

Edgar Filing: VALUE LINE FUND INC - Form N-PX

VALUE LINE FUND INC  
Form N-PX  
August 31, 2006

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-568

Value Line Fund, Inc.

-----  
(Exact name of registrant as specified in charter)

220 East 42nd Street, New York, NY 10017

-----  
(Address of principal executive offices)

David Henigson

-----  
(Name and address of agent for service)

Registrant's telephone number, including area code: 212-907-1500

Date of Fiscal year-end: 12/31

Date of reporting period: 7/1/2005 - 6/30/2006

Item 1. Proxy Voting Record

AAR CORP

Ticker: AIR Security ID: 000361105  
Meeting Date: OCT 19, 2005 Meeting Type: A  
Record Date: AUG 22, 2005

| #    | Proposal                     | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------|---------|-----------|------------|
| 1.01 | Elect Ronald R. Fogleman     | For     | For       | Management |
| 1.02 | Elect Ronald B. Woodard      | For     | For       | Management |
| 2    | Ratify selection of auditors | For     | For       | Management |
| 3    | Amend Stock Incentive Plan   | For     | For       | Management |

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ACCENTURE LTD BERMUDA

Ticker: ACN Security ID: G1150G111  
Meeting Date: FEB 1, 2006 Meeting Type: Annual  
Record Date: DEC 5, 2005

| # | Proposal                                                                            | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------------------------------------------------------------|---------|-----------|------------|
| 1 | APPOINTMENT OF THE FOLLOWING NOMINEE TO<br>THE BOARD OF DIRECTORS: DINA DUBLON      | For     | For       | Management |
| 2 | APPOINTMENT OF THE FOLLOWING NOMINEE TO<br>THE BOARD OF DIRECTORS: WILLIAM D. GREEN | For     | For       | Management |
| 3 | Ratify Auditors                                                                     | For     | For       | Management |

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ADVANCED MICRO DEVICES, INC.

Ticker: AMD Security ID: 007903107  
Meeting Date: MAY 5, 2006 Meeting Type: Annual  
Record Date: MAR 6, 2006

| #   | Proposal                                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Hector de J. Ruiz             | For     | For       | Management |
| 1.2 | Elect Director W. Michael Barnes             | For     | For       | Management |
| 1.3 | Elect Director Bruce L. Claflin              | For     | For       | Management |
| 1.4 | Elect Director H. Paulett Eberhart           | For     | For       | Management |
| 1.5 | Elect Director Robert B. Palmer              | For     | For       | Management |
| 1.6 | Elect Director Leonard M. Silverman          | For     | For       | Management |
| 1.7 | Elect Director Morton L. Topfer              | For     | For       | Management |
| 2   | Ratify Auditors                              | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan                     | For     | For       | Management |
| 4   | Amend Qualified Employee Stock Purchase Plan | For     | For       | Management |
| 5   | Approve Executive Incentive Bonus Plan       | For     | For       | Management |

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ADVISORY BOARD CO

Ticker: ABCO Security ID: 00762W107  
Meeting Date: NOV 15, 2005 Meeting Type: A  
Record Date: SEP 23, 2005

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1.01 | Elect Marc N. Casper                | For     | For       | Management |
| 1.02 | Elect Kelt Kindick                  | For     | For       | Management |
| 1.03 | Elect Joseph E. Laird Jr.           | For     | For       | Management |
| 1.04 | Elect Mark R. Neaman                | For     | For       | Management |
| 1.05 | Elect Leon D. Shapiro               | For     | For       | Management |
| 1.06 | Elect Frank J. Williams             | For     | For       | Management |
| 1.07 | Elect LeAnne M. Zumwalt             | For     | For       | Management |
| 2    | Adopt the 2005 Stock Incentive Plan | For     | Against   | Management |
| 3    | Ratify selection of auditors        | For     | For       | Management |

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AGILENT TECHNOLOGIES INC.

Ticker: A Security ID: 00846U101  
Meeting Date: MAR 1, 2006 Meeting Type: Annual  
Record Date: JAN 3, 2006

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William P. Sullivan     | For     | For       | Management |
| 1.2 | Elect Director Robert J. Herbold       | For     | For       | Management |
| 1.3 | Elect Director Koh Boon Hwee           | For     | For       | Management |
| 2   | Ratify Auditors                        | For     | For       | Management |
| 3   | Approve Executive Incentive Bonus Plan | For     | For       | Management |

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ALLSCRIPTS HEALTHCARE SOLUTIONS, INC.

## Edgar Filing: VALUE LINE FUND INC - Form N-PX

Ticker: MDRX Security ID: 01988P108  
 Meeting Date: MAY 30, 2006 Meeting Type: Annual  
 Record Date: APR 12, 2006

| #   | Proposal                                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Philip D. Green                 | For     | For       | Management |
| 1.2 | Elect Director Bernard Goldstein               | For     | For       | Management |
| 1.3 | Elect Director Marcel L. gus Gamache           | For     | For       | Management |
| 2   | Approve Qualified Employee Stock Purchase Plan | For     | For       | Management |
| 3   | Ratify Auditors                                | For     | For       | Management |

### ANADARKO PETROLEUM CORP.

Ticker: APC Security ID: 032511107  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Allison, Jr. | For     | For       | Management |
| 1.2 | Elect Director John W. Poduska, Sr.   | For     | For       | Management |
| 2   | Increase Authorized Common Stock      | For     | For       | Management |
| 3   | Ratify Auditors                       | For     | For       | Management |

### APPLE COMPUTER, INC.

Ticker: AAPL Security ID: 037833100  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

| #   | Proposal                                 | Mgt Rec | Vote Cast | Sponsor     |
|-----|------------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Fred D. Anderson          | For     | For       | Management  |
| 1.2 | Elect Director William V. Campbell       | For     | For       | Management  |
| 1.3 | Elect Director Millard S. Drexler        | For     | For       | Management  |
| 1.4 | Elect Director Albert A. Gore, Jr.       | For     | For       | Management  |
| 1.5 | Elect Director Steven P. Jobs            | For     | For       | Management  |
| 1.6 | Elect Director Arthur D. Levinson, Ph.D. | For     | For       | Management  |
| 1.7 | Elect Director Jerome B. York            | For     | For       | Management  |
| 2   | Ratify Auditors                          | For     | For       | Management  |
| 3   | Report on Computer Recycling Policy      | Against | Against   | Shareholder |

### BENCHMARK ELECTRONICS, INC.

Ticker: BHE Security ID: 08160H101  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Donald E. Nigbor    | For     | For       | Management |
| 1.2 | Elect Director Cary T. Fu          | For     | For       | Management |
| 1.3 | Elect Director Steven A. Barton    | For     | For       | Management |
| 1.4 | Elect Director John W. Cox         | For     | For       | Management |
| 1.5 | Elect Director Peter G. Dorflinger | For     | For       | Management |

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|     |                                  |     |     |            |
|-----|----------------------------------|-----|-----|------------|
| 1.6 | Elect Director Laura W. Lang     | For | For | Management |
| 1.7 | Elect Director Bernee D.L. Strom | For | For | Management |
| 2   | Increase Authorized Common Stock | For | For | Management |
| 3   | Ratify Auditors                  | For | For | Management |

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### BIOVAIL CORPORATION

Ticker: BVF. Security ID: 09067J109  
 Meeting Date: JUN 27, 2006 Meeting Type: Annual/Special  
 Record Date: MAY 15, 2006

| #   | Proposal                                                                                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------------------------------------------------------------------|---------|-----------|------------|
| 1   | Approve 2006 Stock Option Plan                                                                  | For     | For       | Management |
| 2   | Amend Terms of Outstanding Options                                                              | For     | For       | Management |
| 3.1 | Elect Director Eugene N. Melnyk                                                                 | For     | For       | Management |
| 3.2 | Elect Director Wilfred G. Bristow                                                               | For     | For       | Management |
| 3.3 | Elect Director Laurence E. Paul                                                                 | For     | For       | Management |
| 3.4 | Elect Director Sheldon Plener                                                                   | For     | For       | Management |
| 3.5 | Elect Director Michael R. Van Every                                                             | For     | For       | Management |
| 3.6 | Elect Director Jamie C. Sokalsky                                                                | For     | For       | Management |
| 3.7 | Elect Director William M. Wells                                                                 | For     | For       | Management |
| 3.8 | Elect Director Douglas J.P. Squires                                                             | For     | For       | Management |
| 4   | Approve Ernst & Young LLP as Auditors and<br>Authorize Board to Fix Remuneration of<br>Auditors | For     | For       | Management |

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### BJ SERVICES COMPANY

Ticker: BJS Security ID: 055482103  
 Meeting Date: JAN 31, 2006 Meeting Type: Annual  
 Record Date: DEC 6, 2005

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John R. Huff       | For     | For       | Management |
| 1.2 | Elect Director Michael E. Patrick | For     | For       | Management |
| 2   | Increase Authorized Common Stock  | For     | For       | Management |
| 3   | Adjourn Meeting                   | For     | For       | Management |

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### BRIGHTPOINT, INC.

Ticker: CELL Security ID: 109473405  
 Meeting Date: MAY 11, 2006 Meeting Type: Annual  
 Record Date: APR 18, 2006

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Marisa E. Pratt   | For     | For       | Management |
| 1.2 | Elect Director Jerre L. Stead    | For     | For       | Management |
| 1.3 | Elect Director Kari-Pekka Wilska | For     | For       | Management |
| 2   | Ratify Auditors                  | For     | For       | Management |

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BROADCOM CORP.

Ticker: BRCM Security ID: 111320107  
Meeting Date: APR 27, 2006 Meeting Type: Annual  
Record Date: FEB 28, 2006

| #   | Proposal                                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director George L. Farinsky              | For     | For       | Management |
| 1.2 | Elect Director Maureen E. Grzelakowski         | For     | For       | Management |
| 1.3 | Elect Director Nancy H. Handel                 | For     | For       | Management |
| 1.4 | Elect Director John Major                      | For     | For       | Management |
| 1.5 | Elect Director Scott A. McGregor               | For     | For       | Management |
| 1.6 | Elect Director Alan E. Ross                    | For     | For       | Management |
| 1.7 | Elect Director Henry Samueli                   | For     | For       | Management |
| 1.8 | Elect Director Robert E. Switz                 | For     | For       | Management |
| 1.9 | Elect Director Werner F. Wolfen                | For     | For       | Management |
| 2   | Amend Articles/Bylaws/Charter-Non-Routine      | For     | For       | Management |
| 3   | Establish Range For Board Size                 | For     | For       | Management |
| 4   | Amend Non-Employee Director Omnibus Stock Plan | For     | Against   | Management |
| 5   | Ratify Auditors                                | For     | For       | Management |

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C.H. ROBINSON WORLDWIDE, INC.

Ticker: CHRW Security ID: 12541W209  
Meeting Date: MAY 18, 2006 Meeting Type: Annual  
Record Date: MAR 27, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Kenneth E. Keiser    | For     | For       | Management |
| 1.2 | Elect Director Gerald A. Schwalbach | For     | For       | Management |
| 1.3 | Elect Director John P. Wiehoff      | For     | For       | Management |
| 2   | Ratify Auditors                     | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan            | For     | For       | Management |

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CABOT OIL & GAS CORP.

