

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

Eaton Vance Enhanced Equity Income Fund II  
Form N-PX  
August 07, 2015

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21670

NAME OF REGISTRANT: Eaton Vance Enhanced Equity  
Income Fund II

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place  
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.  
Two International Place  
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2014 - 06/30/2015

Eaton Vance Enhanced Equity Income Fund II

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ALLY FINANCIAL INC

Agen

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Security: 02005N100  
Meeting Type: Annual  
Meeting Date: 17-Jul-2014  
Ticker: ALLY  
ISIN: US02005N1000  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	FRANKLIN W. HOBBS	Mgmt	For
	ROBERT T. BLAKELY	Mgmt	For
	MAYREE C. CLARK	Mgmt	For
	STEPHEN A. FEINBERG	Mgmt	Withheld
	KIM S. FENNEBRESQUE	Mgmt	For
	GERALD GREENWALD	Mgmt	For
	MARJORIE MAGNER	Mgmt	For
	MATHEW PENDO	Mgmt	For
	JOHN J. STACK	Mgmt	For

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	MICHAEL A. CARPENTER	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE ACTION OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS IN APPOINTING DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Mgmt	For

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 AMAZON.COM, INC.

Agen

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 Security: 023135106  
 Meeting Type: Annual  
 Meeting Date: 10-Jun-2015  
 Ticker: AMZN  
 ISIN: US0231351067  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS	Mgmt	For
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1D.	ELECTION OF DIRECTOR: WILLIAM B. GORDON	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMIE S. GORELICK	Mgmt	For
1F.	ELECTION OF DIRECTOR: JUDITH A. MCGRATH	Mgmt	For
1G.	ELECTION OF DIRECTOR: ALAIN MONIE	Mgmt	For
1H.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Mgmt	For
1I.	ELECTION OF DIRECTOR: THOMAS O. RYDER	Mgmt	For
1J.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
3.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS FOR SHAREHOLDERS	Shr	For
4.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS	Shr	Against
5.	SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING	Shr	Against

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6.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS RISKS	Shr	Against
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 AMERICAN EXPRESS COMPANY

Agen

Security: 025816109  
 Meeting Type: Annual  
 Meeting Date: 11-May-2015  
 Ticker: AXP  
 ISIN: US0258161092  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Mgmt	For
1B.	ELECTION OF DIRECTOR: URSULA BURNS	Mgmt	For
1C.	ELECTION OF DIRECTOR: KENNETH CHENAULT	Mgmt	For
1D.	ELECTION OF DIRECTOR: PETER CHERNIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANNE LAUVERGEON	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL LEAVITT	Mgmt	For
1G.	ELECTION OF DIRECTOR: THEODORE LEONSIS	Mgmt	For
1H.	ELECTION OF DIRECTOR: RICHARD LEVIN	Mgmt	For
1I.	ELECTION OF DIRECTOR: SAMUEL PALMISANO	Mgmt	For
1J.	ELECTION OF DIRECTOR: DANIEL VASELLA	Mgmt	For
1K.	ELECTION OF DIRECTOR: ROBERT WALTER	Mgmt	For
1L.	ELECTION OF DIRECTOR: RONALD WILLIAMS	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL RELATING TO ANNUAL DISCLOSURE OF EEO-1 DATA.	Shr	Against
5.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON PRIVACY, DATA SECURITY AND GOVERNMENT REQUESTS.	Shr	Against
6.	SHAREHOLDER PROPOSAL RELATING TO ACTION BY WRITTEN CONSENT.	Shr	For
7.	SHAREHOLDER PROPOSAL RELATING TO LOBBYING	Shr	Against

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DISCLOSURE.

8.	SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN.	Shr	Against
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 AMGEN INC.

Agen

Security: 031162100  
 Meeting Type: Annual  
 Meeting Date: 14-May-2015  
 Ticker: AMGN  
 ISIN: US0311621009  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DR. DAVID BALTIMORE	Mgmt	For
1B.	ELECTION OF DIRECTOR: MR. FRANK J. BIONDI, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: MR. ROBERT A. BRADWAY	Mgmt	For
1D.	ELECTION OF DIRECTOR: MR. FRANCOIS DE CARBONNEL	Mgmt	For
1E.	ELECTION OF DIRECTOR: DR. VANCE D. COFFMAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: MR. ROBERT A. ECKERT	Mgmt	For
1G.	ELECTION OF DIRECTOR: MR. GREG C. GARLAND	Mgmt	For
1H.	ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER	Mgmt	For
1J.	ELECTION OF DIRECTOR: DR. TYLER JACKS	Mgmt	For
1K.	ELECTION OF DIRECTOR: MS. JUDITH C. PELHAM	Mgmt	For
1L.	ELECTION OF DIRECTOR: DR. RONALD D. SUGAR	Mgmt	For
1M.	ELECTION OF DIRECTOR: DR. R. SANDERS WILLIAMS	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Mgmt	For
4.	STOCKHOLDER PROPOSAL (VOTE TABULATION).	Shr	Against

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 APPLE INC.

Agen

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 Security: 037833100  
 Meeting Type: Annual  
 Meeting Date: 10-Mar-2015  
 Ticker: AAPL  
 ISIN: US0378331005  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: TIM COOK	Mgmt	For
1B.	ELECTION OF DIRECTOR: AL GORE	Mgmt	For
1C.	ELECTION OF DIRECTOR: BOB IGER	Mgmt	For
1D.	ELECTION OF DIRECTOR: ANDREA JUNG	Mgmt	For
1E.	ELECTION OF DIRECTOR: ART LEVINSON	Mgmt	For
1F.	ELECTION OF DIRECTOR: RON SUGAR	Mgmt	For
1G.	ELECTION OF DIRECTOR: SUE WAGNER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Mgmt	For
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	Against
4.	THE AMENDMENT OF THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
5.	A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH ENTITLED "RISK REPORT"	Shr	Against
6.	A SHAREHOLDER PROPOSAL BY MR. JAMES MCRITCHIE AND MR. JOHN HARRINGTON ENTITLED "PROXY ACCESS FOR SHAREHOLDERS"	Shr	For

