent discharge to the Members of the Board of Directors for the performance of their duties during the said FY</p> | <p>Mgmt</p> | <p>For</p> |
| <p>0.2 Receive the reports of the Board of Directors and the Auditor's, approve the consolidated financial statements for the said FY, in the form presented to the meeting</p> | <p>Mgmt</p> | <p>For</p> |
| <p>0.3 Approve to acknowledge the earnings amount to EUR 3,234,431,372.50 and decide to allocate to the Legal Reserve EUR 256,930.00 which shows a new amount of EUR 1,045,996,494.40 notes that the distributable income after allocating to the Legal Reserve EUR 256,930.00 and taking into account the retained earnings amounting to EUR 12,454,519,240.25, amounts to EUR 15,688,693,682.75, resolve to pay a dividend of EUR 1.40 per share which will entitle to the 40% deduction provided by the French General Tax Code and to appropriate the balance of the distributable income to the 'Retained Earnings' account, and the interim dividend of EUR 0.60 was already paid on 11 SEP 2008; receive a remaining dividend of EUR 0.80 on E-half of the dividend balance, I.E, EUR 0.40, will be paid in shares as per the following conditions: the shareholders may opt for the dividend payment in shares from 02 JUN 2009 to 23 JUN 2009, the balance of the dividend will be paid on 30 JUN 2009, regardless the means of payment; the shares will be created with dividend rights as of 01 JAN 2009, in the event that the Company holds some of its own shares shall be allocated to the retained earnings account as required By Law</p> | <p>Mgmt</p> | <p>For</p> |

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|------|---|------|-----|
| 0.4 | Receive the special report of the Auditors on agreements governed by Articles L.225-38 of the French Commercial Code; approve the said report and the agreements referred to therein | Mgmt | For |
| 0.5 | Approve to renew the appointment of Ernst and Young audit as the Statutory Auditor for a 6-year period | Mgmt | For |
| 0.6 | Approve to renew the appointment of Auditex as the Deputy Auditor for a 6-year period | Mgmt | For |
| 0.7 | Approve to renew the appointment of Deloitte ET Association as the Statutory Auditor for a 6-year period | Mgmt | For |
| 0.8 | Approve to renew the appointment of Beas as the Deputy Auditor for a 6-year period | Mgmt | For |
| 0.9 | Authorize the Board of Directors to buyback the Company's shares in the open market, subject to the conditions described below: maximum purchase price: EUR 40.00, maximum number of shares to be acquired: 10% of the share capital, maximum funds invested in the shares buybacks: EUR 10,459,964,944.00, and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 18-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 27 MAY 2008 in Resolution 6 | Mgmt | For |
| E.10 | Amend the Article NR 13 of the Bye-Laws Board of Directors, in order to fix the minimal number of shares in the Company, of which the Directors elected by the General Meeting must be holders | Mgmt | For |
| E.11 | Authorize the Board of Directors to issue, with the shareholders preferential subscription right maintained, shares in the Company and the securities giving access to shares of the Company or one of its subsidiaries; [Authority expires at the end of 26-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting 21 MAY 2007 in resolution 8, the maximum nominal amount of capital increase to be carried out under this delegation authority shall not exceed EUR 2,000,000,000.00, the overall nominal amount of debt securities to be issued shall not exceed EUR 10,000,000,000.00 and to take all necessary measures and accomplish all necessary formalities | Mgmt | For |
| E.12 | Authorize the Board of Directors to issue by way of a public offering and or by way of an offer reserved for qualified investors in accordance with the Financial and Monetary code, with cancellation of the shareholders preferential subscription rights, shares in the Company or one of its subsidiaries; [Authority expires at the end of 26-month period]; it supersedes the fraction unused of the authorization granted | Mgmt | For |

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by the shareholders meeting 21 MAY 2007 in resolution 9, the maximum nominal amount of capital increase to be carried out under this delegation authority shall not exceed the overall value governed by the current legal and regulatory requirements, the overall amount of debt securities to be issued shall not exceed and shall count against, the overall value related to debt securities set forth in the previous resolution and to take all necessary measures and accomplish all necessary formalities

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| E.13 | Authorize the Board of Directors to increase the number of securities to be issued, at the same price as the initial issue, within 30 days of the closing of the subscription period and up to a maximum of 15% of the initial issue, for each of the issues decided in accordance with resolutions 11 and 12, subject to the compliance with the overall value set forth in the resolution where the issue is decided; [Authority expires at the end of 26-month period] | Mgmt | For |
| E.14 | Authorize the Board of Directors to issue Company's shares or securities giving access to the Company's existing or future shares, in consideration for securities tendered in a public exchange offer initiated in France or abroad by the Company concerning the shares of another listed Company; [Authority expires at the end of 26-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting 21 MAY 2007 in resolution 12 the maximum nominal amount of capital increase to be carried out under this delegation authority is set at EUR 1,500,000,000.00, the total nominal amount of capital increase to be carried out under this delegation of authority shall count against the overall value of capital increase set by resolution 12, the overall amount of debt securities to be issued shall not exceed and shall count against, the overall value related to debt securities set forth in the previous resolution 11 and to take all necessary measures and accomplish all necessary formalities | Mgmt | For |
| E.15 | Authorize the Board of Directors to increase the share capital up to a nominal overall amount representing 10% of the share capital by way of issuing Company's shares or securities giving access to the existing or future shares, in consideration for the contributions in kind granted to the Company and comprised of capital securities or securities giving access to the share capital, the nominal overall value of capital increase resulting from the issues decided by virtue of the present resolution 12, the overall amount of debt securities to be issued shall not exceed and shall count against, the overall value related to debt securities set forth in the previous resolution 11; [Authority expires at the end of 26-month | Mgmt | For |