Ticker: COG Security ID: 127097103  
Meeting Date: MAY 4, 2006 Meeting Type: Annual  
Record Date: MAR 22, 2006

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James G. Floyd    | For     | For       | Management |
| 1.2 | Elect Director Robert Kelley     | For     | For       | Management |
| 1.3 | Elect Director P. Dexter Peacock | For     | For       | Management |
| 2   | Increase Authorized Common Stock | For     | For       | Management |
| 3   | Ratify Auditors                  | For     | For       | Management |
| 4   | Other Business                   | For     | Against   | Management |

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CERADYNE, INC.

Ticker: CRDN Security ID: 156710105  
Meeting Date: JUN 6, 2006 Meeting Type: Annual

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Record Date: APR 17, 2006

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Joel P. Moskowitz   | For     | For       | Management |
| 1.2 | Elect Director Richard A. Alliegro | For     | Withhold  | Management |
| 1.3 | Elect Director Frank Edelstein     | For     | For       | Management |
| 1.4 | Elect Director Richard A. Kertson  | For     | For       | Management |
| 1.5 | Elect Director William C. LaCourse | For     | For       | Management |
| 1.6 | Elect Director Milton L. Lohr      | For     | For       | Management |
| 2   | Increase Authorized Common Stock   | For     | For       | Management |

## CERIDIAN CORPORATION

Ticker: CEN Security ID: 156779100  
Meeting Date: MAY 11, 2006 Meeting Type: Annual  
Record Date: MAR 14, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Nicholas D. Chabraja  | For     | For       | Management |
| 1.2 | Elect Director Ronald T. Lemay       | For     | For       | Management |
| 1.3 | Elect Director George R. Lewis       | For     | For       | Management |
| 1.4 | Elect Director L. White Matthews III | For     | For       | Management |
| 1.5 | Elect Director Ronald L. Turner      | For     | For       | Management |
| 1.6 | Elect Director Alan F. White         | For     | For       | Management |

## CHAMPION ENTERPRISES, INC.

Ticker: CHB Security ID: 158496109  
Meeting Date: MAY 3, 2006 Meeting Type: Annual  
Record Date: MAR 10, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert W. Anestis    | For     | For       | Management |
| 1.2 | Elect Director Eric S. Belsky       | For     | For       | Management |
| 1.3 | Elect Director William C. Griffiths | For     | For       | Management |
| 1.4 | Elect Director Selwyn Isakow        | For     | For       | Management |
| 1.5 | Elect Director Brian D. Jellison    | For     | For       | Management |
| 1.6 | Elect Director G. Michael Lynch     | For     | For       | Management |
| 1.7 | Elect Director Thomas A. Madden     | For     | For       | Management |
| 1.8 | Elect Director Shirley D. Peterson  | For     | For       | Management |
| 1.9 | Elect Director David S. Weiss       | For     | For       | Management |

## CHARLES SCHWAB CORP., THE

Ticker: SCHW Security ID: 808513105  
Meeting Date: MAY 18, 2006 Meeting Type: Annual  
Record Date: MAR 20, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Nancy H. Bechtle   | For     | For       | Management |
| 1.2 | Elect Director C. Preston Butcher | For     | For       | Management |
| 1.3 | Elect Director Marjorie Magner    | For     | For       | Management |
| 2   | Declassify the Board of Directors | For     | For       | Management |

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|   |                                                                    |         |         |             |
|---|--------------------------------------------------------------------|---------|---------|-------------|
| 3 | Report on Impact of Flat Tax                                       | Against | Against | Shareholder |
| 4 | Report on Political Contributions                                  | Against | For     | Shareholder |
| 5 | Require a Majority Vote for the Election of Directors              | Against | For     | Shareholder |
| 6 | Submit Severance Agreement (Change in Control) to shareholder Vote | Against | For     | Shareholder |

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### CHICAGO MERCANTILE EXCHANGE HOLDINGS, INC.

Ticker: CME                      Security ID: 167760107  
 Meeting Date: APR 26, 2006      Meeting Type: Annual  
 Record Date: MAR 1, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Dennis H. Chookaszian | For     | For       | Management |
| 1.2 | Elect Director Martin J. Gepsman     | For     | For       | Management |
| 1.3 | Elect Director Elizabeth Harrington  | For     | For       | Management |
| 1.4 | Elect Director Leo Melamed           | For     | For       | Management |
| 1.5 | Elect Director Alex J. Pollock       | For     | For       | Management |
| 1.6 | Elect Director Myron S. Scholes      | For     | For       | Management |
| 1.7 | Elect Director William R. Shepard    | For     | For       | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |

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### CIRCUIT CITY STORES, INC.

Ticker: CC                      Security ID: 172737108  
 Meeting Date: JUN 27, 2006      Meeting Type: Annual  
 Record Date: APR 21, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ronald M. Brill      | For     | For       | Management |
| 1.2 | Elect Director Michael E. Foss      | For     | For       | Management |
| 1.3 | Elect Director Mikael Salovaara     | For     | For       | Management |
| 1.4 | Elect Director Philip J. Schoonover | For     | For       | Management |
| 1.5 | Elect Director Barbara S. Feigin    | For     | For       | Management |
| 2   | Ratify Auditors                     | For     | For       | Management |

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### CITRIX SYSTEMS, INC.

Ticker: CTXS                      Security ID: 177376100  
 Meeting Date: MAY 18, 2006      Meeting Type: Annual  
 Record Date: MAR 20, 2006

| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas F. Bogan | For     | For       | Management |
| 1.2 | Elect Director Gary E. Morin   | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan       | For     | For       | Management |
| 3   | Ratify Auditors                | For     | For       | Management |

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### COACH INC

# Edgar Filing: VALUE LINE FUND INC - Form N-PX

Ticker: COH Security ID: 189754104  
 Meeting Date: NOV 2, 2005 Meeting Type: A  
 Record Date: SEP 14, 2005

| #    | Proposal                | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------|---------|-----------|------------|
| 1.01 | Elect Joseph Ellis      | For     | For       | Management |
| 1.02 | Elect Lew Frankfort     | For     | For       | Management |
| 1.03 | Elect Gary W. Loveman   | For     | For       | Management |
| 1.04 | Elect Ivan Menezes      | For     | For       | Management |
| 1.05 | Elect Irene Miller      | For     | For       | Management |
| 1.06 | Elect Keith Monda       | For     | For       | Management |
| 1.07 | Elect Michael E. Murphy | For     | For       | Management |
| 2    | Amend annual bonus plan | For     | For       | Management |

## COLUMBUS MCKINNON CORP

Ticker: CMCO Security ID: 199333105  
 Meeting Date: AUG 15, 2005 Meeting Type: A  
 Record Date: JUN 24, 2005

| #    | Proposal                   | Mgt Rec | Vote Cast | Sponsor    |
|------|----------------------------|---------|-----------|------------|
| 1.01 | Elect Herbert P. Ladds Jr. | For     | For       | Management |
| 1.02 | Elect Timothy T. Tevens    | For     | For       | Management |
| 1.03 | Elect Carlos Pascual       | For     | For       | Management |
| 1.04 | Elect Richard H. Fleming   | For     | For       | Management |
| 1.05 | Elect Ernest R. Verebelyi  | For     | For       | Management |
| 1.06 | Elect Wallace W. Creek     | For     | For       | Management |
| 1.07 | Elect Stephen Rabinowitz   | For     | For       | Management |
| 1.08 | Elect Linda A. Goodspeed   | For     | For       | Management |

## COMMScope, INC.

Ticker: CTV Security ID: 203372107  
 Meeting Date: MAY 5, 2006 Meeting Type: Annual  
 Record Date: MAR 14, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Frank M. Drendel | For     | For       | Management |
| 1.2 | Elect Director Richard C. Smith | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan      | For     | For       | Management |
| 3   | Ratify Auditors                 | For     | For       | Management |

## CORNING INC.

Ticker: GLW Security ID: 219350105  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James B. Flaws    | For     | For       | Management |
| 1.2 | Elect Director James R. Houghton | For     | For       | Management |
| 1.3 | Elect Director James J. O'Connor | For     | For       | Management |



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|     |                                                  |         |     |             |
|-----|--------------------------------------------------|---------|-----|-------------|
| 1.4 | Elect Director Deborah D. Rieman                 | For     | For | Management  |
| 1.5 | Elect Director Peter F. Volanakis                | For     | For | Management  |
| 1.6 | Elect Director Padmasree Warrior                 | For     | For | Management  |
| 2   | Amend Qualified Employee Stock Purchase Plan     | For     | For | Management  |
| 3   | Amend Executive Incentive Bonus Plan             | For     | For | Management  |
| 4   | Approve Non-Employee Director Omnibus Stock Plan | For     | For | Management  |
| 5   | Ratify Auditors                                  | For     | For | Management  |
| 6   | Declassify the Board of Directors                | Against | For | Shareholder |

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CSX CORP.

Ticker: CSX Security ID: 126408103  
Meeting Date: MAY 3, 2006 Meeting Type: Annual  
Record Date: MAR 3, 2006

| #    | Proposal                              | Mgt Rec | Vote Cast | Sponsor     |
|------|---------------------------------------|---------|-----------|-------------|
| 1.1  | Elect Director Elizabeth E. Bailey    | For     | For       | Management  |
| 1.2  | Elect Director John B. Breaux         | For     | For       | Management  |
| 1.3  | Elect Director Edward J. Kelly, III   | For     | For       | Management  |
| 1.4  | Elect Director Robert D. Kunisch      | For     | For       | Management  |
| 1.5  | Elect Director Southwood J. Morcott   | For     | For       | Management  |
| 1.6  | Elect Director David M. Ratcliffe     | For     | For       | Management  |
| 1.7  | Elect Director William C. Richardson  | For     | For       | Management  |
| 1.8  | Elect Director Frank S. Royal, M.D.   | For     | For       | Management  |
| 1.9  | Elect Director Donald J. Shepard      | For     | For       | Management  |
| 1.10 | Elect Director Michael J. Ward        | For     | For       | Management  |
| 2    | Ratify Auditors                       | For     | For       | Management  |
| 3    | Approve Omnibus Stock Plan            | For     | For       | Management  |
| 4    | Reduce Supermajority Vote Requirement | For     | For       | Management  |
| 5    | Reduce Supermajority Vote Requirement | For     | For       | Management  |
| 6    | Separate Chairman and CEO Positions   | Against | Against   | Shareholder |

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CYMER, INC.

