

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

MFS SPECIAL VALUE TRUST  
Form N-PX  
August 28, 2017

=====

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

-----

FORM N-PX

-----

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-05912

-----

MFS SPECIAL VALUE TRUST  
(Exact name of registrant as specified in charter)

-----

111 Huntington Avenue, Boston, Massachusetts 02199  
(Address of principal executive offices) (Zip code)

-----

Christopher R. Bohane  
Massachusetts Financial Services Company  
111 Huntington Avenue  
Boston, Massachusetts 02199  
(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

-----

Date of fiscal year end: October 31

Date of reporting period: July 1, 2016 - June 30, 2017

=====

ITEM 1. PROXY VOTING RECORD.

\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05912  
Reporting Period: 07/01/2016 - 06/30/2017  
MFS Special Value Trust

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

===== MFS Special Value Trust =====

3M COMPANY

Ticker: MMM Security ID: 88579Y101  
 Meeting Date: MAY 09, 2017 Meeting Type: Annual  
 Record Date: MAR 14, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Sondra L. Barbour	For	For	Management
1b	Elect Director Thomas "Tony" K. Brown	For	For	Management
1c	Elect Director Vance D. Coffman	For	For	Management
1d	Elect Director David B. Dillon	For	For	Management
1e	Elect Director Michael L. Eskew	For	For	Management
1f	Elect Director Herbert L. Henkel	For	For	Management
1g	Elect Director Muhtar Kent	For	For	Management
1h	Elect Director Edward M. Liddy	For	For	Management
1i	Elect Director Gregory R. Page	For	For	Management
1j	Elect Director Inge G. Thulin	For	For	Management
1k	Elect Director Patricia A. Woertz	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Adopt Holy Land Principles	Against	Against	Shareholder

-----  
 ACCENTURE PLC

Ticker: ACN Security ID: G1151C101  
 Meeting Date: FEB 10, 2017 Meeting Type: Annual  
 Record Date: DEC 12, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Jaime Ardila	For	For	Management
1b	Elect Director Charles H. Giancarlo	For	For	Management
1c	Elect Director Herbert Hainer	For	For	Management
1d	Elect Director William L. Kimsey	For	For	Management
1e	Elect Director Marjorie Magner	For	For	Management
1f	Elect Director Nancy McKinstry	For	For	Management
1g	Elect Director Pierre Nanterme	For	For	Management
1h	Elect Director Gilles C. Pelisson	For	For	Management
1i	Elect Director Paula A. Price	For	For	Management
1j	Elect Director Arun Sarin	For	For	Management
1k	Elect Director Frank K. Tang	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve KPMG LLP as Auditors and	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

	Authorize Board to Fix Their Remuneration			
5	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights	For	For	Management
6	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For	Management
7	Determine the Price Range at which Accenture Plc can Re-issue Shares that it Acquires as Treasury Stock	For	For	Management

### AON PLC

Ticker: AON Security ID: G0408V102  
 Meeting Date: JUN 23, 2017 Meeting Type: Annual  
 Record Date: APR 25, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lester B. Knight	For	For	Management
1.2	Elect Director Gregory C. Case	For	For	Management
1.3	Elect Director Jin-Yong Cai	For	For	Management
1.4	Elect Director Fulvio Conti	For	For	Management
1.5	Elect Director Cheryl A. Francis	For	For	Management
1.6	Elect Director J. Michael Losh	For	For	Management
1.7	Elect Director Robert S. Morrison	For	For	Management
1.8	Elect Director Richard B. Myers	For	For	Management
1.9	Elect Director Richard C. Notebaert	For	For	Management
1.10	Elect Director Gloria Santona	For	For	Management
1.11	Elect Director Carolyn Y. Woo	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Remuneration Policy	For	For	Management
5	Advisory Vote to Ratify Directors' Remuneration Report	For	For	Management
6	Accept Financial Statements and Statutory Reports	For	For	Management
7	Ratify Ernst & Young LLP as Aon's Auditors	For	For	Management
8	Ratify Ernst & Young LLP as Aon's U.K. Statutory Auditor	For	For	Management
9	Authorize Board to Fix Remuneration of Auditors	For	For	Management
10	Authorise Shares for Market Purchase	For	For	Management
11	Issue of Equity or Equity-Linked Securities with Pre-emptive Rights	For	For	Management
12	Issue of Equity or Equity-Linked Securities without Pre-emptive Rights	For	For	Management
13	Approve Political Donations	For	For	Management