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- period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 21 MAY 2007 in resolution 13, and to take all necessary measures and accomplish all necessary formalities
- E.16 Authorize the Board of Directors to increase on one or more occasions, the share capital issuance of the Company's shares to be subscribed either in cash or by offsetting of the debts, the maximum nominal amount increase to be carried out under this delegation of authority is set at EUR 70,000,000.00, this amount shall count against the ceiling set forth in Resolution 18, and to cancel the shareholders preferential subscription rights in favour of the holders of options giving the right to subscribe shares or shares of the Company Orange S.A., who signed a liquidity contract with the Company , and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 18-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 27 MAY 2008 in resolution 13
- Mgmt For
- E.17 Authorize the Board of Directors to proceed on 1 or more occasions with the issue and the allocation free of charge of liquidity instruments on options ("ILO"), in favour of the holders of options giving the right to subscribe shares of the Company Orange S.A., having signed a liquidity contract with the Company, the maximum nominal amount increase to be carried out under this delegation of authority is set at EUR 1,000,000.00 this amount shall count against the ceiling set forth in Resolution 18 and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 18-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 27 MAY 2008 in Resolution 14
- Mgmt For
- E.18 Adopt the 7 previous resolutions and approve to decides that the maximum nominal amount pertaining to the capital increases to be carried out with the use of the delegations given by these 7 resolutions set at EUR 3,500,000,000.00
- Mgmt For
- E.19 Authorize the Board of Directors, to issue on 1 or more occasions, in France or abroad, and, or on the international market, any securities (Other than shares) giving right to the allocation of debt securities, the nominal amount of debt securities to be issued shall not exceed EUR 7,000,000,000.00 and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 26-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 21 MAY 2007 in Resolution 18
- Mgmt For

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| E.20 | <p>Approve to delegate to the securities all powers to increase the share capital in 1 or more occasions, by way of capitalizing reserves, profits or premiums, provided that such capitalization is allowed by Law and under the Bye-Laws, by issuing bonus shares or raising the par value of existing shares, or by a combination of these methods, the ceiling of the nominal amount of capital increase resulting from the issues carried by virtue of the present delegation is set at EUR 2,000,000,000.00; [Authority expires at the end of 26-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 21 MAY 2007 in Resolution 19</p> | Mgmt | For |
| E.21 | <p>Authorize the Board of Directors to grant for free on 1 or more occasions, existing shares in favour of the employees or the corporate officers of the Company and related groups or Companies, they may not represent more than 1% of the share capital and it has been decided to cancel the shareholder's preferential subscription rights in favour of the beneficiaries mentioned above, and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 38-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 21 MAY 2007 in Resolution 12</p> | Mgmt | For |
| E.22 | <p>Authorize the Board of Directors to increase the share capital on 1 or more occasions by issuing shares or securities giving access to existing or future shares in the Company in favour of employees and former employees who are members of a Company Savings Plan of the France Telecom Group or by way of allocating free of charge shares or securities giving access to the Company's existing or future shares, i.e., by way of capitalizing the reserves, profits or premiums, provided that such capitalization is allowed by Law under the Bye-Laws, the overall nominal value of capital increase resulting from the issues carried out by virtue of the present resolution is set at EUR 500,000,000.00, the ceiling of the nominal amount of France Telecom's capital increase resulting from the issues carried out by capitalizing reserves, profits or premiums is also set at EUR 500,000,000.00 and it has been decided to cancel the shareholders preferential subscription rights in favour of the beneficiaries mentioned above and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 6-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 27 MAY 2008 in Resolution 15</p> | Mgmt | For |
| E.23 | <p>Authorize the Board of Directors to reduce the</p> | Mgmt | For |

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share capital on 1 or more occasions and at its sole discretion, by canceling all or part of the shares held by the Company in connection with repurchase plans authorized prior and posterior to the date of the present shareholders meeting and to take all necessary measures and accomplish all necessary formalities; [Authority expires at the end of 18-month period]; it supersedes the fraction unused of the authorization granted by the shareholders meeting of 27 MAY 2008 in Resolution 16

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|------|---|------|-----|
| E.24 | Grant full powers to the bearer of an original, a copy or extract of the minutes of this meeting to carry out all filings, publications and other formalities prescribed By Law | Mgmt | For |
|------|---|------|-----|