Ticker: CYMI Security ID: 232572107  
Meeting Date: MAY 18, 2006 Meeting Type: Annual  
Record Date: MAR 31, 2006

| #   | Proposal                                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Charles J. Abbe               | For     | For       | Management |
| 1.2 | Elect Director Robert P. Akins               | For     | For       | Management |
| 1.3 | Elect Director Edward H. Braun               | For     | For       | Management |
| 1.4 | Elect Director Michael R. Gaulke             | For     | For       | Management |
| 1.5 | Elect Director William G. Oldham, Ph.D.      | For     | For       | Management |
| 1.6 | Elect Director Peter J. Simone               | For     | For       | Management |
| 1.7 | Elect Director Young K. Sohn                 | For     | For       | Management |
| 1.8 | Elect Director Jon D. Tompkins               | For     | For       | Management |
| 2   | Amend Qualified Employee Stock Purchase Plan | For     | For       | Management |
| 3   | Ratify Auditors                              | For     | For       | Management |

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# Edgar Filing: VALUE LINE FUND INC - Form N-PX

DARDEN RESTAURANTS INC

Ticker: DRI Security ID: 237194105  
 Meeting Date: SEP 21, 2005 Meeting Type: A  
 Record Date: JUL 25, 2005

| #    | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|------|--------------------------------|---------|-----------|------------|
| 1.01 | Elect Leonard L. Berry         | For     | For       | Management |
| 1.02 | Elect Odie C. Donald           | For     | For       | Management |
| 1.03 | Elect David H. Hughes          | For     | For       | Management |
| 1.04 | Elect Charles A. Ledsinger Jr. | For     | For       | Management |
| 1.05 | Elect Joe R. Lee               | For     | For       | Management |
| 1.06 | Elect William M. Lewis Jr      | For     | For       | Management |
| 1.07 | Elect Connie Mack III          | For     | For       | Management |
| 1.08 | Elect Andrew H. Madsen         | For     | For       | Management |
| 1.09 | Elect Clarence Otis Jr.        | For     | For       | Management |
| 1.10 | Elect Michael D. Rose          | For     | For       | Management |
| 1.11 | Elect Maria A. Sastre          | For     | For       | Management |
| 1.12 | Elect Jack A. Smith            | For     | For       | Management |
| 1.13 | Elect Blaine Sweatt III        | For     | For       | Management |
| 1.14 | Elect Rita P. Wilson           | For     | For       | Management |
| 2    | Ratify selection of auditors   | For     | For       | Management |

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DOVER CORP.

Ticker: DOV Security ID: 260003108  
 Meeting Date: APR 18, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

| #    | Proposal                      | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------|---------|-----------|------------|
| 1.1  | Elect Director D.H. Benson    | For     | For       | Management |
| 1.2  | Elect Director R.W. Cremin    | For     | For       | Management |
| 1.3  | Elect Director J-P.M. Ergas   | For     | For       | Management |
| 1.4  | Elect Director K.C. Graham    | For     | For       | Management |
| 1.5  | Elect Director R.L. Hoffman   | For     | For       | Management |
| 1.6  | Elect Director J.L. Koley     | For     | For       | Management |
| 1.7  | Elect Director R.K. Lochridge | For     | For       | Management |
| 1.8  | Elect Director T.L. Reece     | For     | For       | Management |
| 1.9  | Elect Director B.G. Rethore   | For     | For       | Management |
| 1.10 | Elect Director M.B. Stubbs    | For     | For       | Management |
| 1.11 | Elect Director M.A. Winston   | For     | For       | Management |
| 2    | Other Business                | For     | Against   | Management |

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E\*TRADE FINANCIAL CORP.

Ticker: ET Security ID: 269246104  
 Meeting Date: MAY 25, 2006 Meeting Type: Annual  
 Record Date: APR 3, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael K. Parks   | For     | For       | Management |
| 1.2 | Elect Director Lewis E. Randall   | For     | For       | Management |
| 1.3 | Elect Director Stephen H. Willard | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

# Edgar Filing: VALUE LINE FUND INC - Form N-PX

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EAGLE MATERIALS INC.

Ticker: EXP Security ID: 26969P108  
Meeting Date: APR 11, 2006 Meeting Type: Special  
Record Date: MAR 8, 2006

| # | Proposal                                                     | Mgt Rec | Vote Cast | Sponsor    |
|---|--------------------------------------------------------------|---------|-----------|------------|
| 1 | Amend Articles to Reclassify Common and Class B Common Stock | For     | For       | Management |

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EOG RESOURCES, INC.

Ticker: EOG Security ID: 26875P101  
Meeting Date: MAY 2, 2006 Meeting Type: Annual  
Record Date: MAR 6, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director George A. Alcorn      | For     | For       | Management |
| 1.2 | Elect Director Charles R. Crisp      | For     | For       | Management |
| 1.3 | Elect Director Mark G. Papa          | For     | For       | Management |
| 1.4 | Elect Director Edmund P. Segner, III | For     | For       | Management |
| 1.5 | Elect Director William D. Stevens    | For     | For       | Management |
| 1.6 | Elect Director H. Leighton Steward   | For     | For       | Management |
| 1.7 | Elect Director Donald F. Textor      | For     | For       | Management |
| 1.8 | Elect Director Frank G. Wisner       | For     | For       | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |

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EXPEDITORS INTERNATIONAL OF WASHINGTON, INC.

Ticker: EXPD Security ID: 302130109  
Meeting Date: MAY 3, 2006 Meeting Type: Annual  
Record Date: MAR 10, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor     |
|-----|-------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Peter J. Rose        | For     | For       | Management  |
| 1.2 | Elect Director James L.K. Wang      | For     | For       | Management  |
| 1.3 | Elect Director R. Jordan Gates      | For     | For       | Management  |
| 1.4 | Elect Director James J. Casey       | For     | For       | Management  |
| 1.5 | Elect Director Dan P. Kourkouvelis  | For     | For       | Management  |
| 1.6 | Elect Director Michael J. Malone    | For     | For       | Management  |
| 1.7 | Elect Director John W. Meisenbach   | For     | For       | Management  |
| 2   | Approve Stock Option Plan           | For     | For       | Management  |
| 3   | Ratify Auditors                     | For     | For       | Management  |
| 4   | Implement Sexual Orientation Policy | Against | For       | Shareholder |

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EXPRESS SCRIPTS, INC.

Ticker: ESRX Security ID: 302182100  
Meeting Date: MAY 24, 2006 Meeting Type: Annual  
Record Date: MAR 31, 2006

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| #    | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|------|--------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Gary G. Benanav       | For     | For       | Management |
| 1.2  | Elect Director Frank J. Borelli      | For     | For       | Management |
| 1.3  | Elect Director Maura C. Breen        | For     | For       | Management |
| 1.4  | Elect Director Nicholas J. LaHowchic | For     | For       | Management |
| 1.5  | Elect Director Thomas P. Mac Mahon   | For     | For       | Management |
| 1.6  | Elect Director John O. Parker, Jr.   | For     | For       | Management |
| 1.7  | Elect Director George Paz            | For     | For       | Management |
| 1.8  | Elect Director Samuel K. Skinner     | For     | For       | Management |
| 1.9  | Elect Director Seymour Sternberg     | For     | For       | Management |
| 1.10 | Elect Director Barrett A. Toan       | For     | For       | Management |
| 1.11 | Elect Director Howard L. Waltman     | For     | For       | Management |
| 2    | Increase Authorized Common Stock     | For     | For       | Management |
| 3    | Amend Omnibus Stock Plan             | For     | For       | Management |
| 4    | Ratify Auditors                      | For     | For       | Management |

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FAIR ISAAC CORP.

Ticker: FIC Security ID: 303250104  
Meeting Date: FEB 6, 2006 Meeting Type: Annual  
Record Date: DEC 9, 2005

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director A. George Battle     | For     | For       | Management |
| 1.2 | Elect Director Andrew Cecere        | For     | For       | Management |
| 1.3 | Elect Director Tony J. Christianson | For     | For       | Management |
| 1.4 | Elect Director Thomas G. Grudnowski | For     | For       | Management |
| 1.5 | Elect Director Alex W. Hart         | For     | For       | Management |
| 1.6 | Elect Director Guy R. Henshaw       | For     | For       | Management |
| 1.7 | Elect Director William J. Lansing   | For     | For       | Management |
| 1.8 | Elect Director Margaret L. Taylor   | For     | For       | Management |
| 2   | Ratify Auditors                     | For     | For       | Management |

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FASTENAL CO.

Ticker: FAST Security ID: 311900104  
Meeting Date: APR 18, 2006 Meeting Type: Annual  
Record Date: FEB 20, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert A. Kierlin    | For     | Withhold  | Management |
| 1.2 | Elect Director Stephen M. Slaggie   | For     | Withhold  | Management |
| 1.3 | Elect Director Michael M. Gostonski | For     | For       | Management |
| 1.4 | Elect Director John D. Remick       | For     | For       | Management |
| 1.5 | Elect Director Henry K. McConnon    | For     | For       | Management |
| 1.6 | Elect Director Robert A. Hansen     | For     | For       | Management |
| 1.7 | Elect Director Willard D. Oberton   | For     | Withhold  | Management |
| 1.8 | Elect Director Michael J. Dolan     | For     | For       | Management |
| 1.9 | Elect Director Reyne K. Wisecup     | For     | Withhold  | Management |
| 2   | Ratify Auditors                     | For     | For       | Management |

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FLORIDA ROCK INDUSTRIES, INC.

## Edgar Filing: VALUE LINE FUND INC - Form N-PX

Ticker: FRK Security ID: 341140101  
Meeting Date: FEB 1, 2006 Meeting Type: Annual  
Record Date: DEC 13, 2005

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John A. Delaney         | For     | For       | Management |
| 1.2 | Elect Director William P. Foley, II    | For     | For       | Management |
| 1.3 | Elect Director Robert P. Crozer        | For     | For       | Management |
| 1.4 | Elect Director Edward L. Baker         | For     | For       | Management |
| 1.5 | Elect Director J. Dix Druce, Jr.       | For     | For       | Management |
| 1.6 | Elect Director John D. Milton, Jr.     | For     | For       | Management |
| 1.7 | Elect Director William H. Walton, III  | For     | For       | Management |
| 2   | Approve Executive Incentive Bonus Plan | For     | For       | Management |
| 3   | Increase Authorized Common Stock       | For     | For       | Management |

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FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101  
Meeting Date: JAN 26, 2006 Meeting Type: Annual  
Record Date: NOV 30, 2005

| #    | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|------|---------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Samuel H. Armacost     | For     | For       | Management |
| 1.2  | Elect Director Harmon E. Burns        | For     | For       | Management |
| 1.3  | Elect Director Charles Crocker        | For     | For       | Management |
| 1.4  | Elect Director Joseph R. Hardiman     | For     | For       | Management |
| 1.5  | Elect Director Robert D. Joffe        | For     | For       | Management |
| 1.6  | Elect Director Charles B. Johnson     | For     | For       | Management |
| 1.7  | Elect Director Rupert H. Johnson, Jr. | For     | For       | Management |
| 1.8  | Elect Director Thomas H. Kean         | For     | For       | Management |
| 1.9  | Elect Director Chutta Ratnathicam     | For     | For       | Management |
| 1.10 | Elect Director Peter M. Sacerdote     | For     | For       | Management |
| 1.11 | Elect Director Laura Stein            | For     | For       | Management |
| 1.12 | Elect Director Anne M. Tatlock        | For     | For       | Management |
| 1.13 | Elect Director Louis E. Woodworth     | For     | For       | Management |
| 2    | Ratify Auditors                       | For     | For       | Management |

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GENERAL CABLE CORP.