### BLACKROCK, INC.

Ticker: BLK Security ID: 09247X101  
 Meeting Date: MAY 25, 2017 Meeting Type: Annual  
 Record Date: MAR 30, 2017

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Abdlatif Yousef Al-Hamad	For	For	Management
1b	Elect Director Mathis Cabiallavetta	For	For	Management
1c	Elect Director Pamela Daley	For	For	Management
1d	Elect Director William S. Demchak	For	For	Management
1e	Elect Director Jessica P. Einhorn	For	For	Management
1f	Elect Director Laurence D. Fink	For	For	Management
1g	Elect Director Fabrizio Freda	For	For	Management
1h	Elect Director Murry S. Gerber	For	For	Management
1i	Elect Director James Grosfeld	For	For	Management
1j	Elect Director Robert S. Kapito	For	For	Management
1k	Elect Director Deryck Maughan	For	For	Management
1l	Elect Director Cheryl D. Mills	For	For	Management
1m	Elect Director Gordon M. Nixon	For	For	Management
1n	Elect Director Charles H. Robbins	For	For	Management
1o	Elect Director Ivan G. Seidenberg	For	For	Management
1p	Elect Director Marco Antonio Slim Domit	For	For	Management
1q	Elect Director John S. Varley	For	For	Management
1r	Elect Director Susan L. Wagner	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
5	Report on Proxy Voting and Executive Compensation	Against	Against	Shareholder
6	Report on Lobbying Payments and Policy	Against	For	Shareholder

-----

CITIGROUP INC.

Ticker: C Security ID: 172967424  
 Meeting Date: APR 25, 2017 Meeting Type: Annual  
 Record Date: FEB 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael L. Corbat	For	For	Management
1b	Elect Director Ellen M. Costello	For	For	Management
1c	Elect Director Duncan P. Hennes	For	For	Management
1d	Elect Director Peter B. Henry	For	For	Management
1e	Elect Director Franz B. Humer	For	For	Management
1f	Elect Director Renee J. James	For	For	Management
1g	Elect Director Eugene M. McQuade	For	For	Management
1h	Elect Director Michael E. O'Neill	For	For	Management
1i	Elect Director Gary M. Reiner	For	For	Management
1j	Elect Director Anthony M. Santomero	For	For	Management
1k	Elect Director Diana L. Taylor	For	For	Management
1l	Elect Director William S. Thompson, Jr.	For	For	Management
1m	Elect Director James S. Turley	For	For	Management
1n	Elect Director Deborah C. Wright	For	For	Management
1o	Elect Director Ernesto Zedillo Ponce de Leon	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Demonstrate No Gender Pay Gap	Against	Against	Shareholder
6	Appoint a Stockholder Value Committee	Against	Against	Shareholder
7	Report on Lobbying Payments and Policy	Against	Against	Shareholder

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

8	Claw-back of Payments under Restatements	Against	Against	Shareholder
9	Limit/Prohibit Accelerated Vesting of Awards	Against	Against	Shareholder

---

### CVS HEALTH CORPORATION

Ticker: CVS Security ID: 126650100  
 Meeting Date: MAY 10, 2017 Meeting Type: Annual  
 Record Date: MAR 14, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard M. Bracken	For	For	Management
1b	Elect Director C. David Brown, II	For	For	Management
1c	Elect Director Alecia A. DeCoudreaux	For	For	Management
1d	Elect Director Nancy-Ann M. DeParle	For	For	Management
1e	Elect Director David W. Dorman	For	For	Management
1f	Elect Director Anne M. Finucane	For	Against	Management
1g	Elect Director Larry J. Merlo	For	For	Management
1h	Elect Director Jean-Pierre Millon	For	For	Management
1i	Elect Director Mary L. Schapiro	For	For	Management
1j	Elect Director Richard J. Swift	For	For	Management
1k	Elect Director William C. Weldon	For	For	Management
1l	Elect Director Tony L. White	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Approve Omnibus Stock Plan	For	For	Management
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Against	For	Shareholder
7	Report on Pay Disparity	Against	Against	Shareholder
8	Adopt Quantitative Renewable Energy Goals	Against	Against	Shareholder