 GENERAL ELECTRIC COMPANY

Agen

 Security: 369604103
 Meeting Type: Annual
 Meeting Date: 22-Apr-2009
 Ticker: GE
 ISIN: US3696041033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------|---------------|
| A1 | ELECTION OF DIRECTOR: JAMES I. CASH, JR. | Mgmt | For |
| A2 | ELECTION OF DIRECTOR: WILLIAM M. CASTELL | Mgmt | For |
| A3 | ELECTION OF DIRECTOR: ANN M. FUDGE | Mgmt | For |
| A4 | ELECTION OF DIRECTOR: SUSAN HOCKFIELD | Mgmt | For |
| A5 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Mgmt | For |
| A6 | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| A7 | ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY | Mgmt | Abstain |
| A8 | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| A9 | ELECTION OF DIRECTOR: RALPH S. LARSEN | Mgmt | For |
| A10 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| A11 | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |
| A12 | ELECTION OF DIRECTOR: SAM NUNN | Mgmt | For |
| A13 | ELECTION OF DIRECTOR: ROGER S. PENSKE | Mgmt | For |
| A14 | ELECTION OF DIRECTOR: ROBERT J. SWIERINGA | Mgmt | For |
| A15 | ELECTION OF DIRECTOR: DOUGLAS A. WARNER III | Mgmt | For |

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|----|--|------|---------|
| B | RATIFICATION OF KPMG | Mgmt | For |
| C1 | CUMULATIVE VOTING | Shr | Against |
| C2 | EXECUTIVE COMPENSATION ADVISORY VOTE | Shr | Against |
| C3 | INDEPENDENT STUDY REGARDING BREAKING UP GE | Shr | Against |
| C4 | DIVIDEND POLICY | Shr | Against |
| C5 | SHAREHOLDER VOTE ON GOLDEN PARACHUTES | Shr | For |

HARLEY-DAVIDSON, INC.

Agen

Security: 412822108
Meeting Type: Annual
Meeting Date: 27-Apr-2009
Ticker: HOG
ISIN: US4128221086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------------------|--------------------------|
| 01 | DIRECTOR MARTHA F. BROOKS DONALD A. JAMES JAMES A. NORLING JAMES L. ZIEMER | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 02 | APPROVAL OF THE HARLEY-DAVIDSON, INC. 2009 INCENTIVE STOCK PLAN. | Mgmt | For |
| 03 | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, TO BE THE AUDITORS. | Mgmt | For |
| 04 | SHAREHOLDER PROPOSAL TO REORGANIZE THE BOARD OF DIRECTORS INTO ONE CLASS. | Shr | Against |

HONEYWELL INTERNATIONAL INC.

Agen

Security: 438516106
Meeting Type: Annual
Meeting Date: 27-Apr-2009
Ticker: HON
ISIN: US4385161066

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: GORDON M. BETHUNE | Mgmt | For |

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| | | | |
|----|--|------|---------|
| 1B | ELECTION OF DIRECTOR: JAIME CHICO PARDO | Mgmt | Against |
| 1C | ELECTION OF DIRECTOR: DAVID M. COTE | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: D. SCOTT DAVIS | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: LINNET F. DEILY | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: CLIVE R. HOLLICK | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: GEORGE PAZ | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: BRADLEY T. SHEARES | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: JOHN R. STAFFORD | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: MICHAEL W. WRIGHT | Mgmt | For |
| 02 | APPROVAL OF INDEPENDENT ACCOUNTANTS | Mgmt | For |
| 03 | CUMULATIVE VOTING | Shr | Against |
| 04 | PRINCIPLES FOR HEALTH CARE REFORM | Shr | Against |
| 05 | EXECUTIVE COMPENSATION ADVISORY VOTE | Shr | Against |
| 06 | TAX GROSS-UP PAYMENTS | Shr | Against |
| 07 | SPECIAL SHAREOWNER MEETINGS | Shr | Against |

 INTEL CORPORATION

Agen

 Security: 458140100
 Meeting Type: Annual
 Meeting Date: 20-May-2009
 Ticker: INTC
 ISIN: US4581401001

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: SUSAN L. DECKER | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JOHN J. DONAHOE | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: REED E. HUNDT | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: PAUL S. OTELLINI | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: JAMES D. PLUMMER | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: DAVID S. POTTRUCK | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: JANE E. SHAW | Mgmt | For |

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|----|--|------|---------|
| 1I | ELECTION OF DIRECTOR: JOHN L. THORNTON | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: FRANK D. YEARY | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: DAVID B. YOFFIE | Mgmt | For |
| 02 | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR | Mgmt | For |
| 03 | AMENDMENT AND EXTENSION OF THE 2006 EQUITY INCENTIVE PLAN | Mgmt | For |
| 04 | APPROVAL OF AN EMPLOYEE STOCK OPTION EXCHANGE PROGRAM | Mgmt | For |
| 05 | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 06 | STOCKHOLDER PROPOSAL: CUMULATIVE VOTING | Shr | Against |
| 07 | STOCKHOLDER PROPOSAL: HUMAN RIGHT TO WATER | Shr | Against |

 JOHNSON & JOHNSON

Agen

Security: 478160104
 Meeting Type: Annual
 Meeting Date: 23-Apr-2009
 Ticker: JNJ
 ISIN: US4781601046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A | ELECTION OF DIRECTOR: MARY SUE COLEMAN | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: JAMES G. CULLEN | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: MICHAEL M.E. JOHNS | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: ARNOLD G. LANGBO | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: SUSAN L. LINDQUIST | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: LEO F. MULLIN | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: WILLIAM D. PEREZ | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: CHARLES PRINCE | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: DAVID SATCHER | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 02 | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |

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| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION POLICIES AND DISCLOSURE | Shr | Against |
|----|--|-----|---------|

JPMORGAN CHASE & CO.