Ticker: BGC Security ID: 369300108  
Meeting Date: MAY 18, 2006 Meeting Type: Annual  
Record Date: MAR 20, 2006

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gregory E. Lawton | For     | For       | Management |
| 1.2 | Elect Director Craig P. Omlvedt  | For     | For       | Management |
| 2   | Ratify Auditors                  | For     | For       | Management |

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GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103  
Meeting Date: MAY 10, 2006 Meeting Type: Annual  
Record Date: MAR 22, 2006

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| #   | Proposal                                                | Mgt Rec | Vote Cast | Sponsor     |
|-----|---------------------------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Paul Berg                                | For     | For       | Management  |
| 1.2 | Elect Director John F. Cogan                            | For     | For       | Management  |
| 1.3 | Elect Director Etienne F. Davignon                      | For     | For       | Management  |
| 1.4 | Elect Director James M. Denny                           | For     | For       | Management  |
| 1.5 | Elect Director John W. Madigan                          | For     | For       | Management  |
| 1.6 | Elect Director John C. Martin                           | For     | For       | Management  |
| 1.7 | Elect Director Gordon E. Moore                          | For     | For       | Management  |
| 1.8 | Elect Director Nicholas G. Moore                        | For     | For       | Management  |
| 1.9 | Elect Director Gayle E. Wilson                          | For     | For       | Management  |
| 2   | Ratify Auditors                                         | For     | For       | Management  |
| 3   | Amend Omnibus Stock Plan                                | For     | For       | Management  |
| 4   | Approve Executive Incentive Bonus Plan                  | For     | For       | Management  |
| 5   | Increase Authorized Common Stock                        | For     | For       | Management  |
| 6   | Report on Impact of HIV/AIDS, TB, and Malaria Pandemics | Against | For       | Shareholder |

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GUESS?, INC.

Ticker: GES Security ID: 401617105  
Meeting Date: MAY 9, 2006 Meeting Type: Annual  
Record Date: APR 4, 2006

| #   | Proposal                                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Carlos Alberini                 | For     | For       | Management |
| 1.2 | Elect Director Alice Kane                      | For     | For       | Management |
| 2   | Amend Non-Employee Director Omnibus Stock Plan | For     | Against   | Management |
| 3   | Ratify Auditors                                | For     | For       | Management |

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GYMBOREE CORP.

, THE

Ticker: GYMB Security ID: 403777105  
Meeting Date: JUN 13, 2006 Meeting Type: Annual  
Record Date: APR 21, 2006

| #   | Proposal                                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Matthew K. McCauley           | For     | For       | Management |
| 1.2 | Elect Director Blair W. Lambert              | For     | For       | Management |
| 1.3 | Elect Director Gary M. Heil                  | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan                     | For     | For       | Management |
| 3   | Amend Qualified Employee Stock Purchase Plan | For     | For       | Management |
| 4   | Ratify Auditors                              | For     | For       | Management |

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HALLIBURTON CO.

Ticker: HAL Security ID: 406216101  
Meeting Date: MAY 17, 2006 Meeting Type: Annual  
Record Date: MAR 20, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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|      |                                                       |         |         |             |
|------|-------------------------------------------------------|---------|---------|-------------|
| 1.1  | Elect Director Alan M. Bennett                        | For     | For     | Management  |
| 1.2  | Elect Director James R. Boyd                          | For     | For     | Management  |
| 1.3  | Elect Director Robert L. Crandall                     | For     | For     | Management  |
| 1.4  | Elect Director Kenneth T. Derr                        | For     | For     | Management  |
| 1.5  | Elect Director S.Malcolm Gillis                       | For     | For     | Management  |
| 1.6  | Elect Director W.R. Howell                            | For     | For     | Management  |
| 1.7  | Elect Director Ray L. Hunt                            | For     | For     | Management  |
| 1.8  | Elect Director David J. Lesar                         | For     | For     | Management  |
| 1.9  | Elect Director J.Landis Martin                        | For     | For     | Management  |
| 1.10 | Elect Director Jay A. Precourt                        | For     | For     | Management  |
| 1.11 | Elect Director Debra L. Reed                          | For     | For     | Management  |
| 2    | Ratify Auditors                                       | For     | For     | Management  |
| 3    | Increase Authorized Common Stock                      | For     | For     | Management  |
| 4    | Amend Terms of Severance Payments to Executives       | For     | For     | Management  |
| 5    | Review Human Rights Standards                         | Against | For     | Shareholder |
| 6    | Require a Majority Vote for the Election of Directors | Against | For     | Shareholder |
| 7    | Amend Terms of Existing Poison Pill                   | Against | Against | Shareholder |

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### HANOVER INSURANCE GROUP INC

Ticker: THG                      Security ID: 410867105  
 Meeting Date: MAY 16, 2006      Meeting Type: Annual  
 Record Date: MAR 24, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Frederick H. Eppinger | For     | For       | Management |
| 1.2 | Elect Director Gail L. Harrison      | For     | For       | Management |
| 1.3 | Elect Director Joseph R. Ramrath     | For     | For       | Management |
| 1.4 | Elect Director David J. Gallitano    | For     | For       | Management |
| 1.5 | Elect Director Neal F. Finnegan      | For     | For       | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |
| 3   | Approve Omnibus Stock Plan           | For     | Against   | Management |

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### HEALTH EXTRAS, INC.

Ticker: HLEX                      Security ID: 422211102  
 Meeting Date: JUN 6, 2006      Meeting Type: Annual  
 Record Date: APR 21, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Daniel J. Houston    | For     | For       | Management |
| 1.2 | Elect Director Michael R. McDonnell | For     | For       | Management |
| 1.3 | Elect Director Dale B. Wolf         | For     | For       | Management |
| 1.4 | Elect Director Steven B. Epstein    | For     | Withhold  | Management |
| 2   | Approve Omnibus Stock Plan          | For     | For       | Management |
| 3   | Ratify Auditors                     | For     | For       | Management |

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### HELIX ENERGY SOLUTIONS INC

Ticker: HLX                      Security ID: 42330P107  
 Meeting Date: MAY 8, 2006      Meeting Type: Annual

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Record Date: MAR 21, 2006

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director T. William Porter, III | For     | For       | Management |
| 1.2 | Elect Director William L. Transier    | For     | For       | Management |

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HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103  
Meeting Date: MAR 15, 2006 Meeting Type: Annual  
Record Date: JAN 17, 2006

| #    | Proposal                                                 | Mgt Rec | Vote Cast       | Sponsor     |
|------|----------------------------------------------------------|---------|-----------------|-------------|
| 1.1  | Elect Director P.C. Dunn                                 | For     | Did Not<br>Vote | Management  |
| 1.2  | Elect Director L.T. Babbio, Jr.                          | For     | Did Not<br>Vote | Management  |
| 1.3  | Elect Director S.M. Baldauf                              | For     | Did Not<br>Vote | Management  |
| 1.4  | Elect Director R.A. Hackborn                             | For     | Did Not<br>Vote | Management  |
| 1.5  | Elect Director J.H. Hammergren                           | For     | Did Not<br>Vote | Management  |
| 1.6  | Elect Director M.V. Hurd                                 | For     | Did Not<br>Vote | Management  |
| 1.7  | Elect Director G.A. Keyworth II                          | For     | Did Not<br>Vote | Management  |
| 1.8  | Elect Director T.J. Perkins                              | For     | Did Not<br>Vote | Management  |
| 1.9  | Elect Director R.L. Ryan                                 | For     | Did Not<br>Vote | Management  |
| 1.10 | Elect Director L.S. Salhany                              | For     | Did Not<br>Vote | Management  |
| 1.11 | Elect Director R.P. Wayman                               | For     | Did Not<br>Vote | Management  |
| 2    | Ratify Auditors                                          | For     | Did Not<br>Vote | Management  |
| 3    | Approve Executive Incentive Bonus Plan                   | For     | Did Not<br>Vote | Management  |
| 4    | Require a Majority Vote for the Election<br>of Directors | Against | Did Not<br>Vote | Shareholder |
| 5    | Claw-Back of Payments under Restatement                  | Against | Did Not<br>Vote | Shareholder |

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HOME DEPOT, INC. (THE)

Ticker: HD Security ID: 437076102  
Meeting Date: MAY 25, 2006 Meeting Type: Annual  
Record Date: MAR 28, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gregory D. Brenneman  | For     | Withhold  | Management |
| 1.2 | Elect Director John L. Clendenin     | For     | Withhold  | Management |
| 1.3 | Elect Director Claudio X. Gonzalez   | For     | Withhold  | Management |
| 1.4 | Elect Director Milledge A. Hart, III | For     | Withhold  | Management |
| 1.5 | Elect Director Bonnie G. Hill        | For     | Withhold  | Management |



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|      |                                                                    |         |          |             |
|------|--------------------------------------------------------------------|---------|----------|-------------|
| 1.6  | Elect Director Laban P. Jackson, Jr.                               | For     | Withhold | Management  |
| 1.7  | Elect Director Lawrence R. Johnston                                | For     | Withhold | Management  |
| 1.8  | Elect Director Kenneth G. Langone                                  | For     | Withhold | Management  |
| 1.9  | Elect Director Angelo R. Mozilo                                    | For     | For      | Management  |
| 1.10 | Elect Director Robert L. Nardelli                                  | For     | Withhold | Management  |
| 1.11 | Elect Director Thomas J. Ridge                                     | For     | Withhold | Management  |
| 2    | Ratify Auditors                                                    | For     | For      | Management  |
| 3    | Increase Disclosure of Executive Compensation                      | Against | For      | Shareholder |
| 4    | Report on EEOC-Related Activities                                  | Against | For      | Shareholder |
| 5    | Separate Chairman and CEO Positions                                | Against | For      | Shareholder |
| 6    | Require a Majority Vote for the Election of Directors              | Against | For      | Shareholder |
| 7    | Submit Supplemental Executive Retirement Plans to Shareholder vote | Against | For      | Shareholder |
| 8    | Report on Political Contributions                                  | Against | For      | Shareholder |
| 9    | Increase Disclosure of Executive Compensation                      | Against | For      | Shareholder |
| 10   | Affirm Political Non-partisanship                                  | Against | Against  | Shareholder |

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### INGRAM MICRO, INC.

Ticker: IM Security ID: 457153104  
 Meeting Date: MAY 31, 2006 Meeting Type: Annual  
 Record Date: APR 3, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John R. Ingram     | For     | For       | Management |
| 1.2 | Elect Director Dale R. Laurance   | For     | For       | Management |
| 1.3 | Elect Director Kevin M. Murai     | For     | For       | Management |
| 1.4 | Elect Director Gerhard Schulmeyer | For     | For       | Management |

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### INTERNET SECURITY SYSTEMS, INC.

Ticker: ISSX Security ID: 46060X107  
 Meeting Date: MAY 26, 2006 Meeting Type: Annual  
 Record Date: APR 7, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas E. Noonan | For     | For       | Management |
| 1.2 | Elect Director Sam Nunn         | For     | For       | Management |
| 1.3 | Elect Director David N. Strohm  | For     | For       | Management |

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### INTERSIL CORPORATION

Ticker: ISIL Security ID: 46069S109  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 17, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard M. Beyer   | For     | For       | Management |
| 1.2 | Elect Director Dr. Robert W. Conn | For     | For       | Management |
| 1.3 | Elect Director James V. Diller    | For     | For       | Management |

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|     |                                     |     |     |            |
|-----|-------------------------------------|-----|-----|------------|
| 1.4 | Elect Director Gary E. Gist         | For | For | Management |
| 1.5 | Elect Director Mercedes Johnson     | For | For | Management |
| 1.6 | Elect Director Gregory Lang         | For | For | Management |
| 1.7 | Elect Director Jan Peeters          | For | For | Management |
| 1.8 | Elect Director Robert N. Pokelwaldt | For | For | Management |
| 1.9 | Elect Director James A. Urry        | For | For | Management |
| 2   | Ratify Auditors                     | For | For | Management |
| 3   | Amend Omnibus Stock Plan            | For | For | Management |

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### INVESTMENT TECHNOLOGY GROUP, INC.