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 AVAGO TECHNOLOGIES LIMITED

Agen

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 Security: Y0486S104  
 Meeting Type: Annual  
 Meeting Date: 08-Apr-2015  
 Ticker: AVGO  
 ISIN: SG99999006241  
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Prop.#	Proposal	Proposal	Proposal Vote
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		Type	
1A.	ELECTION OF DIRECTOR: MR. HOCK E. TAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: MR. JOHN T. DICKSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: MR. JAMES V. DILLER	Mgmt	For
1D.	ELECTION OF DIRECTOR: MR. LEWIS C. EGGBRECHT	Mgmt	For
1E.	ELECTION OF DIRECTOR: MR. BRUNO GUILMART	Mgmt	For
1F.	ELECTION OF DIRECTOR: MR. KENNETH Y. HAO	Mgmt	For
1G.	ELECTION OF DIRECTOR: MS. JUSTINE F. LIEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: MR. DONALD MACLEOD	Mgmt	For
1I.	ELECTION OF DIRECTOR: MR. PETER J. MARKS	Mgmt	For
2.	TO APPROVE THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AVAGO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND INDEPENDENT SINGAPORE AUDITOR FOR THE FISCAL YEAR ENDING NOVEMBER 1, 2015 AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX ITS REMUNERATION.	Mgmt	For
3.	TO APPROVE THE GENERAL AUTHORIZATION FOR THE DIRECTORS OF AVAGO TO ALLOT AND ISSUE ORDINARY SHARES, AS SET FORTH IN AVAGO'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2015 ANNUAL GENERAL MEETING.	Mgmt	For
4.	TO APPROVE THE SHARE PURCHASE MANDATE AUTHORIZING THE PURCHASE OR ACQUISITION BY AVAGO OF ITS OWN ISSUED ORDINARY SHARES, AS SET FORTH IN AVAGO'S NOTICE OF, AND PROXY STATEMENT RELATING TO ITS 2015 ANNUAL GENERAL MEETING.	Mgmt	For
5.	TO APPROVE THE CASH COMPENSATION FOR AVAGO'S NON-EMPLOYEE DIRECTORS FOR SERVICES RENDERED BY THEM THROUGH THE DATE OF AVAGO'S 2016 ANNUAL GENERAL MEETING OF SHAREHOLDERS AND FOR EACH APPROXIMATELY 12-MONTH PERIOD THEREAFTER, AS SET FORTH IN AVAGO'S NOTICE OF, AND PROXY STATEMENT RELATING TO, ITS 2015 ANNUAL GENERAL MEETING.	Mgmt	For

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BIOGEN INC.

Agen

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Security: 09062X103  
Meeting Type: Annual  
Meeting Date: 10-Jun-2015  
Ticker: BIIB

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ISIN: US09062X1037

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ALEXANDER J. DENNER	Mgmt	For
1B.	ELECTION OF DIRECTOR: CAROLINE D. DORSA	Mgmt	For
1C.	ELECTION OF DIRECTOR: NANCY L. LEAMING	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD C. MULLIGAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: ROBERT W. PANGIA	Mgmt	For
1F.	ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS	Mgmt	For
1G.	ELECTION OF DIRECTOR: BRIAN S. POSNER	Mgmt	For
1H.	ELECTION OF DIRECTOR: ERIC K. ROWINSKY	Mgmt	For
1I.	ELECTION OF DIRECTOR: GEORGE A. SCANGOS	Mgmt	For
1J.	ELECTION OF DIRECTOR: LYNN SCHENK	Mgmt	For
1K.	ELECTION OF DIRECTOR: STEPHEN A. SHERWIN	Mgmt	For
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	SAY ON PAY - AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO APPROVE THE BIOGEN INC. 2015 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
5.	TO APPROVE AN AMENDMENT TO THE BIOGEN INC. 2006 NON-EMPLOYEE DIRECTORS EQUITY PLAN.	Mgmt	For

BRISTOL-MYERS SQUIBB COMPANY

Agen

Security: 110122108  
 Meeting Type: Annual  
 Meeting Date: 05-May-2015  
 Ticker: BMY  
 ISIN: US1101221083

Prop.#	Proposal	Proposal Type	Proposal Vote
1A)	ELECTION OF DIRECTOR: L. ANDREOTTI	Mgmt	For
1B)	ELECTION OF DIRECTOR: G. CAFORIO, M.D.	Mgmt	For

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1C)	ELECTION OF DIRECTOR: L.B. CAMPBELL	Mgmt	For
1D)	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Mgmt	For
1E)	ELECTION OF DIRECTOR: M. GROBSTEIN	Mgmt	For
1F)	ELECTION OF DIRECTOR: A.J. LACY	Mgmt	For
1G)	ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.	Mgmt	For
1H)	ELECTION OF DIRECTOR: D.C. PALIWAL	Mgmt	For
1I)	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Mgmt	For
1J)	ELECTION OF DIRECTOR: G.L. STORCH	Mgmt	For
1K)	ELECTION OF DIRECTOR: T.D. WEST, JR.	Mgmt	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Mgmt	Against
3.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
4.	APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - EXCLUSIVE FORUM PROVISION	Mgmt	Against
5.	APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - SUPERMAJORITY PROVISIONS - PREFERRED STOCKHOLDERS	Mgmt	For
6.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shr	For

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BRUNSWICK CORPORATION

Agen

Security: 117043109  
Meeting Type: Annual  
Meeting Date: 06-May-2015  
Ticker: BC  
ISIN: US1170431092

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MANUEL A. FERNANDEZ	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARK D. SCHWABERO	Mgmt	For
1C.	ELECTION OF DIRECTOR: DAVID V. SINGER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JANE L. WARNER	Mgmt	For
1E.	ELECTION OF DIRECTOR: J. STEVEN WHISLER	Mgmt	For
2.	THE APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY	Mgmt	For



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BASIS.

- |    |   |      |     |
|----|---|------|-----|
| 3. | THE RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
|----|---|------|-----|

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 CELGENE CORPORATION

Agen

Security: 151020104  
 Meeting Type: Annual  
 Meeting Date: 17-Jun-2015  
 Ticker: CELG  
 ISIN: US1510201049  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT J. HUGIN R.W. BARKER, D. PHIL. MICHAEL W. BONNEY MICHAEL D. CASEY CARRIE S. COX MICHAEL A. FRIEDMAN, MD GILLA S. KAPLAN, PH.D. JAMES J. LOUGHLIN ERNEST MARIO, PH.D.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2008 STOCK INCENTIVE PLAN.	Mgmt	For
4.	APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	STOCKHOLDER PROPOSAL DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT.	Shr	Against

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 CERNER CORPORATION

Agen

Security: 156782104  
 Meeting Type: Annual  
 Meeting Date: 22-May-2015  
 Ticker: CERN  
 ISIN: US1567821046  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MITCHELL E. DANIELS, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: CLIFFORD W. ILLIG	Mgmt	For
1C.	ELECTION OF DIRECTOR: WILLIAM B. NEAVES	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF CERNER CORPORATION FOR 2015.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION PERFORMANCE-BASED COMPENSATION PLAN.	Mgmt	For
5.	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CERNER CORPORATION 2011 OMNIBUS EQUITY INCENTIVE PLAN.	Mgmt	For

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 CITIGROUP INC.

