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MASSMUTUAL CORPORATE INVESTORS

Form N-PX

August 31, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-02183

MassMutual Corporate Investors
(Exact name of registrant as specified in charter)

1500 Main Street
Suite 1100
Springfield, MA 01115
(Address of principal executive offices) (Zip code)

Stephen L. Kuhn, Vice President and Secretary
1500 Main Street, Suite 2800, Springfield, MA 01115

(name and address of agent for service)

Registrant's telephone number, including area code: 413-226-1000

Date of fiscal year end: December 31

Date of reporting period: July 1, 2003 - June 30, 2004

Item 1. Proxy Voting Record

====MassMutual Corporate Investors Fund====
Delstar Holding Corp.

Ticker:

Security ID: 24736#1

Meeting Date: September 9, 2003

Meeting Type: Annual

Record Date: August 28, 2003

Table with 4 columns: #, Proposal, Mgt Rec, Vote Cast. Rows 1.1-1.5 showing director elections.

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1.6 Edward Truslow For For

Delstar Holding Corp.

Ticker: Security ID: 24736#1

Meeting Date: February 18, 2004 Meeting Type: Annual

Record Date: February 10, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director Mark Abrahams	For	For
1.2	Elect Director Martin Doolan	For	For
1.3	Elect Director John Nevin	For	For
1.4	Elect Director James Parsons	For	For
1.5	Elect Director Carlo von Schroeter	For	For
1.6	Edward Truslow	For	For

Rent-Way, Inc.

Ticker: RWY Security ID: 76009U1

Meeting Date: March 10, 2004 Meeting Type: Annual

Record Date: January 21, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director William E. Morgenstern	For	For
1.2	Elect Director John W. Higbee	For	For
2	Approve Stock Option Plan	For	For
3	Other Business	For	Against

Supreme Industries, Inc.

Ticker: STS Security ID: 8686071

Meeting Date: April 29, 2004 Meeting Type: Annual

Record Date: March 8, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director H. Douglas Schrock	For	Withhold
1.2	Elect Director Rice M. Tilley, Jr.	For	Withhold
1.3	Elect Director Mark C. Neilson	For	Withhold
2	Approve Stock Option Plan	For	Against
3	Ratify Auditors	For	Against

Transmontaigne Inc.

Ticker: TMG Security ID: 76009U1

Meeting Date: May 6, 2004 Meeting Type: Annual

Record Date: March 8, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director Cortlandt S. Dietler	For	For
1.2	Elect Director Donald H. Anderson	For	For
1.3	Elect Director David J. Butters	For	For
1.4	Elect Director John A. Hill	For	For
1.5	Elect Director Bryan H. Lawrence	For	For
1.6	Elect Director Harold R. Logan, Jr.	For	For
1.7	Elect Director Edwin H. Morgens	For	For
1.8	Elect Director Wayne W. Murdy	For	For

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1.9	Elect Director Walter P. Schuetze	For	For
2	Increase Authorized Common Stock	For	For

Chemed Corporation (formerly known as Roto-Rooter, Inc.)

Ticker: CHE Security ID: 1635961

Meeting Date: May 17, 2004 Meeting Type: Annual  
 Record Date: March 19, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Donald Breen	For	No Vote
1.2	Charles H. Erhart, Jr.	For	No Vote
1.3	Joel F. Gemunder	For	No Vote
1.4	Patrick P. Grace	For	No Vote
1.5	Edward L. Hutton	For	No Vote
1.6	Thomas C. Hutton	For	No Vote
1.7	Sandra E. Laney	For	No Vote
1.8	Kevin J. McNamara	For	No Vote
1.9	Timothy S. O'Toole	For	No Vote
1.10	Donald E. Saunders	For	No Vote
1.11	George J. Walsh III	For	No Vote
1.12	Frank E. Wood	For	No Vote
2	To approve and adopt the Company's 2004 Stock Incentive Plan.	For	No Vote
3.	To approve an amendment to the Company's 2002 Executive Long-Term Incentive Plan.	For	No Vote
4.	To approve an amendment to the Company's Certificate of Incorporation, as amended, increasing the number of authorized shares of Capital Stock from 15,000,000 shares to 40,000,000 shares.	For	No Vote
5.	To approve an amendment to the Company's Certificate of Incorporation, as amended, changing the Company's name to Chemed Corporation.	For	No Vote

DT Industries, Inc.

Ticker: DTII Security ID: 23333J1

Meeting Date: November 11, 2003 Meeting Type: Annual  
 Record Date: September 19, 2003

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director James J. Kerley	For	No Vote
1.2	Elect Director John F. Logan	For	No Vote
1.3	Elect Director Charles F. Pollnow	For	No Vote
2	Rescind Shareholder Rights Plan	Against	No Vote

PepsiAmericas, Inc.

Ticker: PAS Security ID: 71343P2

Meeting Date: April 22, 2004 Meeting Type: Annual

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Record Date: March 4, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director Brenda C. Barnes	For	No Vote
1.2	Elect Director Herbert M. Baum	For	No Vote
1.3	Elect Director Richard G. Cline	For	No Vote
1.4	Elect Director Pierre S. du Pont	For	No Vote
1.5	Elect Director Archie R. Dykes	For	No Vote
1.6	Elect Director Jarobin Gilbert, Jr.	For	No Vote
1.7	Elect Director Matthew M. McKenna	For	No Vote
1.8	Elect Director Lionel L. Nowell, III	For	No Vote
1.9	Elect Director Robert C. Pohlrad	For	No Vote
2	Approval of Amendment to 2000 Stock Incentive Plan.	For	No Vote
3	Ratification of Appointment of Independent Auditors.	For	No Vote
4	Limit Awards to Executives	Against	No Vote
5	Report on Recycling Policy	Against	No Vote

TGC Industries, Inc.

Ticker: TGCI

Security ID: 8724173

Meeting Date: April 22, 2004

Meeting Type: Annual

Record Date: March 4, 2004

#	Proposal	Mgt Rec	Vote Cast
1.1	Elect Director Allen T. McInnes	For	No Vote
1.2	Elect Director Wayne A. Whitener	For	No Vote
1.3	Elect Director William J. Barrett	For	No Vote
1.4	Elect Director Herbert M. Gardner	For	No Vote
1.5	Elect Director Edward L. Flynn	For	No Vote
1.6	Elect Director William C. Hurtt, Jr.	For	No Vote
2.	Ratification of Selection of Lane Gorman Trubitt, L.L.P. as Independent Auditors	For	No Vote

SIGNATURES

[See General Instruction F]

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

(Registrant) MassMutual Corporate Investors

By (Signature and Title)\* /s/ Roger W. Crandall

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Roger W. Crandall, President

Date: August 31, 2004

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