Ticker: ITG Security ID: 46145F105  
 Meeting Date: MAY 9, 2006 Meeting Type: Annual  
 Record Date: MAR 15, 2006

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director J. William Burdett      | For     | For       | Management |
| 1.2 | Elect Director William I Jacobs        | For     | For       | Management |
| 1.3 | Elect Director Timothy L. Jones        | For     | For       | Management |
| 1.4 | Elect Director Raymond L. Killian, Jr. | For     | For       | Management |
| 1.5 | Elect Director Robert L. King          | For     | For       | Management |
| 1.6 | Elect Director Maureen O'Hara          | For     | For       | Management |
| 1.7 | Elect Director Brian J. Steck          | For     | For       | Management |
| 2   | Ratify Auditors                        | For     | For       | Management |

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### JABIL CIRCUIT, INC.

Ticker: JBL Security ID: 466313103  
 Meeting Date: JAN 19, 2006 Meeting Type: Annual  
 Record Date: NOV 28, 2005

| #   | Proposal                                     | Mgt Rec | Vote Cast       | Sponsor    |
|-----|----------------------------------------------|---------|-----------------|------------|
| 1.1 | Elect Director Laurence S. Grafstein         | For     | Did Not<br>Vote | Management |
| 1.2 | Elect Director Mel S. Lavitt                 | For     | Did Not<br>Vote | Management |
| 1.3 | Elect Director Timothy L. Main               | For     | Did Not<br>Vote | Management |
| 1.4 | Elect Director William D. Morean             | For     | Did Not<br>Vote | Management |
| 1.5 | Elect Director Lawrence J. Murphy            | For     | Did Not<br>Vote | Management |
| 1.6 | Elect Director Frank A. Newman               | For     | Did Not<br>Vote | Management |
| 1.7 | Elect Director Steven A. Raymund             | For     | Did Not<br>Vote | Management |
| 1.8 | Elect Director Thomas A. Sansone             | For     | Did Not<br>Vote | Management |
| 1.9 | Elect Director Kathleen A. Walters           | For     | Did Not<br>Vote | Management |
| 2   | Amend Omnibus Stock Plan                     | For     | Did Not<br>Vote | Management |
| 3   | Approve Executive Incentive Bonus Plan       | For     | Did Not<br>Vote | Management |
| 4   | Amend Qualified Employee Stock Purchase Plan | For     | Did Not<br>Vote | Management |

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|   |                 |     |                 |            |
|---|-----------------|-----|-----------------|------------|
| 5 | Ratify Auditors | For | Did Not<br>Vote | Management |
| 6 | Other Business  | For | Did Not<br>Vote | Management |

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LAMSON & SESSIONS CO.

Ticker: LMS Security ID: 513696104  
Meeting Date: APR 28, 2006 Meeting Type: Annual  
Record Date: MAR 1, 2006

| #   | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John C. Dannemiller      | For     | For       | Management |
| 1.2 | Elect Director George R. Hill           | For     | For       | Management |
| 1.3 | Elect Director William H. Coquillette   | For     | For       | Management |
| 1.4 | Elect Director Michael J. Merriman, Jr. | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan                | For     | For       | Management |

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LEGG MASON INC

Ticker: LM Security ID: 524901105  
Meeting Date: JUL 19, 2005 Meeting Type: A  
Record Date: MAY 20, 2005

| #    | Proposal                                    | Mgt Rec | Vote Cast | Sponsor    |
|------|---------------------------------------------|---------|-----------|------------|
| 1.01 | Elect Dennis R. Beresford                   | For     | For       | Management |
| 1.02 | Elect Edward I. O'Brien                     | For     | For       | Management |
| 1.03 | Elect Roger W. Schipke                      | For     | For       | Management |
| 1.04 | Elect Nicholas J. St. George                | For     | For       | Management |
| 2    | Reapprove option/bonus plan for OBRA        | For     | For       | Management |
| 3    | Adopt the Non-Employee Director Equity Plan | For     | Against   | Management |

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MARVELL TECHNOLOGY GROUP LTD

Ticker: MRVL Security ID: G5876H105  
Meeting Date: JUN 9, 2006 Meeting Type: Annual  
Record Date: APR 12, 2006

| #   | Proposal                                                                                                                                                                                                                 | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Sehat Sutardja, Ph.D.                                                                                                                                                                                     | For     | Withhold  | Management |
| 1.2 | Elect Director Weili Dai                                                                                                                                                                                                 | For     | Withhold  | Management |
| 1.3 | Elect Director Pantas Sutardja, Ph.D.                                                                                                                                                                                    | For     | For       | Management |
| 1.4 | Elect Director Arturo Krueger                                                                                                                                                                                            | For     | For       | Management |
| 2   | TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX THEIR REMUNERATION FOR THE 2007 FISCAL YEAR ENDING JANUARY 27, 2007. | For     | For       | Management |
| 3   | TO APPROVE AN INCREASE TO THE COMPANY S AUTHORIZED SHARE CAPITAL.                                                                                                                                                        | For     | For       | Management |
| 4   | TO APPROVE AN AMENDMENT TO THE COMPANY S                                                                                                                                                                                 | For     | Against   | Management |

## Edgar Filing: VALUE LINE FUND INC - Form N-PX

SECOND AMENDED AND RESTATED BYE-LAWS TO  
AMEND THE PROVISION RELATED TO  
INDEMNIFICATION OF DIRECTORS AND  
OFFICERS.

MATSUSHITA ELECTRIC INDUSTRIAL CO. LTD.

Ticker: 6752 Security ID: 576879209  
Meeting Date: JUN 28, 2006 Meeting Type: Annual  
Record Date: MAR 30, 2006

| #    | Proposal                                                                                                                                                                                                                          | Mgt Rec | Vote Cast | Sponsor    |
|------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|-----------|------------|
| 1    | TO APPROVE THE PROPOSED ALLOCATION OF PROFIT WITH RESPECT TO THE 99TH FISCAL PERIOD                                                                                                                                               | For     | For       | Management |
| 2    | TO MAKE PARTIAL AMENDMENTS TO THE COMPANY S ARTICLES OF INCORPORATION                                                                                                                                                             | For     | Against   | Management |
| 3.1  | Elect Director Masayuki Matsushita                                                                                                                                                                                                | For     | For       | Management |
| 3.2  | Elect Director Kunio Nakamura                                                                                                                                                                                                     | For     | For       | Management |
| 3.3  | Elect Director Takami Sano                                                                                                                                                                                                        | For     | For       | Management |
| 3.4  | Elect Director Susumu Koike                                                                                                                                                                                                       | For     | For       | Management |
| 3.5  | Elect Director Tetsuya Kawakami                                                                                                                                                                                                   | For     | For       | Management |
| 3.6  | Elect Director Fumio Ohtsubo                                                                                                                                                                                                      | For     | For       | Management |
| 3.7  | Elect Director Toshihiro Sakamoto                                                                                                                                                                                                 | For     | For       | Management |
| 3.8  | Elect Director Takahiro Mori                                                                                                                                                                                                      | For     | For       | Management |
| 3.9  | Elect Director Shinichi Fukushima                                                                                                                                                                                                 | For     | For       | Management |
| 3.10 | Elect Director Ikuo Uno                                                                                                                                                                                                           | For     | For       | Management |
| 3.11 | Elect Director Yoshifumi Nishikawa                                                                                                                                                                                                | For     | For       | Management |
| 3.12 | Elect Director Hidetsugu Otsuru                                                                                                                                                                                                   | For     | For       | Management |
| 3.13 | Elect Director Mikio Ito                                                                                                                                                                                                          | For     | For       | Management |
| 3.14 | Elect Director Ikusaburo Kashima                                                                                                                                                                                                  | For     | For       | Management |
| 3.15 | Elect Director Masaharu Matsushita                                                                                                                                                                                                | For     | For       | Management |
| 3.16 | Elect Director Shunzo Ushimaru                                                                                                                                                                                                    | For     | For       | Management |
| 3.17 | Elect Director Junji Esaka                                                                                                                                                                                                        | For     | For       | Management |
| 4    | TO ELECT 1 CORPORATE AUDITOR                                                                                                                                                                                                      | For     | For       | Management |
| 5    | TO APPROVE THE PAYMENT OF RETIREMENT ALLOWANCES TO RETIRING DIRECTORS FOR THEIR MERITORIOUS SERVICE AND FINAL ALLOWANCES RELATED TO THE TERMINATION OF THE COMPANY S BENEFIT SYSTEM FOR RETIRING DIRECTORS AND CORPORATE AUDITORS | For     | Against   | Management |

MCDERMOTT INTERNATIONAL, INC.

Ticker: MDR Security ID: 580037109  
Meeting Date: JAN 18, 2006 Meeting Type: Special  
Record Date: DEC 9, 2005

| # | Proposal                                                                                                                                                                                                                                                       | Mgt Rec | Vote Cast    | Sponsor    |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|--------------|------------|
| 1 | APPROVING, SUBJECT TO SUCH CHANGES AS MCDERMOTT S BOARD OF DIRECTORS MAY SUBSEQUENTLY APPROVE, THE SETTLEMENT CONTEMPLATED BY THE PROPOSED SETTLEMENT AGREEMENT ATTACHED TO THE PROXY STATEMENT, AND THE FORM, TERMS, PROVISIONS AND MCDERMOTT S EXECUTION OF, | For     | Did Not Vote | Management |

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MCDERMOTT INTERNATIONAL, INC.

Ticker: MDR Security ID: 580037109  
Meeting Date: MAY 3, 2006 Meeting Type: Annual  
Record Date: MAR 24, 2006

| #   | Proposal                                                                                                                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------------------------------------------------------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert L. Howard                                                                                                 | For     | For       | Management |
| 1.2 | Elect Director D. Bradley McWilliams                                                                                            | For     | For       | Management |
| 1.3 | Elect Director Thomas C Schievelbein                                                                                            | For     | For       | Management |
| 1.4 | Elect Director Robert W. Goldman                                                                                                | For     | For       | Management |
| 2   | APPROVE AMENDED AND RESTATED 2001 DIRECTORS AND OFFICERS LONG-TERM INCENTIVE PLAN.                                              | For     | For       | Management |
| 3   | APPROVE EXECUTIVE INCENTIVE COMPENSATION PLAN.                                                                                  | For     | For       | Management |
| 4   | RATIFICATION OF APPOINTMENT OF MCDERMOTT S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2006. | For     | For       | Management |

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MICREL, INC.

Ticker: MCRL Security ID: 594793101  
Meeting Date: MAY 25, 2006 Meeting Type: Annual  
Record Date: MAR 31, 2006

| #   | Proposal                                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Raymond D. Zinn                 | For     | For       | Management |
| 1.2 | Elect Director Michael J. Callahan             | For     | For       | Management |
| 1.3 | Elect Director David W. Conrath                | For     | For       | Management |
| 1.4 | Elect Director George Kelly                    | For     | For       | Management |
| 1.5 | Elect Director Donald H. Livingstone           | For     | For       | Management |
| 2   | Ratify Auditors                                | For     | For       | Management |
| 3   | Approve Qualified Employee Stock Purchase Plan | For     | For       | Management |
| 4   | Establish Range For Board Size                 | For     | For       | Management |

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MOLECULAR DEVICES CORP.