Agen

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 Security: 172967424  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: C  
 ISIN: US1729674242  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MICHAEL L. CORBAT	Mgmt	For
1B.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	Mgmt	For
1C.	ELECTION OF DIRECTOR: PETER B. HENRY	Mgmt	For
1D.	ELECTION OF DIRECTOR: FRANZ B. HUMER	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Mgmt	For
1F.	ELECTION OF DIRECTOR: GARY M. REINER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JUDITH RODIN	Mgmt	For
1H.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOAN E. SPERO	Mgmt	For

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1J.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Mgmt	For
1K.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Mgmt	For
1L.	ELECTION OF DIRECTOR: JAMES S. TURLEY	Mgmt	For
1M.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Mgmt	For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	ADVISORY APPROVAL OF CITI'S 2014 EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING ADDITIONAL SHARES.	Mgmt	For
5.	STOCKHOLDER PROPOSAL REQUESTING PROXY ACCESS FOR SHAREHOLDERS.	Shr	For
6.	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS.	Shr	Against
7.	STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY.	Shr	Against
8.	STOCKHOLDER PROPOSAL REQUESTING A BY-LAW AMENDMENT TO EXCLUDE FROM THE BOARD OF DIRECTORS' AUDIT COMMITTEE ANY DIRECTOR WHO WAS A DIRECTOR AT A PUBLIC COMPANY WHILE THAT COMPANY FILED FOR REORGANIZATION UNDER CHAPTER 11.	Shr	Against
9.	STOCKHOLDER PROPOSAL REQUESTING A REPORT REGARDING THE VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE.	Shr	For

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COMCAST CORPORATION

Agen

Security: 20030N101  
Meeting Type: Special  
Meeting Date: 08-Oct-2014  
Ticker: CMCSA  
ISIN: US20030N1019

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE ISSUANCE OF SHARES OF COMCAST CLASS A COMMON STOCK TO TIME WARNER	Mgmt	For

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CABLE INC. STOCKHOLDERS IN THE MERGER.

- |    |   |      |     |
|----|---|------|-----|
| 2. | TO APPROVE THE ADJOURNMENT OF THE COMCAST SPECIAL MEETING IF NECESSARY TO SOLICIT ADDITIONAL PROXIES. | Mgmt | For |
|----|---|------|-----|

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COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Annual  
 Meeting Date: 21-May-2015  
 Ticker: CMCSA  
 ISIN: US20030N1019

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR KENNETH J. BACON SHELDON M. BONOVIKZ EDWARD D. BREEN JOSEPH J. COLLINS J. MICHAEL COOK GERALD L. HASSELL JEFFREY A. HONICKMAN EDUARDO MESTRE BRIAN L. ROBERTS RALPH J. ROBERTS JOHNATHAN A. RODGERS DR. JUDITH RODIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS	Mgmt	For
3.	APPROVAL OF OUR 2006 CASH BONUS PLAN	Mgmt	For
4.	TO PROVIDE AN ANNUAL REPORT ON LOBBYING ACTIVITIES	Shr	Against
5.	TO PROHIBIT ACCELERATED VESTING UPON A CHANGE OF CONTROL	Shr	For
6.	TO PROVIDE EACH SHARE AN EQUAL VOTE	Shr	For

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CONSTELLATION BRANDS, INC.

Agen

Security: 21036P108  
 Meeting Type: Annual  
 Meeting Date: 23-Jul-2014  
 Ticker: STZ  
 ISIN: US21036P1084

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JERRY FOWDEN BARRY A. FROMBERG ROBERT L. HANSON JEANANNE K. HAUSWALD JAMES A. LOCKE III RICHARD SANDS ROBERT SANDS JUDY A. SCHMELING KEITH E. WANDELL MARK ZUPAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld For For For For For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2015.	Mgmt	For
3.	PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For

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COSTCO WHOLESALE CORPORATION

Agen

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Security: 22160K105  
Meeting Type: Annual  
Meeting Date: 29-Jan-2015  
Ticker: COST  
ISIN: US22160K1051  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JEFFREY H. BROTMAN DANIEL J. EVANS RICHARD A. GALANTI JEFFREY S. RAIKES JAMES D. SINEGAL	Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld Withheld Withheld Withheld Withheld
2.	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO AMEND AND RESTATE THE COMPANY'S SIXTH RESTATED STOCK INCENTIVE PLAN.	Mgmt	Against
5A.	TO AMEND THE ARTICLES OF INCORPORATION TO REDUCE VOTING STANDARD FOR REMOVAL OF DIRECTORS.	Mgmt	For
5B.	TO AMEND THE ARTICLES OF INCORPORATION TO	Mgmt	For

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REDUCE VOTING STANDARD FOR AMENDING THE  
ARTICLE DEALING WITH REMOVAL OF DIRECTORS  
FOR CAUSE.

6.	SHAREHOLDER PROPOSAL TO REGULATE DIRECTOR TENURE.	Shr	Against
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COVIDIEN PLC

Agen

Security: G2554F113  
Meeting Type: Special  
Meeting Date: 06-Jan-2015  
Ticker: COV  
ISIN: IE00B68SQD29

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE SCHEME OF ARRANGEMENT.	Mgmt	For
2.	CANCELLATION OF COVIDIEN SHARES PURSUANT TO THE SCHEME OF ARRANGEMENT.	Mgmt	For
3.	DIRECTORS' AUTHORITY TO ALLOT SECURITIES AND APPLICATION OF RESERVES.	Mgmt	For
4.	AMENDMENT TO ARTICLES OF ASSOCIATION.	Mgmt	For
5.	CREATION OF DISTRIBUTABLE RESERVES OF NEW MEDTRONIC.	Mgmt	For
6.	APPROVAL ON AN ADVISORY BASIS OF SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN COVIDIEN AND ITS NAMED EXECUTIVE OFFICERS.	Mgmt	For

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COVIDIEN PLC

Agen

Security: G2554F105  
Meeting Type: Special  
Meeting Date: 06-Jan-2015  
Ticker:  
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE SCHEME OF ARRANGEMENT.	Mgmt	For

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

CYTEC INDUSTRIES INC.