---

### DANAHER CORPORATION

Ticker: DHR Security ID: 235851102  
 Meeting Date: MAY 09, 2017 Meeting Type: Annual  
 Record Date: MAR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Ehrlich	For	For	Management
1.2	Elect Director Linda Hefner Filler	For	For	Management
1.3	Elect Director Robert J. Hugin	For	For	Management
1.4	Elect Director Thomas P. Joyce, Jr.	For	For	Management
1.5	Elect Director Teri List-Stoll	For	For	Management
1.6	Elect Director Walter G. Lohr, Jr.	For	For	Management
1.7	Elect Director Mitchell P. Rales	For	For	Management
1.8	Elect Director Steven M. Rales	For	For	Management
1.9	Elect Director John T. Schwieters	For	For	Management
1.10	Elect Director Alan G. Spoon	For	For	Management
1.11	Elect Director Raymond C. Stevens	For	For	Management
1.12	Elect Director Elias A. Zerhouni	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
7	Report on Goals to Reduce Greenhouse Gas Emissions	Against	Against	Shareholder

### DUKE ENERGY CORPORATION

Ticker: DUK Security ID: 26441C204  
 Meeting Date: MAY 04, 2017 Meeting Type: Annual  
 Record Date: MAR 06, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Angelakis	For	For	Management
1.2	Elect Director Michael G. Browning	For	For	Management
1.3	Elect Director Theodore F. Craver, Jr.	For	For	Management
1.4	Elect Director Daniel R. DiMicco	For	For	Management
1.5	Elect Director John H. Forsgren	For	For	Management
1.6	Elect Director Lynn J. Good	For	For	Management
1.7	Elect Director John T. Herron	For	For	Management
1.8	Elect Director James B. Hyler, Jr.	For	For	Management
1.9	Elect Director William E. Kennard	For	For	Management
1.10	Elect Director E. Marie McKee	For	For	Management
1.11	Elect Director Charles W. Moorman, IV	For	For	Management
1.12	Elect Director Carlos A. Saladrigas	For	For	Management
1.13	Elect Director Thomas E. Skains	For	For	Management
1.14	Elect Director William E. Webster, Jr.	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Eliminate Supermajority Vote Requirement	For	For	Management
6	Report on Lobbying Expenses	Against	For	Shareholder
7	Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario	Against	For	Shareholder
8	Report on the Public Health Risk of Dukes Energy's Coal Use	Against	Against	Shareholder

### GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104  
 Meeting Date: SEP 27, 2016 Meeting Type: Annual  
 Record Date: JUL 29, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Bradbury H. Anderson	For	For	Management
1b	Elect Director R. Kerry Clark	For	For	Management
1c	Elect Director David M. Cordani	For	For	Management
1d	Elect Director Roger W. Ferguson, Jr.	For	For	Management
1e	Elect Director Henrietta H. Fore	For	For	Management
1f	Elect Director Maria G. Henry	For	For	Management
1g	Elect Director Heidi G. Miller	For	For	Management
1h	Elect Director Steve Odland	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

1i	Elect Director Kendall J. Powell	For	For	Management
1j	Elect Director Robert L. Ryan	For	For	Management
1k	Elect Director Eric D. Sprunk	For	For	Management
1l	Elect Director Dorothy A. Terrell	For	For	Management
1m	Elect Director Jorge A. Uribe	For	For	Management
2	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify KPMG LLP as Auditors	For	For	Management

### JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 27, 2017 Meeting Type: Annual  
 Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Mary C. Beckerle	For	For	Management
1b	Elect Director D. Scott Davis	For	For	Management
1c	Elect Director Ian E. L. Davis	For	For	Management
1d	Elect Director Alex Gorsky	For	For	Management
1e	Elect Director Mark B. McClellan	For	For	Management
1f	Elect Director Anne M. Mulcahy	For	Against	Management
1g	Elect Director William D. Perez	For	For	Management
1h	Elect Director Charles Prince	For	For	Management
1i	Elect Director A. Eugene Washington	For	For	Management
1j	Elect Director Ronald A. Williams	For	For	Management
2	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	Against	Management
5	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
6	Require Independent Board Chairman	Against	For	Shareholder