Ticker: MDCC Security ID: 60851C107  
Meeting Date: MAY 11, 2006 Meeting Type: Annual  
Record Date: MAR 30, 2006

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Joseph D. Keegan, Ph.D. | For     | For       | Management |
| 1.2 | Elect Director Moshe H. Alafi          | For     | For       | Management |
| 1.3 | Elect Director David L. Anderson       | For     | For       | Management |
| 1.4 | Elect Director A. Blaine Bowman        | For     | For       | Management |
| 1.5 | Elect Director Alan Finkel, Ph.D.      | For     | For       | Management |
| 1.6 | Elect Director Andre F. Marion         | For     | Withhold  | Management |
| 1.7 | Elect Director Harden M. Mcconnell Phd | For     | For       | Management |

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|     |                                      |     |     |            |
|-----|--------------------------------------|-----|-----|------------|
| 1.8 | Elect Director J. Allan Waitz, Ph.D. | For | For | Management |
| 2   | Ratify Auditors                      | For | For | Management |

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### MONSTER WORLDWIDE, INC.

Ticker: MNST                      Security ID: 611742107  
 Meeting Date: JUN 7, 2006      Meeting Type: Annual  
 Record Date: APR 25, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor     |
|-----|-----------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Andrew J. McKelvey | For     | For       | Management  |
| 1.2 | Elect Director George R. Eisele   | For     | For       | Management  |
| 1.3 | Elect Director John Gaulding      | For     | For       | Management  |
| 1.4 | Elect Director Michael Kaufman    | For     | For       | Management  |
| 1.5 | Elect Director Ronald J. Kramer   | For     | For       | Management  |
| 1.6 | Elect Director David A. Stein     | For     | For       | Management  |
| 1.7 | Elect Director John Swann         | For     | For       | Management  |
| 2   | Ratify Auditors                   | For     | For       | Management  |
| 3   | Report on Board Diversity         | None    | Against   | Shareholder |

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### MOODY'S CORPORATION

Ticker: MCO                      Security ID: 615369105  
 Meeting Date: APR 25, 2006      Meeting Type: Annual  
 Record Date: MAR 1, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor     |
|-----|-----------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Ewald Kist         | For     | For       | Management  |
| 1.2 | Elect Director Henry A. McKinnell | For     | For       | Management  |
| 1.3 | Elect Director John K. Wulff      | For     | For       | Management  |
| 2   | Ratify Auditors                   | For     | For       | Management  |
| 3   | Declassify the Board of Directors | Against | For       | Shareholder |

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### MPS GROUP INC

Ticker: MPS                      Security ID: 553409103  
 Meeting Date: MAY 18, 2006      Meeting Type: Annual  
 Record Date: MAR 31, 2006

| #   | Proposal                                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Derek E. Dewan                | For     | For       | Management |
| 1.2 | Elect Director Timothy D. Payne              | For     | For       | Management |
| 1.3 | Elect Director Peter J. Tanous               | For     | For       | Management |
| 1.4 | Elect Director T. Wayne Davis                | For     | For       | Management |
| 1.5 | Elect Director John R. Kennedy               | For     | For       | Management |
| 1.6 | Elect Director Michael D. Abney              | For     | For       | Management |
| 1.7 | Elect Director William M. Isaac              | For     | For       | Management |
| 1.8 | Elect Director Darla D. Moore                | For     | For       | Management |
| 1.9 | Elect Director Arthur B. Laffer, Ph.D.       | For     | For       | Management |
| 2   | Amend Qualified Employee Stock Purchase Plan | For     | For       | Management |

# Edgar Filing: VALUE LINE FUND INC - Form N-PX

## NATIONAL INSTRUMENTS CORP.

Ticker: NATI Security ID: 636518102  
 Meeting Date: MAY 9, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ben G. Streetman | For     | For       | Management |
| 1.2 | Elect Director R. Gary Daniels  | For     | For       | Management |
| 1.3 | Elect Director Duy-Loan T. Le   | For     | For       | Management |

## NEWPORT CORP.

Ticker: NEWP Security ID: 651824104  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert L. Guyett     | For     | For       | Management |
| 1.2 | Elect Director Kenneth F. Potashner | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan          | For     | For       | Management |

## NVIDIA CORPORATION

Ticker: NVDA Security ID: 67066G104  
 Meeting Date: JUN 22, 2006 Meeting Type: Annual  
 Record Date: APR 24, 2006

| #   | Proposal                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Tench Cox     | For     | For       | Management |
| 1.2 | Elect Director Mark L. Perry | For     | For       | Management |
| 2   | Ratify Auditors              | For     | For       | Management |

## OAKLEY, INC.

Ticker: OO Security ID: 673662102  
 Meeting Date: JUN 9, 2006 Meeting Type: Annual  
 Record Date: MAR 31, 2006

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jim Jannard           | For     | For       | Management |
| 1.2 | Elect Director D. Scott Olivet       | For     | For       | Management |
| 1.3 | Elect Director Link Newcomb          | For     | For       | Management |
| 1.4 | Elect Director Tom Davin             | For     | Withhold  | Management |
| 1.5 | Elect Director Mary George           | For     | For       | Management |
| 1.6 | Elect Director Mike Puntoriero       | For     | Withhold  | Management |
| 1.7 | Elect Director Greg Trojan           | For     | For       | Management |
| 1.8 | Elect Director Colombe Nicholas      | For     | Withhold  | Management |
| 1.9 | Elect Director Frits Van Paasschen   | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan             | For     | For       | Management |
| 3   | Amend Executive Incentive Bonus Plan | For     | For       | Management |

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4 Ratify Auditors For Against Management

## ORACLE CORP

Ticker: ORCL Security ID: 68389X105  
Meeting Date: OCT 10, 2005 Meeting Type: A  
Record Date: AUG 15, 2005

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1.01 | Elect Jeffrey O. Henley             | For     | For       | Management |
| 1.02 | Elect Lawrence J. Ellison           | For     | For       | Management |
| 1.03 | Elect Donald L. Lucas               | For     | For       | Management |
| 1.04 | Elect Michael J. Boskin             | For     | For       | Management |
| 1.05 | Elect Jack F. Kemp                  | For     | For       | Management |
| 1.06 | Elect Jeffrey Berg                  | For     | For       | Management |
| 1.07 | Elect Safra Catz                    | For     | For       | Management |
| 1.08 | Elect Hector Garcia-Molina          | For     | For       | Management |
| 1.09 | Elect Joseph Grundfest              | For     | For       | Management |
| 1.10 | Elect H. Raymond Bingham            | For     | For       | Management |
| 1.11 | Elect Charles E. Phillips Jr.       | For     | For       | Management |
| 2    | Adopt the 2006 Executive Bonus Plan | For     | For       | Management |
| 3    | Ratify selection of auditors        | For     | For       | Management |

## PETRO-CANADA

Ticker: PCA. Security ID: 71644E102  
Meeting Date: APR 25, 2006 Meeting Type: Annual  
Record Date: MAR 8, 2006

| #    | Proposal                                 | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Ron A. Brenneman          | For     | For       | Management |
| 1.2  | Elect Director Angus A. Bruneau          | For     | For       | Management |
| 1.3  | Elect Director Gail Cook-Bennett         | For     | For       | Management |
| 1.4  | Elect Director Richard J. Currie         | For     | For       | Management |
| 1.5  | Elect Director Claude Fontaine           | For     | For       | Management |
| 1.6  | Elect Director Paul Haseldonckx          | For     | For       | Management |
| 1.7  | Elect Director Thomas E. Kierans         | For     | For       | Management |
| 1.8  | Elect Director Brian F. MacNeill         | For     | For       | Management |
| 1.9  | Elect Director Maureen McCaw             | For     | For       | Management |
| 1.10 | Elect Director Paul D. Melnuk            | For     | For       | Management |
| 1.11 | Elect Director Guylaine Saucier          | For     | For       | Management |
| 1.12 | Elect Director James W. Simpson          | For     | For       | Management |
| 2    | Ratify Deloitte & Touche LLP as Auditors | For     | For       | Management |

## PETROLEO BRASILEIRO

Ticker: PBR Security ID: 71654V408  
Meeting Date: MAY 22, 2006 Meeting Type: Special  
Record Date: MAY 1, 2006

| # | Proposal                                                                  | Mgt Rec | Vote Cast | Sponsor    |
|---|---------------------------------------------------------------------------|---------|-----------|------------|
| 1 | APPROVAL OF THE PROTOCOL AND<br>JUSTIFICATION OF THE INCORPORATION OF THE | For     | For       | Management |



## Edgar Filing: VALUE LINE FUND INC - Form N-PX

|                                                                              |                                                                                                                                                                                                                                    |     |     |            |
|------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|------------|
| SHARES OF PETROBRAS QUIMICA S.A. -<br>PETROQUISA BY PETROLEO BRASILEIRO S.A. |                                                                                                                                                                                                                                    |     |     |            |
| 2                                                                            | RATIFICATION AND APPOINTMENT OF A<br>SPECIALIZED FIRM TO EVALUATE THE<br>SHAREHOLDERS EQUITY AND BOOK VALUE OF<br>PETROBRAS                                                                                                        | For | For | Management |
| 3                                                                            | APPROVAL OF THE VALUATION OF THE<br>SHAREHOLDERS EQUITY AND BOOK VALUE<br>REPORT OF PETROBRAS                                                                                                                                      | For | For | Management |
| 4                                                                            | APPROVAL OF THE VALUATION OF THE<br>SHAREHOLDERS EQUITY BOOK VALUE AND NET<br>BOOK ASSETS OF PETROQUISA                                                                                                                            | For | For | Management |
| 5                                                                            | RATIFICATION AND APPOINTMENT OF A<br>SPECIALIZED FIRM TO UNDERTAKE AN ECONOMIC<br>AND FINANCIAL VALUATION OF PETROBRAS                                                                                                             | For | For | Management |
| 6                                                                            | APPROVAL OF THE ECONOMIC AND FINANCIAL<br>VALUATION OF PETROBRAS                                                                                                                                                                   | For | For | Management |
| 7                                                                            | APPROVAL OF THE INCORPORATION OF THE<br>TOTAL NUMBER OF PETROQUISA SHARES HELD BY<br>MINORITY SHAREHOLDERS INTO PETROBRAS<br>EQUITY                                                                                                | For | For | Management |
| 8                                                                            | APPROVAL OF THE ALTERATIONS TO PETROBRAS<br>BYLAWS AS PROVIDED FOR IN THE PROTOCOL<br>AND JUSTIFICATION OF THE INCORPORATION OF<br>THE SHARES OF PETROBRAS QUIMICA S.A. -<br>PETROQUISA BY PETROLEO BRASILEIRO S.A. -<br>PETROBRAS | For | For | Management |
| 9                                                                            | AUTHORIZATION FOR THE EXECUTIVE BOARD TO<br>PRACTICE ALL THE ACTS NEEDED FOR THE<br>EXECUTION OF THE ABOVE ACTIONS                                                                                                                 | For | For | Management |

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### PHARMACEUTICAL PRODUCT DEVELOPMENT, INC.