Agen

Security: 232820100  
 Meeting Type: Annual  
 Meeting Date: 16-Apr-2015  
 Ticker: CYT  
 ISIN: US2328201007

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID P. HESS	Mgmt	For
1B.	ELECTION OF DIRECTOR: BARRY C. JOHNSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: CAROL P. LOWE	Mgmt	For
1D.	ELECTION OF DIRECTOR: THOMAS W. RABAUT	Mgmt	For
2.	RATIFICATION OF KPMG LLP AS THE COMPANY'S AUDITORS FOR 2015.	Mgmt	For
3.	APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

DISCOVER FINANCIAL SERVICES

Agen

Security: 254709108  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2015  
 Ticker: DFS  
 ISIN: US2547091080

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JEFFREY S. ARONIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARY K. BUSH	Mgmt	For
1C.	ELECTION OF DIRECTOR: GREGORY C. CASE	Mgmt	For
1D.	ELECTION OF DIRECTOR: CANDACE H. DUNCAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: RICHARD H. LENNY	Mgmt	For
1G.	ELECTION OF DIRECTOR: THOMAS G. MAHERAS	Mgmt	For
1H.	ELECTION OF DIRECTOR: MICHAEL H. MOSKOW	Mgmt	For
1I.	ELECTION OF DIRECTOR: DAVID W. NELMS	Mgmt	For
1J.	ELECTION OF DIRECTOR: MARK A. THIERER	Mgmt	For

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

1K.	ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH	Mgmt	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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DOLLAR GENERAL CORPORATION

Agen

Security: 256677105  
 Meeting Type: Annual  
 Meeting Date: 27-May-2015  
 Ticker: DG  
 ISIN: US2566771059

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WARREN F. BRYANT	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL M. CALBERT	Mgmt	For
1C.	ELECTION OF DIRECTOR: SANDRA B. COCHRAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD W. DREILING	Mgmt	For
1E.	ELECTION OF DIRECTOR: PATRICIA D. FILI-KRUSHEL	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAULA A. PRICE	Mgmt	For
1G.	ELECTION OF DIRECTOR: WILLIAM C. RHODES, III	Mgmt	For
1H.	ELECTION OF DIRECTOR: DAVID B. RICKARD	Mgmt	For
2.	TO RATIFY ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Mgmt	For

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EATON CORPORATION PLC

Agen

Security: G29183103  
 Meeting Type: Annual  
 Meeting Date: 22-Apr-2015  
 Ticker: ETN  
 ISIN: IE00B8KQN827

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

		Type	
1A.	ELECTION OF DIRECTOR: TODD M. BLUEDORN	Mgmt	For
1B.	ELECTION OF DIRECTOR: CHRISTOPHER M. CONNOR	Mgmt	For
1C.	ELECTION OF DIRECTOR: MICHAEL J. CRITELLI	Mgmt	For
1D.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES E. GOLDEN	Mgmt	For
1F.	ELECTION OF DIRECTOR: LINDA A. HILL	Mgmt	For
1G.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: NED C. LAUTENBACH	Mgmt	For
1I.	ELECTION OF DIRECTOR: DEBORAH L. MCCOY	Mgmt	For
1J.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Mgmt	For
1K.	ELECTION OF DIRECTOR: SANDRA PIANALTO	Mgmt	For
1L.	ELECTION OF DIRECTOR: GERALD B. SMITH	Mgmt	For
2.	APPROVING A PROPOSED 2015 STOCK PLAN.	Mgmt	For
3.	APPROVING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2015 AND AUTHORIZING THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ITS REMUNERATION.	Mgmt	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
5.	AUTHORIZING THE COMPANY AND ANY SUBSIDIARY OF THE COMPANY TO MAKE OVERSEAS MARKET PURCHASES OF COMPANY SHARES.	Mgmt	For

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EMC CORPORATION

Agen

Security: 268648102  
Meeting Type: Annual  
Meeting Date: 30-Apr-2015  
Ticker: EMC  
ISIN: US2686481027

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	Prop.# Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOSE E. ALMEIDA	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL W. BROWN	Mgmt	For
1C.	ELECTION OF DIRECTOR: DONALD J. CARTY	Mgmt	For

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

1D.	ELECTION OF DIRECTOR: RANDOLPH L. COWEN	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMES S. DISTASIO	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOHN R. EGAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: WILLIAM D. GREEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: EDMUND F. KELLY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMI MISCIK	Mgmt	For
1J.	ELECTION OF DIRECTOR: PAUL SAGAN	Mgmt	For
1K.	ELECTION OF DIRECTOR: DAVID N. STROHM	Mgmt	For
1L.	ELECTION OF DIRECTOR: JOSEPH M. TUCCI	Mgmt	For
2.	RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	For
4.	APPROVAL OF THE EMC CORPORATION AMENDED AND RESTATED 2003 STOCK PLAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	For
5.	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Shr	For

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 EMERSON ELECTRIC CO.

Agen

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 Security: 291011104  
 Meeting Type: Annual  
 Meeting Date: 03-Feb-2015  
 Ticker: EMR  
 ISIN: US2910111044  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR A.F. GOLDEN* W.R. JOHNSON* C. KENDLE* J.S. TURLEY* A.A. BUSCH III#	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.	Mgmt	For

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

3.	APPROVAL OF THE EMERSON ELECTRIC CO. 2015 INCENTIVE SHARES PLAN.	Mgmt	For
4.	RE-APPROVAL OF THE PERFORMANCE MEASURES UNDER THE EMERSON ELECTRIC CO. ANNUAL INCENTIVE PLAN.	Mgmt	For
5.	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
6.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A SUSTAINABILITY REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shr	Against
7.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A POLITICAL CONTRIBUTIONS REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shr	Against
8.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A LOBBYING REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shr	Against

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EOG RESOURCES, INC.