### JOHNSON CONTROLS INTERNATIONAL PLC

Ticker: JCI Security ID: G51502105  
 Meeting Date: MAR 08, 2017 Meeting Type: Annual  
 Record Date: JAN 04, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David P. Abney	For	For	Management
1b	Elect Director Natalie A. Black	For	For	Management
1c	Elect Director Michael E. Daniels	For	For	Management
1d	Elect Director Brian Duperreault	For	For	Management
1e	Elect Director Jeffrey A. Joerres	For	For	Management
1f	Elect Director Alex A. Molinaroli	For	For	Management
1g	Elect Director George R. Oliver	For	For	Management
1h	Elect Director Juan Pablo del Valle Perochena	For	For	Management
1i	Elect Director Jurgen Tinggren	For	For	Management
1j	Elect Director Mark Vergnano	For	For	Management
1k	Elect Director R. David Yost	For	For	Management
2a	Ratify PricewaterhouseCoopers LLP as	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

	Auditors			
2b	Authorize Board to Fix Remuneration of Auditors	For	For	Management
3	Authorize Market Purchases of Company shares	For	For	Management
4	Determine Price Range for Reissuance of Treasury Shares	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Approve the Directors' Authority to Allot Shares	For	For	Management
9	Approve the Disapplication of Statutory Pre-Emption Rights	For	For	Management

-----

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 17, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Linda B. Bammann	For	For	Management
1b	Elect Director James A. Bell	For	For	Management
1c	Elect Director Crandall C. Bowles	For	For	Management
1d	Elect Director Stephen B. Burke	For	For	Management
1e	Elect Director Todd A. Combs	For	For	Management
1f	Elect Director James S. Crown	For	For	Management
1g	Elect Director James Dimon	For	For	Management
1h	Elect Director Timothy P. Flynn	For	For	Management
1i	Elect Director Laban P. Jackson, Jr.	For	For	Management
1j	Elect Director Michael A. Neal	For	For	Management
1k	Elect Director Lee R. Raymond	For	For	Management
1l	Elect Director William C. Weldon	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Require Independent Board Chairman	Against	Against	Shareholder
6	Prohibit Accelerated Vesting of Awards to Pursue Government Service	Against	Against	Shareholder
7	Clawback Amendment	Against	Against	Shareholder
8	Report on Gender Pay Gap	Against	Against	Shareholder
9	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
10	Reduce Ownership Threshold for Shareholders to Call a Special Meeting	Against	For	Shareholder

-----

MEDTRONIC PLC

Ticker: MDT Security ID: G5960L103

Meeting Date: DEC 09, 2016 Meeting Type: Annual

Record Date: OCT 11, 2016



## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard H. Anderson	For	For	Management
1b	Elect Director Craig Arnold	For	For	Management
1c	Elect Director Scott C. Donnelly	For	For	Management
1d	Elect Director Randall J. Hogan, III	For	For	Management
1e	Elect Director Omar Ishrak	For	For	Management
1f	Elect Director Shirley Ann Jackson	For	For	Management
1g	Elect Director Michael O. Leavitt	For	For	Management
1h	Elect Director James T. Lenehan	For	For	Management
1i	Elect Director Elizabeth G. Nabel	For	For	Management
1j	Elect Director Denise M. O'Leary	For	For	Management
1k	Elect Director Kendall J. Powell	For	For	Management
1l	Elect Director Robert C. Pozen	For	For	Management
1m	Elect Director Preetha Reddy	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Proxy Access Right	For	For	Management
5a	Amend Articles of Association	For	For	Management
5b	Amend Memorandum of Association	For	For	Management
6	Amend Articles to Clarify the Board's Sole Authority to Determine its Size Within the Fixed Limits	For	For	Management

-----

MERCK & CO., INC.