Ticker: PPDI Security ID: 717124101  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 21, 2006

| #   | Proposal                                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stuart Bondurant, M.D.           | For     | For       | Management |
| 1.2 | Elect Director Frederick Frank                  | For     | For       | Management |
| 1.3 | Elect Director Terry Magnuson, Ph.D.            | For     | For       | Management |
| 1.4 | Elect Director F.N. Eshelman, Pharm.D.          | For     | For       | Management |
| 1.5 | Elect Director David L. Grange                  | For     | For       | Management |
| 1.6 | Elect Director Ernest Mario, Ph.D.              | For     | For       | Management |
| 1.7 | Elect Director Marye Anne Fox, Ph.D.            | For     | For       | Management |
| 1.8 | Elect Director Catherine M. Klema               | For     | For       | Management |
| 1.9 | Elect Director John A. McNeill, Jr.             | For     | For       | Management |
| 2   | Amend Qualified Employee Stock Purchase<br>Plan | For     | For       | Management |
| 3   | Other Business                                  | For     | Against   | Management |

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### PLEXUS CORP.

Ticker: PLXS Security ID: 729132100  
 Meeting Date: FEB 7, 2006 Meeting Type: Annual  
 Record Date: DEC 16, 2005

## Edgar Filing: VALUE LINE FUND INC - Form N-PX

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ralf R. Boer          | For     | For       | Management |
| 1.2 | Elect Director Stephen P. Cortinovis | For     | For       | Management |
| 1.3 | Elect Director David J. Drury        | For     | For       | Management |
| 1.4 | Elect Director Dean A. Foate         | For     | For       | Management |
| 1.5 | Elect Director Peter Kelly           | For     | For       | Management |
| 1.6 | Elect Director John L. Nussbaum      | For     | For       | Management |
| 1.7 | Elect Director Thomas J. Prosser     | For     | For       | Management |
| 1.8 | Elect Director Charles M. Strother   | For     | For       | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |

### ----- POWERWAVE TECHNOLOGIES INC

Ticker: PWAV                      Security ID: 739363109  
 Meeting Date: NOV 10, 2005      Meeting Type: A  
 Record Date: SEP 20, 2005

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1.01 | Elect Daniel A. Artusi              | For     | For       | Management |
| 1.02 | Elect John L. Clendenin             | For     | For       | Management |
| 1.03 | Elect Bruce C. Edwards              | For     | For       | Management |
| 1.04 | Elect David L. George               | For     | For       | Management |
| 1.05 | Elect Eugene L. Goda                | For     | For       | Management |
| 1.06 | Elect Mikael R. Gottschlich         | For     | For       | Management |
| 1.07 | Elect Carl W. Neun                  | For     | For       | Management |
| 1.08 | Elect Andrew J. Sukawaty            | For     | For       | Management |
| 1.09 | Elect Ronald J. Buschur             | For     | For       | Management |
| 2    | Adopt the 2005 Stock Incentive Plan | For     | Against   | Management |
| 3    | Amend Director Stock Incentive Plan | For     | For       | Management |
| 4    | Ratify selection of auditors        | For     | For       | Management |

### ----- QUALCOMM INC.

Ticker: QCOM                      Security ID: 747525103  
 Meeting Date: MAR 7, 2006      Meeting Type: Annual  
 Record Date: JAN 6, 2006

| #   | Proposal                                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard C. Atkinson                   | For     | For       | Management |
| 1.2 | Elect Director Diana Lady Dougan                     | For     | For       | Management |
| 1.3 | Elect Director Peter M. Sacerdote                    | For     | For       | Management |
| 1.4 | Elect Director Marc I. Stern                         | For     | For       | Management |
| 2   | Declassify the Board and Eliminate Cumulative Voting | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan                             | For     | Against   | Management |
| 4   | Ratify Auditors                                      | For     | For       | Management |
| 5   | Adjourn Meeting                                      | For     | For       | Management |

### ----- RELIANCE STEEL & ALUMINUM CO.

Ticker: RS                      Security ID: 759509102  
 Meeting Date: MAY 17, 2006      Meeting Type: Annual

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Record Date: APR 7, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Joe D. Crider    | For     | Withhold  | Management |
| 1.2 | Elect Director Thomas W. Gimbel | For     | For       | Management |
| 1.3 | Elect Director David H. Hannah  | For     | For       | Management |
| 1.4 | Elect Director Mark V. Kaminski | For     | For       | Management |
| 1.5 | Elect Director Gregg J. Mollins | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan        | For     | For       | Management |
| 3   | Ratify Auditors                 | For     | For       | Management |
| 4   | Other Business                  | For     | Against   | Management |

## RESPIRONICS INC

Ticker: RESP Security ID: 761230101  
Meeting Date: NOV 15, 2005 Meeting Type: A  
Record Date: OCT 3, 2005

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1.01 | Elect J. Terry Dewberry             | For     | For       | Management |
| 1.02 | Elect Donald H. Jones               | For     | For       | Management |
| 1.03 | Elect James W. Liken                | For     | For       | Management |
| 1.04 | Elect John L. Miclot                | For     | For       | Management |
| 2    | Ratify selection of auditors        | For     | For       | Management |
| 3    | Adopt the 2006 Stock Incentive Plan | For     | Against   | Management |

## SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108  
Meeting Date: APR 12, 2006 Meeting Type: Annual  
Record Date: MAR 1, 2006

| #    | Proposal                                                                         | Mgt Rec | Vote Cast | Sponsor    |
|------|----------------------------------------------------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director J. Deutch                                                         | For     | For       | Management |
| 1.2  | Elect Director J.S. Gorelick                                                     | For     | For       | Management |
| 1.3  | Elect Director A. Gould                                                          | For     | For       | Management |
| 1.4  | Elect Director T. Isaac                                                          | For     | For       | Management |
| 1.5  | Elect Director A. Lajous                                                         | For     | For       | Management |
| 1.6  | Elect Director A. Levy-Lang                                                      | For     | For       | Management |
| 1.7  | Elect Director M.E. Marks                                                        | For     | For       | Management |
| 1.8  | Elect Director D. Primat                                                         | For     | For       | Management |
| 1.9  | Elect Director T.I. Sandvold                                                     | For     | For       | Management |
| 1.10 | Elect Director N. Seydoux                                                        | For     | For       | Management |
| 1.11 | Elect Director L.G. Stuntz                                                       | For     | For       | Management |
| 1.12 | Elect Director R. Talwar                                                         | For     | For       | Management |
| 2    | ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS                                | For     | For       | Management |
| 3    | ADOPTION OF AMENDMENT TO THE ARTICLES OF INCORPORATION                           | For     | For       | Management |
| 4    | APPROVAL OF AMENDMENT AND RESTATEMENT OF THE SCHLUMBERGER 2005 STOCK OPTION PLAN | For     | For       | Management |
| 5    | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                        | For     | For       | Management |

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SEQUA CORP.

Ticker: SQA.A Security ID: 817320104  
Meeting Date: MAY 4, 2006 Meeting Type: Annual  
Record Date: MAR 15, 2006

| #   | Proposal                 | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------|---------|-----------|------------|
| 1.1 | Elect Director Alexander | For     | For       | Management |
| 1.2 | Elect Director Barr      | For     | For       | Management |
| 1.3 | Elect Director Lefrak    | For     | For       | Management |
| 1.4 | Elect Director Sovern    | For     | For       | Management |
| 1.5 | Elect Director Sullivan  | For     | For       | Management |
| 1.6 | Elect Director Tsai      | For     | For       | Management |
| 1.7 | Elect Director Weinberg  | For     | For       | Management |
| 1.8 | Elect Director Weinstein | For     | For       | Management |
| 2   | Ratify Auditors          | For     | For       | Management |

SOUTHWESTERN ENERGY CO.

Ticker: SWN Security ID: 845467109  
Meeting Date: MAY 25, 2006 Meeting Type: Annual  
Record Date: MAR 24, 2006

| #   | Proposal                                                     | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Lewis E. Epley, Jr.                           | For     | For       | Management |
| 1.2 | Elect Director Robert L. Howard                              | For     | For       | Management |
| 1.3 | Elect Director Harold M. Korell                              | For     | For       | Management |
| 1.4 | Elect Director Vello A. Kuuskraa                             | For     | For       | Management |
| 1.5 | Elect Director Kenneth R. Mourton                            | For     | For       | Management |
| 1.6 | Elect Director Charles E. Scharlau                           | For     | For       | Management |
| 2   | Ratify Auditors                                              | For     | For       | Management |
| 3   | Change State of Incorporation [From<br>Arkansas to Delaware] | For     | Against   | Management |
| 4   | Increase Authorized Common Stock                             | For     | For       | Management |

STEELCASE INC.

Ticker: SCS Security ID: 858155203  
Meeting Date: JUN 22, 2006 Meeting Type: Annual  
Record Date: APR 26, 2006

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William P. Crawford | For     | Withhold  | Management |
| 1.2 | Elect Director Elizabeth Valk Long | For     | For       | Management |
| 1.3 | Elect Director Robert C. Pew III   | For     | For       | Management |
| 1.4 | Elect Director Cathy D. Ross       | For     | For       | Management |

TALISMAN ENERGY INC.

Ticker: TLM. Security ID: 87425E103  
Meeting Date: MAY 9, 2006 Meeting Type: Annual/Special  
Record Date: MAR 17, 2006

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| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Douglas D. Baldwin    | For     | For       | Management |
| 1.2 | Elect Director James W. Buckee       | For     | For       | Management |
| 1.3 | Elect Director William R.P. Dalton   | For     | For       | Management |
| 1.4 | Elect Director Kevin S. Dunne        | For     | For       | Management |
| 1.5 | Elect Director Lawrence G. Tapp      | For     | For       | Management |
| 1.6 | Elect Director Stella M. Thompson    | For     | For       | Management |
| 1.7 | Elect Director Robert G. Welty       | For     | For       | Management |
| 1.8 | Elect Director Charles R. Williamson | For     | For       | Management |
| 1.9 | Elect Director Charles W. Wilson     | For     | For       | Management |
| 2   | Ratify Ernst & Young LLP as Auditors | For     | For       | Management |
| 3   | Approve Stock Split                  | For     | For       | Management |

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### TECHNE CORP

Ticker: TECH Security ID: 878377100  
 Meeting Date: OCT 27, 2005 Meeting Type: A  
 Record Date: SEP 16, 2005

| #    | Proposal                    | Mgt Rec | Vote Cast | Sponsor    |
|------|-----------------------------|---------|-----------|------------|
| 1    | Approve board size          | For     | For       | Management |
| 2.01 | Elect Thomas E. Oland       | For     | For       | Management |
| 2.02 | Elect Roger C. Lucas        | For     | For       | Management |
| 2.03 | Elect Howard V. O'Connell   | For     | For       | Management |
| 2.04 | Elect G. Arthur Herbert     | For     | For       | Management |
| 2.05 | Elect Dr. Randolph C. Steer | For     | For       | Management |
| 2.06 | Elect Robert V. Baumgartner | For     | For       | Management |

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### TENNANT CO.

Ticker: TNC Security ID: 880345103  
 Meeting Date: MAY 4, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jeffrey A. Balagna   | For     | For       | Management |
| 1.2 | Elect Director Edwin L. Russell     | For     | For       | Management |
| 1.3 | Elect Director Steven A. Sonnenberg | For     | For       | Management |
| 2   | Ratify Auditors                     | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan            | For     | For       | Management |

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### TETRA TECHNOLOGIES, INC.