Agen

Security: 46625H100
 Meeting Type: Annual
 Meeting Date: 19-May-2009
 Ticker: JPM
 ISIN: US46625H1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: CRANDALL C. BOWLES | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: STEPHEN B. BURKE | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: DAVID M. COTE | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: JAMES S. CROWN | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: JAMES DIMON | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: ELLEN V. FUTTER | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: WILLIAM H. GRAY, III | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR. | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: DAVID C. NOVAK | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: LEE R. RAYMOND | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: WILLIAM C. WELDON | Mgmt | For |
| 02 | APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 04 | GOVERNMENTAL SERVICE REPORT | Shr | Against |
| 05 | CUMULATIVE VOTING | Shr | Against |
| 06 | SPECIAL SHAREOWNER MEETINGS | Shr | Against |
| 07 | CREDIT CARD LENDING PRACTICES | Shr | Against |
| 08 | CHANGES TO KEPP | Shr | Against |
| 09 | SHARE RETENTION | Shr | Against |
| 10 | CARBON PRINCIPLES REPORT | Shr | Against |

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KIMBERLY-CLARK CORPORATION

Agen

Security: 494368103
 Meeting Type: Annual
 Meeting Date: 30-Apr-2009
 Ticker: KMB
 ISIN: US4943681035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: JOHN R. ALM | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: DENNIS R. BERESFORD | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JOHN F. BERGSTROM | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: ABELARDO E. BRU | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ROBERT W. DECHERD | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: THOMAS J. FALK | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: MAE C. JEMISON, M.D. | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: IAN C. READ | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: G. CRAIG SULLIVAN | Mgmt | For |
| 02 | RATIFICATION OF AUDITORS | Mgmt | For |
| 03 | APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION REGARDING RIGHT OF HOLDERS OF AT LEAST TWENTY-FIVE PERCENT OF SHARES TO CALL A SPECIAL MEETING OF STOCKHOLDERS | Mgmt | For |
| 04 | REAPPROVAL OF PERFORMANCE GOALS UNDER THE 2001 EQUITY PARTICIPATION PLAN | Mgmt | For |
| 05 | STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING | Shr | Against |

LINCOLN NATIONAL CORPORATION

Agen

Security: 534187109
 Meeting Type: Annual
 Meeting Date: 14-May-2009
 Ticker: LNC
 ISIN: US5341871094

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
| 1 | DIRECTOR | | |

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|---|---|------|---------|
| | GEORGE W. HENDERSON III | Mgmt | For |
| | ERIC G. JOHNSON | Mgmt | For |
| | M. LEANNE LACHMAN | Mgmt | For |
| | ISAIAH TIDWELL | Mgmt | For |
| 2 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Mgmt | For |
| 3 | TO APPROVE THE 2009 LINCOLN NATIONAL CORPORATION AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN. | Mgmt | For |
| 4 | PROPOSAL BY SHAREHOLDER REQUESTING THE BOARD OF DIRECTORS TO INITIATE THE PROCESS TO AMEND THE CORPORATION'S RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR MAJORITY VOTE OF DIRECTORS. | Shr | Against |

MARATHON OIL CORPORATION

Agen

 Security: 565849106
 Meeting Type: Annual
 Meeting Date: 29-Apr-2009
 Ticker: MRO
 ISIN: US5658491064

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A | ELECTION OF DIRECTOR: CHARLES F. BOLDEN, JR. | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: GREGORY H. BOYCE | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: CLARENCE P. CAZALOT, JR. | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: DAVID A. DABERKO | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: WILLIAM L. DAVIS | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: PHILIP LADER | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: CHARLES R. LEE | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: DENNIS H. REILLEY | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: SETH E. SCHOFIELD | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: JOHN W. SNOW | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: THOMAS J. USHER | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2009 | Mgmt | For |

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| 03 | STOCKHOLDER PROPOSAL TO AMEND OUR BY-LAWS TO LOWER THE THRESHOLD FOR STOCKHOLDERS TO CALL SPECIAL MEETINGS | Shr | Against |
| 04 | STOCKHOLDER PROPOSAL TO ADOPT A POLICY FOR RATIFICATION OF EXECUTIVE COMPENSATION | Shr | Against |

MASCO CORPORATION

Agen

Security: 574599106
Meeting Type: Annual
Meeting Date: 12-May-2009
Ticker: MAS
ISIN: US5745991068

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: THOMAS G. DENOMME | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: RICHARD A. MANOOGIAN | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: MARY ANN VAN LOKEREN | Mgmt | For |
| 02 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR MASCO FOR 2009. | Mgmt | For |
| 03 | PROPOSAL TO AMEND THE 2005 LONG TERM STOCK INCENTIVE PLAN. | Mgmt | For |
| 04 | PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE 2005 LONG TERM STOCK INCENTIVE PLAN. | Mgmt | For |

MERCK & CO., INC.