Agen

Security: 26875P101  
 Meeting Type: Annual  
 Meeting Date: 30-Apr-2015  
 Ticker: EOG  
 ISIN: US26875P1012

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JANET F. CLARK	Mgmt	For
1B.	ELECTION OF DIRECTOR: CHARLES R. CRISP	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES C. DAY	Mgmt	For
1D.	ELECTION OF DIRECTOR: H. LEIGHTON STEWARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: DONALD F. TEXTOR	Mgmt	For
1F.	ELECTION OF DIRECTOR: WILLIAM R. THOMAS	Mgmt	For
1G.	ELECTION OF DIRECTOR: FRANK G. WISNER	Mgmt	For
2.	TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	TO APPROVE, BY NON-BINDING VOTE, THE	Mgmt	For

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

COMPENSATION OF THE COMPANY'S NAMED  
EXECUTIVE OFFICERS.

- |    |  |     |         |
|----|--|-----|---------|
| 4. | STOCKHOLDER PROPOSAL CONCERNING PROXY ACCESS, IF PROPERLY PRESENTED.               | Shr | For     |
| 5. | STOCKHOLDER PROPOSAL CONCERNING A METHANE EMISSIONS REPORT, IF PROPERLY PRESENTED. | Shr | Against |

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FACEBOOK INC.

Agen

Security: 30303M102  
Meeting Type: Annual  
Meeting Date: 11-Jun-2015  
Ticker: FB  
ISIN: US30303M1027

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MARC L. ANDREESSEN ERSKINE B. BOWLES S.D. DESMOND-HELLMANN REED HASTINGS JAN KOUM SHERYL K. SANDBERG PETER A. THIEL MARK ZUCKERBERG	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld Withheld For Withheld
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS FACEBOOK, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015	Mgmt	For
3.	TO RE-APPROVE THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, SECTION 162(M) LIMITS OF OUR 2012 EQUITY INCENTIVE PLAN TO PRESERVE OUR ABILITY TO RECEIVE CORPORATE INCOME TAX DEDUCTIONS THAT MAY BECOME AVAILABLE PURSUANT TO SECTION 162(M)	Mgmt	Against
4.	A STOCKHOLDER PROPOSAL REGARDING CHANGE IN STOCKHOLDER VOTING	Shr	For
5.	A STOCKHOLDER PROPOSAL REGARDING AN ANNUAL SUSTAINABILITY REPORT	Shr	Against
6.	A STOCKHOLDER PROPOSAL REGARDING A HUMAN RIGHTS RISK ASSESSMENT	Shr	Against

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FISERV, INC.

Agen

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

Security: 337738108  
 Meeting Type: Annual  
 Meeting Date: 20-May-2015  
 Ticker: FISV  
 ISIN: US3377381088

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ALISON DAVIS CHRISTOPHER M. FLINK DANIEL P. KEARNEY DENNIS F. LYNCH DENIS J. O'LEARY GLENN M. RENWICK KIM M. ROBAK DOYLE R. SIMONS THOMAS C. WERTHEIMER JEFFERY W. YABUKI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF FISERV, INC.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF FISERV, INC. FOR 2015.	Mgmt	For
4.	A SHAREHOLDER PROPOSAL RELATING TO EXECUTIVE RETENTION OF STOCK.	Shr	For

### GENESEEE & WYOMING INC.

Agen

Security: 371559105  
 Meeting Type: Annual  
 Meeting Date: 12-May-2015  
 Ticker: GWR  
 ISIN: US3715591059

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RICHARD H. ALLERT* MICHAEL NORKUS* ANN N. REESE* HUNTER C. SMITH@	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	ADOPTION OF OUR THIRD AMENDED AND RESTATED 2004 OMNIBUS INCENTIVE PLAN.	Mgmt	Against
3.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING	Mgmt	For

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

FIRM FOR THE FISCAL YEAR ENDING DECEMBER  
31, 2015.

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GILEAD SCIENCES, INC.

Agen

Security: 375558103  
Meeting Type: Annual  
Meeting Date: 06-May-2015  
Ticker: GILD  
ISIN: US3755581036  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN F. COGAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: ETIENNE F. DAVIGNON	Mgmt	For
1C.	ELECTION OF DIRECTOR: CARLA A. HILLS	Mgmt	For
1D.	ELECTION OF DIRECTOR: KEVIN E. LOFTON	Mgmt	For
1E.	ELECTION OF DIRECTOR: JOHN W. MADIGAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOHN C. MARTIN	Mgmt	For
1G.	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Mgmt	For
1H.	ELECTION OF DIRECTOR: RICHARD J. WHITLEY	Mgmt	For
1I.	ELECTION OF DIRECTOR: GAYLE E. WILSON	Mgmt	For
1J.	ELECTION OF DIRECTOR: PER WOLD-OLSEN	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	TO APPROVE AN AMENDMENT AND RESTATEMENT TO GILEAD'S EMPLOYEE STOCK PURCHASE PLAN AND INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
4.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Mgmt	For
5.	TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shr	For
6.	TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING,	Shr	For

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

REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR.

- |    |  |     |         |
|----|--|-----|---------|
| 7. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT GILEAD ISSUE AN ANNUAL SUSTAINABILITY REPORT.   | Shr | Against |
| 8. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD REPORT ON CERTAIN RISKS TO GILEAD FROM RISING PRESSURE TO CONTAIN U.S. SPECIALTY DRUG PRICES. | Shr | Against |

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HALLIBURTON COMPANY

Agen

Security: 406216101  
 Meeting Type: Special  
 Meeting Date: 27-Mar-2015  
 Ticker: HAL  
 ISIN: US4062161017

- | Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | PROPOSAL APPROVING THE ISSUANCE OF SHARES OF HALLIBURTON COMMON STOCK AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME), DATED AS OF NOVEMBER 16, 2014, AMONG HALLIBURTON COMPANY, RED TIGER LLC AND BAKER HUGHES INCORPORATED. | Mgmt          | For           |
| 2.     | PROPOSAL ADJOURNING THE SPECIAL MEETING, IF NECESSARY OR ADVISABLE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF SHARES DESCRIBED IN THE FOREGOING PROPOSAL.        | Mgmt          | For           |

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HALLIBURTON COMPANY

Agen

Security: 406216101  
 Meeting Type: Annual  
 Meeting Date: 20-May-2015  
 Ticker: HAL  
 ISIN: US4062161017

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

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

1A	ELECTION OF DIRECTOR: A.F. AL KHAYYAL	Mgmt	For
1B	ELECTION OF DIRECTOR: A.M. BENNETT	Mgmt	For
1C	ELECTION OF DIRECTOR: J.R. BOYD	Mgmt	For
1D	ELECTION OF DIRECTOR: M. CARROLL	Mgmt	For
1E	ELECTION OF DIRECTOR: N.K. DICCIANI	Mgmt	For
1F	ELECTION OF DIRECTOR: M.S. GERBER	Mgmt	For
1G	ELECTION OF DIRECTOR: J.C. GRUBISICH	Mgmt	For
1H	ELECTION OF DIRECTOR: D.J. LESAR	Mgmt	For
1I	ELECTION OF DIRECTOR: R.A. MALONE	Mgmt	For
1J	ELECTION OF DIRECTOR: J.L. MARTIN	Mgmt	For
1K	ELECTION OF DIRECTOR: J.A. MILLER	Mgmt	For
1L	ELECTION OF DIRECTOR: D.L. REED	Mgmt	For
2.	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	Mgmt	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	Against
4.	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN.	Mgmt	For
5.	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For

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 ILLUMINA, INC.