Ticker: TTI Security ID: 88162F105  
 Meeting Date: MAY 2, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Paul D. Coombs   | For     | For       | Management |
| 1.2 | Elect Director Allen T. McInnes | For     | Withhold  | Management |
| 1.3 | Elect Director J. Taft Symonds  | For     | For       | Management |
| 2   | Ratify Auditors                 | For     | For       | Management |

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|   |                                                                                        |     |     |            |
|---|----------------------------------------------------------------------------------------|-----|-----|------------|
| 3 | Increase Authorized Common Stock                                                       | For | For | Management |
| 4 | Amend Articles to Declassify the Board of Directors and Remove Directors Without Cause | For | For | Management |
| 5 | Approve Omnibus Stock Plan                                                             | For | For | Management |

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### TEVA PHARMACEUTICAL INDUSTRIES

Ticker: Security ID: 881624209  
 Meeting Date: JUL 27, 2005 Meeting Type: A  
 Record Date: JUN 20, 2005

| #    | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|------|-------------------------------------|---------|-----------|------------|
| 1    | NV - Receive statutory reports      | For     | Not Voted | Management |
| 2    | Set Final Dividend at 0.22          | For     | Not Voted | Management |
| 3    | Elect Leora Rubin Meridor           | For     | Not Voted | Management |
| 4.01 | Elect Eliyahu Hurvitz               | For     | Not Voted | Management |
| 4.02 | Elect Ruth Cheshin                  | For     | Not Voted | Management |
| 4.03 | Elect Michael Sela                  | For     | Not Voted | Management |
| 4.04 | Elect Harold Snyder                 | For     | Not Voted | Management |
| 5    | Indemnify directors/officers        | For     | Not Voted | Management |
| 6    | Approve stock option plan           | For     | Not Voted | Management |
| 7    | Amend terms of indemnification      | For     | Not Voted | Management |
| 8    | Increase authorized capital         | For     | Not Voted | Management |
| 9    | Appoint auditors and set their fees | For     | Not Voted | Management |

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### TEXAS INSTRUMENTS INC.

Ticker: TXN Security ID: 882508104  
 Meeting Date: APR 20, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

| #    | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|------|----------------------------------|---------|-----------|------------|
| 1.1  | Elect Director J.R. Adams        | For     | For       | Management |
| 1.2  | Elect Director D.L. Boren        | For     | For       | Management |
| 1.3  | Elect Director D.A. Carp         | For     | For       | Management |
| 1.4  | Elect Director C.S. Cox          | For     | For       | Management |
| 1.5  | Elect Director T.J. Engibous     | For     | For       | Management |
| 1.6  | Elect Director G.W. Fronterhouse | For     | For       | Management |
| 1.7  | Elect Director D.R. Goode        | For     | For       | Management |
| 1.8  | Elect Director P.H. Patsley      | For     | For       | Management |
| 1.9  | Elect Director W.R. Sanders      | For     | For       | Management |
| 1.10 | Elect Director R.J. Simmons      | For     | For       | Management |
| 1.11 | Elect Director R.K. Templeton    | For     | For       | Management |
| 1.12 | Elect Director C.T. Whitman      | For     | For       | Management |
| 2    | Ratify Auditors                  | For     | For       | Management |

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### THOMAS & BETTS CORP.

Ticker: TNB Security ID: 884315102  
 Meeting Date: MAY 3, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

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| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director E.H. Drew       | For     | For       | Management |
| 1.2 | Elect Director J.K. Hauswald   | For     | For       | Management |
| 1.3 | Elect Director D. Jernigan     | For     | For       | Management |
| 1.4 | Elect Director R.B. Kalich Sr. | For     | For       | Management |
| 1.5 | Elect Director K.R. Masterson  | For     | For       | Management |
| 1.6 | Elect Director D.J. Pileggi    | For     | For       | Management |
| 1.7 | Elect Director J.P. Richard    | For     | For       | Management |
| 1.8 | Elect Director D.D. Stevens    | For     | For       | Management |
| 1.9 | Elect Director W.H. Waltrip    | For     | For       | Management |
| 2   | Ratify Auditors                | For     | For       | Management |

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TRINITY INDUSTRIES, INC.

Ticker: TRN Security ID: 896522109  
Meeting Date: MAY 15, 2006 Meeting Type: Annual  
Record Date: MAR 31, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Rhys J. Best       | For     | For       | Management |
| 1.2 | Elect Director David W. Biegler   | For     | For       | Management |
| 1.3 | Elect Director Ronald J. Gafford  | For     | For       | Management |
| 1.4 | Elect Director Clifford J. Grum   | For     | For       | Management |
| 1.5 | Elect Director Ronald W. Haddock  | For     | For       | Management |
| 1.6 | Elect Director Jess T. Hay        | For     | Withhold  | Management |
| 1.7 | Elect Director Diana S. Natalicio | For     | For       | Management |
| 1.8 | Elect Director Timothy R. Wallace | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

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UNITED INDUSTRIAL CORP.

Ticker: UIC Security ID: 910671106  
Meeting Date: MAY 18, 2006 Meeting Type: Annual  
Record Date: APR 3, 2006

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas A. Corcoran     | For     | For       | Management |
| 1.2 | Elect Director Glen M. Kassan         | For     | For       | Management |
| 1.3 | Elect Director Warren G. Lichtenstein | For     | For       | Management |
| 1.4 | Elect Director Robert F. Mehmel       | For     | For       | Management |
| 1.5 | Elect Director Richard I. Neal        | For     | For       | Management |
| 1.6 | Elect Director Frederick M. Strader   | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan            | For     | For       | Management |
| 3   | Ratify Auditors                       | For     | For       | Management |

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UNITED RENTALS, INC.

Ticker: URI Security ID: 911363109  
Meeting Date: JUN 13, 2006 Meeting Type: Annual  
Record Date: APR 25, 2006

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Wayland R. Hicks | For     | For       | Management |

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|     |                                                       |         |         |             |
|-----|-------------------------------------------------------|---------|---------|-------------|
| 1.2 | Elect Director John S. Mckinney                       | For     | For     | Management  |
| 1.3 | Elect Director S.B. Mcallister                        | For     | For     | Management  |
| 1.4 | Elect Director Brian D. Mcauley                       | For     | For     | Management  |
| 1.5 | Elect Director Jason Papastavrou                      | For     | For     | Management  |
| 1.6 | Elect Director Gerald Tsai, Jr.                       | For     | For     | Management  |
| 2   | Amend Omnibus Stock Plan                              | For     | Against | Management  |
| 3   | Ratify Auditors                                       | For     | For     | Management  |
| 4   | Require a Majority Vote for the Election of Directors | Against | For     | Shareholder |
| 5   | Declassify the Board of Directors                     | Against | For     | Shareholder |

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VARIAN MEDICAL SYSTEMS INC

Ticker: VAR Security ID: 92220P105  
Meeting Date: FEB 16, 2006 Meeting Type: Annual  
Record Date: DEC 19, 2005

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Timothy E. Guertin | For     | For       | Management |
| 1.2 | Elect Director David W. Martin    | For     | For       | Management |
| 1.3 | Elect Director R Naumann-Etienne  | For     | For       | Management |
| 1.4 | Elect Director Kent J. Thiry      | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan          | For     | For       | Management |
| 3   | Ratify Auditors                   | For     | For       | Management |

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W. R. BERKLEY CORP.

Ticker: BER Security ID: 084423102  
Meeting Date: MAY 16, 2006 Meeting Type: Annual  
Record Date: MAR 20, 2006

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William R. Berkley      | For     | For       | Management |
| 1.2 | Elect Director George G. Daly          | For     | For       | Management |
| 1.3 | Elect Director Philip J. Ablove        | For     | For       | Management |
| 1.4 | Elect Director Mary C. Farrell         | For     | For       | Management |
| 2   | Approve Executive Incentive Bonus Plan | For     | For       | Management |
| 3   | Increase Authorized Common Stock       | For     | For       | Management |
| 4   | Ratify Auditors                        | For     | For       | Management |

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WEATHERFORD INTERNATIONAL LTD

Ticker: WFT Security ID: G95089101  
Meeting Date: MAY 9, 2006 Meeting Type: Annual  
Record Date: MAR 10, 2006

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Nicholas F. Brady       | For     | For       | Management |
| 1.2 | Elect Director William E. Macaulay     | For     | For       | Management |
| 1.3 | Elect Director David J. Butters        | For     | For       | Management |
| 1.4 | Elect Director Robert B. Millard       | For     | For       | Management |
| 1.5 | Elect Director Bernard J. Duroc-Danner | For     | For       | Management |
| 1.6 | Elect Director Robert K. Moses, Jr.    | For     | For       | Management |



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|     |                                                                                                                                                                                                                                              |     |         |            |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|------------|
| 1.7 | Elect Director Sheldon B. Lubar                                                                                                                                                                                                              | For | For     | Management |
| 1.8 | Elect Director Robert A. Rayne                                                                                                                                                                                                               | For | For     | Management |
| 2   | Ratify Auditors                                                                                                                                                                                                                              | For | For     | Management |
| 3   | APPROVAL OF THE WEATHERFORD INTERNATIONAL LTD. 2006 OMNIBUS INCENTIVE PLAN.                                                                                                                                                                  | For | Against | Management |
| 4   | APPROVAL OF AN INCREASE IN THE COMPANY S AUTHORIZED SHARE CAPITAL FROM \$510,000,000, CONSISTING OF 500,000,000 COMMON SHARES AND 10,000,000 PREFERENCE SHARES, TO \$1,010,000,000, BY THE CREATION OF 500,000,000 ADDITIONAL COMMON SHARES. | For | For     | Management |

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### WEBMD CORP

Ticker: HLTH Security ID: 94769M105  
 Meeting Date: SEP 29, 2005 Meeting Type: A  
 Record Date: AUG 5, 2005

| #    | Proposal                     | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------|---------|-----------|------------|
| 1.01 | Elect Neil F. Dimick         | For     | For       | Management |
| 1.02 | Elect Joseph E. Smith        | For     | For       | Management |
| 2    | Approve name change          | For     | For       | Management |
| 3    | Ratify selection of auditors | For     | For       | Management |

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### WESTERN DIGITAL CORP

Ticker: WDC Security ID: 958102105  
 Meeting Date: NOV 17, 2005 Meeting Type: A  
 Record Date: SEP 30, 2005

| #    | Proposal                                          | Mgt Rec | Vote Cast | Sponsor    |
|------|---------------------------------------------------|---------|-----------|------------|
| 1.01 | Elect Matthew E. Massengill                       | For     | For       | Management |
| 1.02 | Elect Peter D. Behrendt                           | For     | For       | Management |
| 1.03 | Elect Kathleen A. Cote                            | For     | For       | Management |
| 1.04 | Elect Henry T. DeNero                             | For     | For       | Management |
| 1.05 | Elect William L. Kimsey                           | For     | For       | Management |
| 1.06 | Elect Michael D. Lambert                          | For     | For       | Management |
| 1.07 | Elect Roger H. Moore                              | For     | For       | Management |
| 1.08 | Elect Thomas E. Pardun                            | For     | For       | Management |
| 1.09 | Elect Arif Shakeel                                | For     | For       | Management |
| 2    | Adopt the 2005 Employee Stock Purchase Plan       | For     | Against   | Management |
| 3    | Add shares to the 2004 Performance Incentive Plan | For     | Against   | Management |
| 4    | Ratify selection of auditors                      | For     | For       | Management |

### 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.

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Value Line Fund, Inc.

-----  
(Registrant)

By /s/ David T. Henigson

-----  
David T. Henigson, Vice President and Secretary/Treasurer  
(Signature & Title)

Date August 23, 2006