Agen

Security: 589331107
Meeting Type: Annual
Meeting Date: 28-Apr-2009
Ticker: MRK
ISIN: US5893311077

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: LESLIE A. BRUN | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: THOMAS R. CECH, PH.D. | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: RICHARD T. CLARK | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 1D | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: STEVEN F. GOLDSTONE | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: WILLIAM B. HARRISON, JR. | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: HARRY R. JACOBSON, M.D. | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: WILLIAM N. KELLEY, M.D. | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: CARLOS E. REPRESAS | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: THOMAS E. SHENK, PH.D. | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: ANNE M. TATLOCK | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: SAMUEL O. THIER, M.D. | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1O | ELECTION OF DIRECTOR: PETER C. WENDELL | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009 | Mgmt | For |
| 03 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO LIMIT THE SIZE OF THE BOARD TO NO MORE THAN 18 DIRECTORS | Mgmt | For |
| 04 | STOCKHOLDER PROPOSAL CONCERNING SPECIAL SHAREHOLDER MEETINGS | Shr | Against |
| 05 | STOCKHOLDER PROPOSAL CONCERNING AN INDEPENDENT LEAD DIRECTOR | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL CONCERNING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION | Shr | Against |

 METLIFE, INC.

Agen

 Security: 59156R108
 Meeting Type: Annual
 Meeting Date: 28-Apr-2009
 Ticker: MET
 ISIN: US59156R1086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------------------|--------------------------|
| 01 | DIRECTOR C. ROBERT HENRIKSON JOHN M. KEANE CATHERINE R. KINNEY HUGH B. PRICE | Mgmt Mgmt Mgmt Mgmt | For For For For |

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| | | | |
|----|--|------|-----|
| | KENTON J. SICCHITANO | Mgmt | For |
| 02 | REAPPROVAL OF THE METLIFE, INC. 2005 STOCK AND INCENTIVE COMPENSATION PLAN | Mgmt | For |
| 03 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2009 | Mgmt | For |

MICROSOFT CORPORATION

Agen

Security: 594918104
Meeting Type: Annual
Meeting Date: 19-Nov-2008
Ticker: MSFT
ISIN: US5949181045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01 | ELECTION OF DIRECTOR: STEVEN A. BALLMER | Mgmt | For |
| 02 | ELECTION OF DIRECTOR: JAMES I. CASH JR. | Mgmt | For |
| 03 | ELECTION OF DIRECTOR: DINA DUBLON | Mgmt | For |
| 04 | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Mgmt | For |
| 05 | ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN | Mgmt | For |
| 06 | ELECTION OF DIRECTOR: REED HASTINGS | Mgmt | For |
| 07 | ELECTION OF DIRECTOR: DAVID F. MARQUARDT | Mgmt | For |
| 08 | ELECTION OF DIRECTOR: CHARLES H. NOSKI | Mgmt | For |
| 09 | ELECTION OF DIRECTOR: HELMUT PANKE | Mgmt | For |
| 10 | APPROVAL OF MATERIAL TERMS OF PERFORMANCE CRITERIA UNDER THE EXECUTIVE OFFICER INCENTIVE PLAN. | Mgmt | For |
| 11 | APPROVAL OF AMENDMENTS TO THE 1999 STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS. | Mgmt | For |
| 12 | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR. | Mgmt | For |
| 13 | SHAREHOLDER PROPOSAL - ADOPTION OF POLICIES ON INTERNET CENSORSHIP. | Shr | Against |
| 14 | SHAREHOLDER PROPOSAL - ESTABLISHMENT OF BOARD COMMITTEE ON HUMAN RIGHTS. | Shr | Against |
| 15 | SHAREHOLDER PROPOSAL - DISCLOSURE OF CHARITABLE CONTRIBUTIONS. | Shr | Against |

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NOKIA CORPORATION

Agen

Security: 654902204
 Meeting Type: Annual
 Meeting Date: 23-Apr-2009
 Ticker: NOK
 ISIN: US6549022043

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 07 | ADOPTION OF THE ANNUAL ACCOUNTS. | Mgmt | For |
| 08 | RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND. | Mgmt | For |
| 09 | RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY. | Mgmt | For |
| 10 | RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS. | Mgmt | For |
| 11 | RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS. | Mgmt | For |
| 12 | DIRECTOR GEORG EHRNROOTH LALITA D. GUPTA BENGT HOLMSTROM HENNING KAGERMANN OLLI-PEKKA KALLASVUO PER KARLSSON JORMA OLLILA MARJORIE SCARDINO RISTO SIILASMAA KEIJO SUILA ISABEL MAREY-SEMPER | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 13 | RESOLUTION ON THE REMUNERATION OF THE AUDITOR. | Mgmt | For |
| 14 | ELECTION OF AUDITOR. | Mgmt | For |
| 15 | AUTHORIZING THE BOARD OF DIRECTORS TO RESOLVE TO REPURCHASE THE COMPANY'S OWN SHARES. | Mgmt | For |
| 17 | MARK THE "FOR" BOX IF YOU WISH TO INSTRUCT THE DEPOSITARY TO GIVE A PROXY TO LEENA SIIRALA OR ESA NIINIMAKI, BOTH LEGAL COUNSELS OF NOKIA CORPORATION, TO VOTE, IN THEIR DISCRETION, ON YOUR BEHALF ONLY UPON ITEM 17. | Mgmt | Abstain |