Agen

Security: 452327109  
 Meeting Type: Annual  
 Meeting Date: 27-May-2015  
 Ticker: ILMN  
 ISIN: US4523271090

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: A. BLAINE BOWMAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: KARIN EASTHAM, CPA	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAY T. FLATLEY	Mgmt	For
1D.	ELECTION OF DIRECTOR: JEFFREY T. HUBER	Mgmt	For



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

1E.	ELECTION OF DIRECTOR: WILLIAM H. RASTETTER, PH.D.	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 3, 2016	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Mgmt	For
4.	TO APPROVE THE ILLUMINA, INC. 2015 STOCK AND INCENTIVE PLAN	Mgmt	For

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INCYTE CORPORATION

Agen

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Security: 45337C102  
Meeting Type: Annual  
Meeting Date: 22-May-2015  
Ticker: INCY  
ISIN: US45337C1027

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JULIAN C. BAKER JEAN-JACQUES BIENAIME PAUL A. BROOKE PAUL J. CLANCY WENDY L. DIXON PAUL A. FRIEDMAN HERVE HOPPENOT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For

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INVESCO LTD

Agen

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Security: G491BT108  
Meeting Type: Annual  
Meeting Date: 14-May-2015  
Ticker: IVZ  
ISIN: BMG491BT1088

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: MARTIN L. FLANAGAN	Mgmt	For
1.2	ELECTION OF DIRECTOR: C. ROBERT HENRIKSON	Mgmt	For
1.3	ELECTION OF DIRECTOR: BEN F. JOHNSON III	Mgmt	For
1.4	ELECTION OF DIRECTOR: SIR NIGEL SHEINWALD	Mgmt	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S 2014 EXECUTIVE COMPENSATION	Mgmt	For
3.	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Mgmt	For

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LAS VEGAS SANDS CORP.

Agen

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Security: 517834107  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2015  
 Ticker: LVS  
 ISIN: US5178341070

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Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR JASON N. ADER MICHELINE CHAU MICHAEL A. LEVEN DAVID F. LEVI	Mgmt Mgmt Mgmt Mgmt	For For For For
2	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLC AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER 31, 2015	Mgmt	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	Against

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LIONS GATE ENTERTAINMENT CORP.

Agen

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Security: 535919203  
 Meeting Type: Annual and Special  
 Meeting Date: 09-Sep-2014  
 Ticker: LGF  
 ISIN: CA5359192039

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

		Type	
01	DIRECTOR MICHAEL BURNS GORDON CRAWFORD ARTHUR EVRENSEL JON FELTHEIMER FRANK GIUSTRA MORLEY KOFFMAN HARALD LUDWIG G. SCOTT PATERSON MARK H. RACHESKY, M.D. DARYL SIMM HARDWICK SIMMONS PHYLLIS YAFFE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	PROPOSAL TO REAPPOINT ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING MARCH 31, 2015.	Mgmt	For
03	PROPOSAL TO CONDUCT AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	Against
04	PROPOSAL TO APPROVE AMENDMENTS TO THE LIONS GATE ENTERTAINMENT CORP. 2012 PERFORMANCE INCENTIVE PLAN.	Mgmt	For
05	IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.	Mgmt	Against

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MEDTRONIC, INC.

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Agen

Security: 585055106  
Meeting Type: Special  
Meeting Date: 06-Jan-2015  
Ticker: MDT  
ISIN: US5850551061  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ADOPT THE PLAN OF MERGER CONTAINED IN THE TRANSACTION AGREEMENT, DATED AS OF JUNE 15, 2014, AMONG MEDTRONIC, INC., COVIDIEN PLC, MEDTRONIC HOLDINGS LIMITED (FORMERLY KNOWN AS KALANI I LIMITED), MAKANI II LIMITED, AVIATION ACQUISITION CO., INC. AND AVIATION MERGER SUB, LLC AND APPROVE THE REVISED MEMORANDUM AND ARTICLES OF ASSOCIATION OF NEW MEDTRONIC.	Mgmt	For
2.	TO APPROVE THE REDUCTION OF THE SHARE PREMIUM ACCOUNT OF MEDTRONIC HOLDINGS LIMITED TO ALLOW FOR THE CREATION OF DISTRIBUTABLE RESERVES OF MEDTRONIC	Mgmt	For

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

HOLDINGS LIMITED.

- |    |  |      |     |
|----|--|------|-----|
| 3. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN MEDTRONIC, INC. AND ITS NAMED EXECUTIVE OFFICERS RELATING TO THE TRANSACTION.   | Mgmt | For |
| 4. | TO APPROVE ANY MOTION TO ADJOURN THE MEDTRONIC, INC. SPECIAL MEETING TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE (I) TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEDTRONIC, INC. SPECIAL MEETING TO ADOPT THE PLAN OF MERGER CONTAINED IN THE TRANSACTION AGREEMENT AND APPROVE THE REVISED MEMORANDUM AND ARTICLES OF ASSOCIATION OF MEDTRONIC HOLDINGS LIMITED, (II) TO PROVIDE TO MEDTRONIC, INC. SHAREHOLDERS IN ADVANCE OF THE MEDTRONIC, INC. SPECIAL MEETING ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt | For |

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MICROSOFT CORPORATION

Agen

Security: 594918104  
 Meeting Type: Annual  
 Meeting Date: 03-Dec-2014  
 Ticker: MSFT  
 ISIN: US5949181045

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARIA M. KLAWE	Mgmt	For
1C.	ELECTION OF DIRECTOR: TERI L. LIST-STOLL	Mgmt	For
1D.	ELECTION OF DIRECTOR: G. MASON MORFIT	Mgmt	For
1E.	ELECTION OF DIRECTOR: SATYA NADELLA	Mgmt	For
1F.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Mgmt	For
1G.	ELECTION OF DIRECTOR: HELMUT PANKE	Mgmt	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN W. STANTON	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Mgmt	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	Against

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

3.	RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2015	Mgmt	For
4.	SHAREHOLDER PROPOSAL - PROXY ACCESS FOR SHAREHOLDERS	Shr	Against

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MONDELEZ INTERNATIONAL, INC.