Ticker:           MRK                           Security ID: 58933Y105  
Meeting Date: MAY 23, 2017   Meeting Type: Annual  
Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Leslie A. Brun	For	For	Management
1b	Elect Director Thomas R. Cech	For	For	Management
1c	Elect Director Pamela J. Craig	For	For	Management
1d	Elect Director Kenneth C. Frazier	For	For	Management
1e	Elect Director Thomas H. Glocer	For	For	Management
1f	Elect Director Rochelle B. Lazarus	For	For	Management
1g	Elect Director John H. Noseworthy	For	For	Management
1h	Elect Director Carlos E. Represas	For	For	Management
1i	Elect Director Paul B. Rothman	For	For	Management
1j	Elect Director Patricia F. Russo	For	For	Management
1k	Elect Director Craig B. Thompson	For	For	Management
1l	Elect Director Wendell P. Weeks	For	For	Management
1m	Elect Director Peter C. Wendell	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Require Independent Board Chairman	Against	Against	Shareholder
6	Adopt Holy Land Principles	Against	Against	Shareholder
7	Report on Risks of Doing Business in Conflict-Affected Areas	Against	Against	Shareholder
8	Report on Board Oversight of Product Safety and Quality	Against	Against	Shareholder

-----

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

MFS SERIES TRUST XIV - MFS INSTITUTIONAL MONEY MARKET PORTFOLIO

Ticker: Security ID: 55291X109  
 Meeting Date: MAR 23, 2017 Meeting Type: Written Consent  
 Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven E. Buller	For	For	Management
1.2	Elect Director John A. Caroselli	For	For	Management
1.3	Elect Director Maureen R. Goldfarb	For	For	Management
1.4	Elect Director David H. Gunning	For	For	Management
1.5	Elect Director Michael Hegarty	For	For	Management
1.6	Elect Director John P. Kavanaugh	For	For	Management
1.7	Elect Director Robert J. Manning	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Maryanne L. Roepke	For	For	Management
1.10	Elect Director Robin A. Stelmach	For	For	Management
1.11	Elect Director Laurie J. Thomsen	For	For	Management

### MOODY'S CORPORATION

Ticker: MCO Security ID: 615369105  
 Meeting Date: APR 25, 2017 Meeting Type: Annual  
 Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	For	Management
1.2	Elect Director Jorge A. Bermudez	For	For	Management
1.3	Elect Director Darrell Duffie	For	For	Management
1.4	Elect Director Kathryn M. Hill	For	For	Management
1.5	Elect Director Ewald Kist	For	For	Management
1.6	Elect Director Raymond W. McDaniel, Jr.	For	For	Management
1.7	Elect Director Henry A. McKinnell, Jr.	For	For	Management
1.8	Elect Director Leslie F. Seidman	For	For	Management
1.9	Elect Director Bruce Van Saun	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### NASDAQ, INC.

Ticker: NDAQ Security ID: 631103108  
 Meeting Date: MAY 10, 2017 Meeting Type: Annual  
 Record Date: MAR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Melissa M. Arnoldi	For	For	Management
1b	Elect Director Charlene T. Begley	For	For	Management
1c	Elect Director Steven D. Black	For	For	Management
1d	Elect Director Adena T. Friedman	For	For	Management
1e	Elect Director Glenn H. Hutchins	For	For	Management
1f	Elect Director Essa Kazim	For	For	Management
1g	Elect Director Thomas A. Kloet	For	For	Management
1h	Elect Director Michael R. Splinter	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

1i	Elect Director Lars R. Wedenborn	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Ernst & Young LLP as Auditors	For	For	Management
5	Provide Right to Act by Written Consent	Against	For	Shareholder

---

### NESTLE SA

Ticker: NESN                      Security ID: 641069406  
Meeting Date: APR 06, 2017      Meeting Type: Annual  
Record Date: FEB 24, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Accept Financial Statements and Statutory Reports	For	For	Management
1.2	Approve Remuneration Report	For	For	Management
2	Approve Discharge of Board and Senior Management	For	For	Management
3	Approve Allocation of Income and Dividends of CHF 2.30 per Share	For	For	Management
4.1a	Reelect Paul Bulcke as Director	For	For	Management
4.1b	Reelect Andreas Koopmann as Director	For	For	Management
4.1c	Reelect Henri de Castries as Director	For	For	Management
4.1d	Reelect Beat W. Hess as Director	For	For	Management
4.1e	Reelect Renato Fassbind as Director	For	For	Management
4.1f	Reelect Steven G. Hoch as Director	For	For	Management
4.1g	Reelect Naina Lal Kidwai as Director	For	For	Management
4.1h	Reelect Jean-Pierre Roth as Director	For	For	Management
4.1i	Reelect Ann M. Veneman as Director	For	For	Management
4.1j	Reelect Eva Cheng as Director	For	For	Management
4.1k	Reelect Ruth K. Oniang'o as Director	For	For	Management
4.1l	Reelect Patrick Aebischer as Director	For	For	Management
4.2a	Elect Ulf Mark Schneider as Director	For	For	Management
4.2b	Elect Ursula M. Burns as Director	For	For	Management
4.3	Elect Paul Bulcke as Board Chairman	For	For	Management
4.4a	Appoint Beat W. Hess as Member of the Compensation Committee	For	For	Management
4.4b	Appoint Andreas Koopmann as Member of the Compensation Committee	For	For	Management
4.4c	Appoint Jean-Pierre Roth as Member of the Compensation Committee	For	For	Management
4.4d	Appoint Patrick Aebischer as Member of the Compensation Committee	For	For	Management
4.5	Ratify KPMG AG as Auditors	For	For	Management
4.6	Designate Hartmann Dreyer as Independent Proxy	For	For	Management
5.1	Approve Remuneration of Directors in the Amount of CHF 10 Million	For	For	Management
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 60 Million	For	For	Management
6	Transact Other Business (Voting)	Against	Against	Management