ORACLE CORPORATION

Agen

Security: 68389X105

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Meeting Type: Annual
 Meeting Date: 10-Oct-2008
 Ticker: ORCL
 ISIN: US68389X1054

| 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 GEORGE H. CONRADES BRUCE R. CHIZEN | 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 | PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF THE FISCAL YEAR 2009 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, 2009. | Mgmt | For |
| 04 | STOCKHOLDER PROPOSAL ON ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Shr | Against |

PFIZER INC.

Agen

Security: 717081103
 Meeting Type: Annual
 Meeting Date: 23-Apr-2009
 Ticker: PFE
 ISIN: US7170811035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: MICHAEL S. BROWN | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: M. ANTHONY BURNS | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: ROBERT N. BURT | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: W. DON CORNWELL | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: WILLIAM H. GRAY, III | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 1G | ELECTION OF DIRECTOR: CONSTANCE J. HORNER | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: JEFFREY B. KINDLER | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: GEORGE A. LORCH | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: DANA G. MEAD | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: WILLIAM C. STEERE, JR. | Mgmt | For |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. | Mgmt | For |
| 03 | PROPOSAL TO APPROVE THE PFIZER INC. 2004 STOCK PLAN, AS AMENDED AND RESTATED. | Mgmt | For |
| 04 | SHAREHOLDER PROPOSAL REGARDING STOCK OPTIONS. | Shr | Against |
| 05 | SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Shr | Against |
| 06 | SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING. | Shr | Against |
| 07 | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS. | Shr | Against |

QUALCOMM, INCORPORATED

Agen

Security: 747525103
 Meeting Type: Annual
 Meeting Date: 03-Mar-2009
 Ticker: QCOM
 ISIN: US7475251036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------|---------------|---------------|
| 01 | DIRECTOR | | |
| | BARBARA T. ALEXANDER | Mgmt | For |
| | STEPHEN M. BENNETT | Mgmt | For |
| | DONALD G. CRUICKSHANK | Mgmt | For |
| | RAYMOND V. DITTAMORE | Mgmt | For |
| | THOMAS W. HORTON | Mgmt | For |
| | IRWIN MARK JACOBS | Mgmt | For |
| | PAUL E. JACOBS | Mgmt | For |
| | ROBERT E. KAHN | Mgmt | For |
| | SHERRY LANSING | Mgmt | For |
| | DUANE A. NELLES | Mgmt | For |
| | MARC I. STERN | Mgmt | For |

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| | | | |
|----|---|------|-----|
| | BRENT SCOWCROFT | Mgmt | For |
| 02 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE COMPANY'S FISCAL YEAR ENDING SEPTEMBER 27, 2009. | Mgmt | For |

SYSCO CORPORATION

Agen

Security: 871829107
Meeting Type: Annual
Meeting Date: 19-Nov-2008
Ticker: SY
ISIN: US8718291078

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | TO ELECT JUDITH B. CRAVEN AS DIRECTOR TO SERVE UNTIL THE ANNUAL MEETING OF STOCKHOLDERS IN 2011. | Mgmt | For |
| 1B | TO ELECT PHYLLIS S. SEWELL AS DIRECTOR TO SERVE UNTIL THE ANNUAL MEETING OF STOCKHOLDERS IN 2011. | Mgmt | For |
| 1C | TO ELECT RICHARD G. TILGHMAN AS DIRECTOR TO SERVE UNTIL THE ANNUAL MEETING OF STOCKHOLDERS IN 2011. | Mgmt | For |
| 02 | TO APPROVE THE MATERIAL TERMS OF, AND THE PAYMENT OF COMPENSATION TO CERTAIN EXECUTIVE OFFICERS PURSUANT TO, THE 2008 CASH PERFORMANCE UNIT PLAN SO THAT THE DEDUCTIBILITY OF SUCH COMPENSATION WILL NOT BE LIMITED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE. | Mgmt | For |
| 03 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS SYSCO'S INDEPENDENT ACCOUNTANTS FOR FISCAL 2009. | Mgmt | For |
| 04 | TO CONSIDER A STOCKHOLDER PROPOSAL, IF PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD OF DIRECTORS TAKE THE NECESSARY STEPS TO REQUIRE THAT ALL DIRECTORS STAND FOR ELECTION ANNUALLY. | Shr | Against |

THE BOEING COMPANY

Agen

Security: 097023105
Meeting Type: Annual
Meeting Date: 27-Apr-2009
Ticker: BA
ISIN: US0970231058