Agen

Security: 609207105  
 Meeting Type: Annual  
 Meeting Date: 20-May-2015  
 Ticker: MDLZ  
 ISIN: US6092071058

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Mgmt	For
1B.	ELECTION OF DIRECTOR: LEWIS W.K. BOOTH	Mgmt	For
1C.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Mgmt	For
1D.	ELECTION OF DIRECTOR: MARK D. KETCHUM	Mgmt	For
1E.	ELECTION OF DIRECTOR: JORGE S. MESQUITA	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1G.	ELECTION OF DIRECTOR: NELSON PELTZ	Mgmt	For
1H.	ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS	Mgmt	For
1I.	ELECTION OF DIRECTOR: IRENE B. ROSENFELD	Mgmt	For
1J.	ELECTION OF DIRECTOR: PATRICK T. SIEWERT	Mgmt	For
1K.	ELECTION OF DIRECTOR: RUTH J. SIMMONS	Mgmt	For
1L.	ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
4.	SHAREHOLDER PROPOSAL: REPORT ON PACKAGING.	Shr	Against

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

MONSANTO COMPANY

Agen

Security: 61166W101  
 Meeting Type: Annual  
 Meeting Date: 30-Jan-2015  
 Ticker: MON  
 ISIN: US61166W1018

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	Mgmt	For
1B.	ELECTION OF DIRECTOR: JANICE L. FIELDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: HUGH GRANT	Mgmt	For
1D.	ELECTION OF DIRECTOR: LAURA K. IPSEN	Mgmt	For
1E.	ELECTION OF DIRECTOR: MARCOS M. LUTZ	Mgmt	For
1F.	ELECTION OF DIRECTOR: C. STEVEN MCMILLAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: WILLIAM U. PARFET	Mgmt	For
1H.	ELECTION OF DIRECTOR: GEORGE H. POSTE, PH.D., D.V.M.	Mgmt	For
1I.	ELECTION OF DIRECTOR: ROBERT J. STEVENS	Mgmt	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Mgmt	For
3.	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREOWNER PROPOSAL: LOBBYING REPORT.	Shr	Against
5.	SHAREOWNER PROPOSAL: SHAREOWNER PROXY ACCESS.	Shr	Against
6.	SHAREOWNER PROPOSAL: INDEPENDENT BOARD CHAIRMAN.	Shr	Against

NIKE, INC.

Agen

Security: 654106103  
 Meeting Type: Annual  
 Meeting Date: 18-Sep-2014  
 Ticker: NKE  
 ISIN: US6541061031

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

1.	DIRECTOR ALAN B. GRAF, JR. JOHN C. LECHLEITER MICHELLE A. PELUSO PHYLLIS M. WISE	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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 NXP SEMICONDUCTORS NV.

Agen

Security: N6596X109  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2015  
 Ticker: NXPI  
 ISIN: NL0009538784

Prop.#	Proposal	Proposal Type	Proposal Vote
2C.	ADOPTION OF THE 2014 STATUTORY ANNUAL ACCOUNTS	Mgmt	For
2D.	GRANTING DISCHARGE TO THE DIRECTORS FOR THEIR RESPONSIBILITIES IN THE FINANCIAL YEAR 2014	Mgmt	For
3A.	PROPOSAL TO RE-APPOINT MR. RICHARD L. CLEMMER AS EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3B.	PROPOSAL TO RE-APPOINT SIR PETER BONFIELD AND NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3C.	PROPOSAL TO RE-APPOINT MR. JOHANNES P. HUTH AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3D.	PROPOSAL TO RE-APPOINT MR. KENNETH A. GOLDMAN AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3E.	PROPOSAL TO RE-APPOINT DR. MARION HELMES AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3F.	PROPOSAL TO RE-APPOINT MR. JOSEPH KAESER AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3G.	PROPOSAL TO RE-APPOINT MR. IAN LORING AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM	Mgmt	For

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JUNE 2, 2015

3H.	PROPOSAL TO RE-APPOINT MR. ERIC MEURICE AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
3I.	PROPOSAL TO RE-APPOINT MS. JULIE SOUTHERN AS NON-EXECUTIVE DIRECTOR EFFECT FROM JUNE 2, 2015	Mgmt	For
3J.	PROPOSAL TO APPOINT DR. RICK TSAI AS NON-EXECUTIVE DIRECTOR WITH EFFECT FROM JUNE 2, 2015	Mgmt	For
4A.	AUTHORIZATION OF THE BOARD OF DIRECTORS TO ISSUE SHARES OR GRANT RIGHTS TO ACQUIRE SHARES	Mgmt	For
4B.	AUTHORIZATION OF THE BOARD OF DIRECTORS TO RESTRICT OR EXCLUDE PRE-EMPTION RIGHTS	Mgmt	For
5.	AUTHORIZATION OF THE BOARD OF DIRECTORS TO REPURCHASE SHARES IN THE COMPANY'S CAPITAL	Mgmt	For
6.	AUTHORIZATION TO CANCEL REPURCHASED SHARES IN THE COMPANY'S CAPITAL	Mgmt	For
7.	RE-APPOINTMENT OF KPMG ACCOUNTANTS N.V. AS THE COMPANY'S EXTERNAL AUDITOR	Mgmt	For

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ORACLE CORPORATION

Agen

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 Security: 68389X105  
 Meeting Type: Annual  
 Meeting Date: 05-Nov-2014  
 Ticker: ORCL  
 ISIN: US68389X1054  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	JEFFREY S. BERG	Mgmt	For
	H. RAYMOND BINGHAM	Mgmt	Withheld
	MICHAEL J. BOSKIN	Mgmt	Withheld
	SAFRA A. CATZ	Mgmt	For
	BRUCE R. CHIZEN	Mgmt	Withheld
	GEORGE H. CONRADES	Mgmt	For
	LAWRENCE J. ELLISON	Mgmt	For
	HECTOR GARCIA-MOLINA	Mgmt	For
	JEFFREY O. HENLEY	Mgmt	For
	MARK V. HURD	Mgmt	For
	NAOMI O. SELIGMAN	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	Against



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

3.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Mgmt	For
4.	STOCKHOLDER PROPOSAL REGARDING VOTE TABULATION.	Shr	Against
5.	STOCKHOLDER PROPOSAL REGARDING MULTIPLE PERFORMANCE METRICS.	Shr	For
6.	STOCKHOLDER PROPOSAL REGARDING QUANTIFIABLE PERFORMANCE METRICS.	Shr	For
7.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shr	For

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 PEPSICO, INC.