---

### PHILIP MORRIS INTERNATIONAL INC.

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

Ticker: PM Security ID: 718172109  
 Meeting Date: MAY 03, 2017 Meeting Type: Annual  
 Record Date: MAR 10, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harold Brown	For	For	Management
1.2	Elect Director Andre Calantzopoulos	For	For	Management
1.3	Elect Director Louis C. Camilleri	For	For	Management
1.4	Elect Director Massimo Ferragamo	For	For	Management
1.5	Elect Director Werner Geissler	For	For	Management
1.6	Elect Director Jennifer Li	For	For	Management
1.7	Elect Director Jun Makihara	For	For	Management
1.8	Elect Director Sergio Marchionne	For	Against	Management
1.9	Elect Director Kalpana Morparia	For	For	Management
1.10	Elect Director Lucio A. Noto	For	For	Management
1.11	Elect Director Frederik Paulsen	For	For	Management
1.12	Elect Director Robert B. Polet	For	For	Management
1.13	Elect Director Stephen M. Wolf	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Restricted Stock Plan	For	For	Management
5	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
6	Ratify PricewaterhouseCoopers SA as Auditors	For	For	Management
7	Establish a Board Committee on Human Rights	Against	Against	Shareholder
8	Participate in OECD Mediation for Human Rights Violations	Against	Against	Shareholder

### PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107  
 Meeting Date: APR 20, 2017 Meeting Type: Annual  
 Record Date: FEB 17, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Angel	For	For	Management
1.2	Elect Director Hugh Grant	For	For	Management
1.3	Elect Director Melanie L. Healey	For	For	Management
1.4	Elect Director Michele J. Hooper	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

### SCHLUMBERGER LIMITED

Ticker: SLB Security ID: 806857108  
 Meeting Date: APR 05, 2017 Meeting Type: Annual  
 Record Date: FEB 15, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Peter L.S. Currie	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

1b	Elect Director Miguel M. Galuccio	For	For	Management
1c	Elect Director V. Maureen Kempston Darkes	For	For	Management
1d	Elect Director Paal Kibsgaard	For	For	Management
1e	Elect Director Nikolay Kudryavtsev	For	For	Management
1f	Elect Director Helge Lund	For	For	Management
1g	Elect Director Michael E. Marks	For	For	Management
1h	Elect Director Indra K. Nooyi	For	For	Management
1i	Elect Director Lubna S. Olayan	For	For	Management
1j	Elect Director Leo Rafael Reif	For	For	Management
1k	Elect Director Tore I. Sandvold	For	For	Management
1l	Elect Director Henri Seydoux	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Adopt and Approve Financials and Dividends	For	For	Management
5	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
6	Approve Omnibus Stock Plan	For	For	Management
7	Amend Employee Stock Purchase Plan	For	For	Management

---

### TEXAS INSTRUMENTS INCORPORATED

Ticker: TXN Security ID: 882508104  
 Meeting Date: APR 20, 2017 Meeting Type: Annual  
 Record Date: FEB 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ralph W. Babb, Jr.	For	For	Management
1b	Elect Director Mark A. Blinn	For	For	Management
1c	Elect Director Todd M. Bluedorn	For	For	Management
1d	Elect Director Daniel A. Carp	For	For	Management
1e	Elect Director Janet F. Clark	For	For	Management
1f	Elect Director Carrie S. Cox	For	For	Management
1g	Elect Director Jean M. Hobby	For	For	Management
1h	Elect Director Ronald Kirk	For	For	Management
1i	Elect Director Pamela H. Patsley	For	For	Management
1j	Elect Director Robert E. Sanchez	For	For	Management
1k	Elect Director Wayne R. Sanders	For	For	Management
1l	Elect Director Richard K. Templeton	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Ernst & Young LLP as Auditors	For	For	Management