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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: MIKE S. ZAFIROVSKI | Mgmt | For |
| 02 | AMENDMENT TO THE BOEING COMPANY 2003 INCENTIVE STOCK PLAN. | Mgmt | For |
| 03 | ADVISORY VOTE ON APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR. | Mgmt | For |
| 04 | ADOPT CUMULATIVE VOTING. | Shr | Against |
| 05 | REQUIRE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION. | Shr | Against |
| 06 | ADOPT HEALTH CARE PRINCIPLES. | Shr | Against |
| 07 | PREPARE A REPORT ON FOREIGN MILITARY SALES. | Shr | Against |
| 08 | REQUIRE AN INDEPENDENT LEAD DIRECTOR. | Shr | Against |
| 09 | REQUIRE SHAREHOLDER APPROVAL OF FUTURE SEVERANCE ARRANGEMENTS. | Shr | For |
| 10 | REQUIRE DISCLOSURE OF POLITICAL CONTRIBUTIONS. | Shr | Against |

THE COCA-COLA COMPANY

Agen

Security: 191216100
Meeting Type: Annual
Meeting Date: 22-Apr-2009
Ticker: KO
ISIN: US1912161007

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01 | ELECTION OF DIRECTOR: HERBERT A. ALLEN | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 02 | ELECTION OF DIRECTOR: RONALD W. ALLEN | Mgmt | For |
| 03 | ELECTION OF DIRECTOR: CATHLEEN P. BLACK | Mgmt | For |
| 04 | ELECTION OF DIRECTOR: BARRY DILLER | Mgmt | For |
| 05 | ELECTION OF DIRECTOR: ALEXIS M. HERMAN | Mgmt | For |
| 06 | ELECTION OF DIRECTOR: MUHTAR KENT | Mgmt | For |
| 07 | ELECTION OF DIRECTOR: DONALD R. KEOUGH | Mgmt | For |
| 08 | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO | Mgmt | For |
| 09 | ELECTION OF DIRECTOR: DONALD F. MCHENRY | Mgmt | For |
| 10 | ELECTION OF DIRECTOR: SAM NUNN | Mgmt | For |
| 11 | ELECTION OF DIRECTOR: JAMES D. ROBINSON III | Mgmt | For |
| 12 | ELECTION OF DIRECTOR: PETER V. UEBERROTH | Mgmt | For |
| 13 | ELECTION OF DIRECTOR: JACOB WALLENBERG | Mgmt | For |
| 14 | ELECTION OF DIRECTOR: JAMES B. WILLIAMS | Mgmt | For |
| 15 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt | For |
| 16 | SHAREOWNER PROPOSAL REGARDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION | Shr | Against |
| 17 | SHAREOWNER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIR | Shr | Against |
| 18 | SHAREOWNER PROPOSAL REGARDING A BOARD COMMITTEE ON HUMAN RIGHTS | Shr | Against |
| 19 | SHAREOWNER PROPOSAL REGARDING RESTRICTED STOCK | Shr | Against |

 THE DOW CHEMICAL COMPANY

Agen

 Security: 260543103
 Meeting Type: Annual
 Meeting Date: 14-May-2009
 Ticker: DOW
 ISIN: US2605431038

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: ARNOLD A. ALLEMANG | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: JACQUELINE K. BARTON | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JAMES A. BELL | Mgmt | For |

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| | | | |
|----|--|------|---------|
| 1D | ELECTION OF DIRECTOR: JEFF M. FETTIG | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: BARBARA H. FRANKLIN | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: JOHN B. HESS | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: ANDREW N. LIVERIS | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: GEOFFERY E. MERSZEI | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: DENNIS H. REILLEY | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: JAMES M. RINGLER | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: RUTH G. SHAW | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: PAUL G. STERN | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 03 | STOCKHOLDER PROPOSAL ON CUMULATIVE VOTING | Shr | Against |
| 04 | STOCKHOLDER PROPOSAL ON SPECIAL MEETINGS | Shr | Against |
| 05 | STOCKHOLDER PROPOSAL ON EXECUTIVE STOCK RETENTION | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL ON SAY ON EXECUTIVE PAY | Shr | Against |
| 07 | STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REMEDIATION IN THE MIDLAND AREA | Shr | Against |

 THE WALT DISNEY COMPANY

Agen

Security: 254687106
 Meeting Type: Annual
 Meeting Date: 10-Mar-2009
 Ticker: DIS
 ISIN: US2546871060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: JOHN E. BRYSON | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: JUDITH L. ESTRIN | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ROBERT A. IGER | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: STEVEN P. JOBS | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 1H | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: JOHN E. PEPPER, JR. | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: ORIN C. SMITH | Mgmt | For |
| 02 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSE-COOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2009. | Mgmt | For |
| 03 | TO APPROVE THE AMENDMENT TO THE AMENDED AND RESTATED 2005 STOCK INCENTIVE PLAN. | Mgmt | For |
| 04 | TO APPROVE THE TERMS OF THE AMENDED AND RESTATED 2002 EXECUTIVE PERFORMANCE PLAN. | Mgmt | For |
| 05 | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS REPORTING. | Shr | Abstain |
| 06 | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO DEATH BENEFIT PAYMENTS. | Shr | Abstain |
| 07 | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Shr | Abstain |

 UNITED TECHNOLOGIES CORPORATION

Agen

 Security: 913017109
 Meeting Type: Annual
 Meeting Date: 08-Apr-2009
 Ticker: UTX
 ISIN: US9130171096