---

### THE SHERWIN-WILLIAMS COMPANY

Ticker: SHW Security ID: 824348106  
 Meeting Date: APR 19, 2017 Meeting Type: Annual  
 Record Date: FEB 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Arthur F. Anton	For	For	Management
1.2	Elect Director David F. Hodnik	For	For	Management
1.3	Elect Director Thomas G. Kadien -	None	None	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

	Withdrawn			
1.4	Elect Director Richard J. Kramer	For	For	Management
1.5	Elect Director Susan J. Kropf	For	For	Management
1.6	Elect Director John G. Morikis	For	For	Management
1.7	Elect Director Christine A. Poon	For	For	Management
1.8	Elect Director John M. Stropki	For	For	Management
1.9	Elect Director Michael H. Thaman	For	For	Management
1.10	Elect Director Matthew Thornton, III	For	For	Management
1.11	Elect Director Steven H. Wunning	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Ratify Ernst & Young LLP as Auditors	For	For	Management

### THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Record Date: MAR 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Alan L. Beller	For	For	Management
1b	Elect Director John H. Dasburg	For	For	Management
1c	Elect Director Janet M. Dolan	For	For	Management
1d	Elect Director Kenneth M. Duberstein	For	For	Management
1e	Elect Director Patricia L. Higgins	For	For	Management
1f	Elect Director William J. Kane	For	For	Management
1g	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1h	Elect Director Philip T. (Pete) Ruegger, III	For	For	Management
1i	Elect Director Todd C. Schermerhorn	For	For	Management
1j	Elect Director Alan D. Schnitzer	For	For	Management
1k	Elect Director Donald J. Shepard	For	For	Management
1l	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Report on Lobbying Payments and Policy	Against	Against	Shareholder
7	Report on Gender Pay Gap	Against	Against	Shareholder
8	Prepare Employment Diversity Report and Report on Diversity Policies	Against	Against	Shareholder

### THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Marc N. Casper	For	For	Management
1b	Elect Director Nelson J. Chai	For	For	Management

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

1c	Elect Director C. Martin Harris	For	For	Management
1d	Elect Director Tyler Jacks	For	For	Management
1e	Elect Director Judy C. Lewent	For	For	Management
1f	Elect Director Thomas J. Lynch	For	For	Management
1g	Elect Director Jim P. Manzi	For	For	Management
1h	Elect Director William G. Parrett	For	For	Management
1i	Elect Director Lars R. Sorensen	For	For	Management
1j	Elect Director Scott M. Sperling	For	For	Management
1k	Elect Director Elaine S. Ullian	For	For	Management
1l	Elect Director Dion J. Weisler	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

TIME WARNER INC.

Ticker: TWX Security ID: 887317303  
 Meeting Date: FEB 15, 2017 Meeting Type: Special  
 Record Date: JAN 03, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Advisory Vote on Golden Parachutes	For	Against	Management
3	Adjourn Meeting	For	For	Management

TIME WARNER INC.

Ticker: TWX Security ID: 887317303  
 Meeting Date: JUN 15, 2017 Meeting Type: Annual  
 Record Date: APR 19, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director William P. Barr	For	For	Management
1b	Elect Director Jeffrey L. Bewkes	For	For	Management
1c	Elect Director Robert C. Clark	For	For	Management
1d	Elect Director Mathias Dopfner	For	For	Management
1e	Elect Director Jessica P. Einhorn	For	For	Management
1f	Elect Director Carlos M. Gutierrez	For	For	Management
1g	Elect Director Fred Hassan	For	For	Management
1h	Elect Director Paul D. Wachter	For	For	Management
1i	Elect Director Deborah C. Wright	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

TYCO INTERNATIONAL PLC

Ticker: TYC Security ID: G91442106  
 Meeting Date: AUG 17, 2016 Meeting Type: Special  
 Record Date: JUN 27, 2016

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Articles Re: Memorandum of Association	For	For	Management
2	Amend Articles Re: Tyco Governing Documents Proposals	For	For	Management
3	Approve Stock Consolidation	For	For	Management
4	Increase Authorized Common Stock	For	For	Management
5	Issue Shares in Connection with the Merger	For	For	Management
6	Change Company Name to Johnson Controls International plc	For	For	Management
7	Increase Authorized Preferred and Common Stock	For	For	Management
8	Approve the Directors' Authority to Allot Shares	For	For	Management
9	Approve the Disapplication of Statutory Pre-Emption Rights	For	For	Management
10	Approve the Renominalization of Tyco Ordinary Shares	For	For	Management
11	Approve the Creation of Distributable Reserves	For	For	Management

-----  
U.S. BANCORP

Ticker: USB Security ID: 902973304  
Meeting Date: APR 18, 2017 Meeting Type: Annual  
Record Date: FEB 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Douglas M. Baker, Jr.	For	For	Management
1b	Elect Director Warner L. Baxter	For	For	Management
1c	Elect Director Marc N. Casper	For	For	Management
1d	Elect Director Andrew Cecere	For	For	Management
1e	Elect Director Arthur D. Collins, Jr.	For	For	Management
1f	Elect Director Richard K. Davis	For	For	Management
1g	Elect Director Kimberly J. Harris	For	For	Management
1h	Elect Director Roland A. Hernandez	For	For	Management
1i	Elect Director Doreen Woo Ho	For	For	Management
1j	Elect Director Olivia F. Kirtley	For	For	Management
1k	Elect Director Karen S. Lynch	For	For	Management
1l	Elect Director David B. O'Maley	For	For	Management
1m	Elect Director O'dell M. Owens	For	For	Management
1n	Elect Director Craig D. Schnuck	For	For	Management
1o	Elect Director Scott W. Wine	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Require Independent Board Chairman	Against	Against	Shareholder

-----  
WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
Meeting Date: APR 25, 2017 Meeting Type: Annual  
Record Date: MAR 01, 2017



## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John D. Baker, II	For	Against	Management
1b	Elect Director John S. Chen	For	Against	Management
1c	Elect Director Lloyd H. Dean	For	Against	Management
1d	Elect Director Elizabeth A. Duke	For	Against	Management
1e	Elect Director Enrique Hernandez, Jr.	For	Against	Management
1f	Elect Director Donald M. James	For	Against	Management
1g	Elect Director Cynthia H. Milligan	For	Against	Management
1h	Elect Director Karen B. Peetz	For	For	Management
1i	Elect Director Federico F. Pena	For	Against	Management
1j	Elect Director James H. Quigley	For	Against	Management
1k	Elect Director Stephen W. Sanger	For	Against	Management
1l	Elect Director Ronald L. Sargent	For	For	Management
1m	Elect Director Timothy J. Sloan	For	For	Management
1n	Elect Director Susan G. Swenson	For	Against	Management
1o	Elect Director Suzanne M. Vautrinot	For	Against	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify KPMG LLP as Auditors	For	For	Management
5	Review and Report on Business Standards	Against	Against	Shareholder
6	Provide for Cumulative Voting	Against	Against	Shareholder
7	Report on Divesting Non-Core Business	Against	Against	Shareholder
8	Report on Gender Pay Gap	Against	Against	Shareholder
9	Report on Lobbying Payments and Policy	Against	Against	Shareholder
10	Adopt Global Policy Regarding the Rights of Indigenous People	Against	Against	Shareholder

===== END NPX REPORT

### SIGNATURES

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

Registrant: MFS SPECIAL VALUE TRUST

By (Signature and Title): David DiLorenzo\*

-----  
David DiLorenzo, President and Principal  
Executive Officer

Date: August 28, 2017

\*By (Signature and Title) /s/ Susan A. Pereira

-----  
Susan A. Pereira, as attorney-in-fact

\* Executed by Susan A. Pereira on behalf of David DiLorenzo pursuant to a Power of Attorney dated June 1, 2017. (1)

(1) Incorporated by reference to MFS Series Trust XIII (File Nos. 2-74959 and 811-03327) Post-Effective Amendment No. 65 filed with the SEC via EDGAR on June 27, 2017.