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------|------------------|---------------|
| 01 | DIRECTOR | | |
| | LOUIS R. CHENEVERT | Mgmt | For |
| | GEORGE DAVID | Mgmt | For |
| | JOHN V. FARACI | Mgmt | For |
| | JEAN-PIERRE GARNIER | Mgmt | For |
| | JAMIE S. GORELICK | Mgmt | For |
| | CARLOS M. GUTIERREZ | Mgmt | For |
| | EDWARD A. KANGAS | Mgmt | For |
| | CHARLES R. LEE | Mgmt | For |
| | RICHARD D. MCCORMICK | Mgmt | For |
| | HAROLD MCGRAW III | Mgmt | For |
| | RICHARD B. MYERS | Mgmt | For |
| | H. PATRICK SWYGERT | Mgmt | For |
| | ANDRE VILLENEUVE | Mgmt | For |
| | CHRISTINE TODD WHITMAN | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 02 | APPOINTMENT OF INDEPENDENT AUDITORS | Mgmt | For |
| 03 | SHAREOWNER PROPOSAL: OFFSETS FOR FOREIGN MILITARY SALES | Shr | Against |

 VERIZON COMMUNICATIONS INC.

Agen

 Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 07-May-2009
 Ticker: VZ
 ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: M. FRANCES KEETH | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: SANDRA O. MOOSE | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: JOSEPH NEUBAUER | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: THOMAS H. O'BRIEN | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: HUGH B. PRICE | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: JOHN W. SNOW | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: JOHN R. STAFFORD | Mgmt | For |
| 02 | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 03 | ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION | Mgmt | For |
| 04 | APPROVAL OF LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 05 | APPROVAL OF SHORT-TERM INCENTIVE PLAN | Mgmt | For |
| 06 | PROHIBIT GRANTING STOCK OPTIONS | Shr | Against |
| 07 | SHAREHOLDER ABILITY TO CALL SPECIAL MEETING | Shr | Against |
| 08 | SEPARATE OFFICES OF CHAIRMAN AND CEO | Shr | Against |
| 09 | CUMULATIVE VOTING | Shr | Against |

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10 SHAREHOLDER APPROVAL OF BENEFITS PAID AFTER DEATH Shr Against

WACHOVIA CORPORATION

Agen

Security: 929903102
Meeting Type: Special
Meeting Date: 23-Dec-2008
Ticker: WB
ISIN: US9299031024

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01 | A PROPOSAL TO APPROVE THE PLAN OF MERGER CONTAINED IN THE AGREEMENT AND PLAN OF MERGER, BY AND BETWEEN WACHOVIA CORPORATION AND WELLS FARGO & COMPANY, DATED AS OF OCTOBER 3, 2008, AS IT MAY BE AMENDED FROM TIME TO TIME, PURSUANT TO WHICH WACHOVIA WILL MERGE WITH AND INTO WELLS FARGO, WITH WELLS FARGO SURVIVING THE MERGER. | Mgmt | For |
| 02 | A PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE THE PLAN OF MERGER CONTAINED IN THE MERGER AGREEMENT. | Mgmt | For |

WELLS FARGO & COMPANY

Agen

Security: 949746101
Meeting Type: Annual
Meeting Date: 28-Apr-2009
Ticker: WFC
ISIN: US9497461015

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: JOHN D. BAKER II | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: LLOYD H. DEAN | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: SUSAN E. ENGEL | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: DONALD M. JAMES | Mgmt | For |

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| | | | |
|----|---|------|---------|
| 1G | ELECTION OF DIRECTOR: ROBERT L. JOSS | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: RICHARD D. MCCORMICK | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: MACKEY J. MCDONALD | Mgmt | For |
| 1K | ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN | Mgmt | For |
| 1L | ELECTION OF DIRECTOR: NICHOLAS G. MOORE | Mgmt | For |
| 1M | ELECTION OF DIRECTOR: PHILIP J. QUIGLEY | Mgmt | For |
| 1N | ELECTION OF DIRECTOR: DONALD B. RICE | Mgmt | For |
| 1O | ELECTION OF DIRECTOR: JUDITH M. RUNSTAD | Mgmt | For |
| 1P | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Mgmt | For |
| 1Q | ELECTION OF DIRECTOR: ROBERT K. STEEL | Mgmt | For |
| 1R | ELECTION OF DIRECTOR: JOHN G. STUMPF | Mgmt | For |
| 1S | ELECTION OF DIRECTOR: SUSAN G. SWENSON | Mgmt | For |
| 02 | PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVES. | Mgmt | For |
| 03 | PROPOSAL TO RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2009. | Mgmt | For |
| 04 | PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY'S LONG-TERM INCENTIVE COMPENSATION PLAN. | Mgmt | For |
| 05 | STOCKHOLDER PROPOSAL REGARDING A BY-LAWS AMENDMENT TO REQUIRE AN INDEPENDENT CHAIRMAN. | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL REGARDING A REPORT ON POLITICAL CONTRIBUTIONS. | Shr | Against |

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) | CALAMOS STRATEGIC TOTAL RETURN FUND |
| By (Signature) | /s/ John P. Calamos, Sr. |
| Name | John P. Calamos, Sr. |
| Title | President |
| Date | 08/27/2009 |