Agen

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 Security: 713448108  
 Meeting Type: Annual  
 Meeting Date: 06-May-2015  
 Ticker: PEP  
 ISIN: US7134481081  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SHONA L. BROWN	Mgmt	For
1B.	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: IAN M. COOK	Mgmt	For
1D.	ELECTION OF DIRECTOR: DINA DUBLON	Mgmt	For
1E.	ELECTION OF DIRECTOR: RONA A. FAIRHEAD	Mgmt	For
1F.	ELECTION OF DIRECTOR: RICHARD W. FISHER	Mgmt	For
1G.	ELECTION OF DIRECTOR: ALBERTO IBARGUEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. JOHNSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Mgmt	For
1J.	ELECTION OF DIRECTOR: DAVID C. PAGE	Mgmt	For
1K.	ELECTION OF DIRECTOR: ROBERT C. POHLAD	Mgmt	For
1L.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Mgmt	For
1M.	ELECTION OF DIRECTOR: DANIEL VASELLA	Mgmt	For
1N.	ELECTION OF DIRECTOR: ALBERTO WEISSER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Mgmt	For

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

PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015.

3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
4.	ESTABLISH BOARD COMMITTEE ON SUSTAINABILITY.	Shr	Against
5.	POLICY REGARDING LIMIT ON ACCELERATED VESTING OF EQUITY AWARDS.	Shr	For
6.	REPORT ON MINIMIZING IMPACTS OF NEONICS.	Shr	Against

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PERRIGO COMPANY PLC

Agen

Security: G97822103  
Meeting Type: Annual  
Meeting Date: 04-Nov-2014  
Ticker: PRGO  
ISIN: IE00BGH1M568

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LAURIE BRLAS	Mgmt	For
1B.	ELECTION OF DIRECTOR: GARY M. COHEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: JACQUALYN A. FOUSE	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID T. GIBBONS	Mgmt	Against
1E.	ELECTION OF DIRECTOR: RAN GOTTFRIED	Mgmt	For
1F.	ELECTION OF DIRECTOR: ELLEN R. HOFFING	Mgmt	For
1G.	ELECTION OF DIRECTOR: MICHAEL J. JANDERNOA	Mgmt	Against
1H.	ELECTION OF DIRECTOR: GARY K. KUNKLE, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: HERMAN MORRIS, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: DONAL O'CONNOR	Mgmt	For
1K.	ELECTION OF DIRECTOR: JOSEPH C. PAPA	Mgmt	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR FISCAL YEAR 2015	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION	Mgmt	For
4.	AUTHORIZE PERRIGO COMPANY PLC AND/OR ANY SUBSIDIARY OF PERRIGO COMPANY PLC TO MAKE MARKET PURCHASES OF PERRIGO COMPANY PLC'S ORDINARY SHARES	Mgmt	For

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- |    |   |      |     |
|----|---|------|-----|
| 5. | DETERMINE THE REISSUE PRICE RANGE FOR PERRIGO COMPANY PLC TREASURY SHARES                                     | Mgmt | For |
| 6. | APPROVE THE CREATION OF DISTRIBUTABLE RESERVES BY REDUCING SOME OR ALL OF PERRIGO COMPANY PLC'S SHARE PREMIUM | Mgmt | For |

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 QUALCOMM INCORPORATED

Agen

Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 09-Mar-2015  
 Ticker: QCOM  
 ISIN: US7475251036

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BARBARA T. ALEXANDER	Mgmt	For
1B.	ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK	Mgmt	For
1C.	ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE	Mgmt	For
1D.	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Mgmt	For
1E.	ELECTION OF DIRECTOR: THOMAS W. HORTON	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL E. JACOBS	Mgmt	For
1G.	ELECTION OF DIRECTOR: SHERRY LANSING	Mgmt	For
1H.	ELECTION OF DIRECTOR: HARISH MANWANI	Mgmt	For
1I.	ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF	Mgmt	For
1J.	ELECTION OF DIRECTOR: DUANE A. NELLES	Mgmt	For
1K.	ELECTION OF DIRECTOR: CLARK T. RANDT, JR.	Mgmt	For
1L.	ELECTION OF DIRECTOR: FRANCISCO ROS	Mgmt	For
1M.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Mgmt	For
1N.	ELECTION OF DIRECTOR: BRENT SCOWCROFT	Mgmt	For
1O.	ELECTION OF DIRECTOR: MARC I. STERN	Mgmt	For
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 27, 2015.	Mgmt	For
3.	TO APPROVE AN AMENDMENT TO THE 2001 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE	Mgmt	For

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THE SHARE RESERVE BY 25,000,000 SHARES.

4. ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Mgmt	Against
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RANGE RESOURCES CORPORATION

Agen

Security: 75281A109  
 Meeting Type: Annual  
 Meeting Date: 19-May-2015  
 Ticker: RRC  
 ISIN: US75281A1097

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ANTHONY V. DUB	Mgmt	For
1B.	ELECTION OF DIRECTOR: V. RICHARD EALES	Mgmt	For
1C.	ELECTION OF DIRECTOR: ALLEN FINKELSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES M. FUNK	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHRISTOPHER A. HELMS	Mgmt	For
1F.	ELECTION OF DIRECTOR: JONATHAN S. LINKER	Mgmt	For
1G.	ELECTION OF DIRECTOR: MARY RALPH LOWE	Mgmt	For
1H.	ELECTION OF DIRECTOR: KEVIN S. MCCARTHY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN H. PINKERTON	Mgmt	For
1J.	ELECTION OF DIRECTOR: JEFFREY L. VENTURA	Mgmt	For
2.	A PROPOSAL TO APPROVE THE COMPENSATION PHILOSOPHY, POLICIES AND PROCEDURES DESCRIBED IN THE COMPENSATION DISCUSSION AND ANALYSIS.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AS OF AND FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
4.	STOCKHOLDER PROPOSAL - REQUESTING ADOPTION OF A PROXY ACCESS BYLAW.	Shr	For

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RESTORATION HARDWARE HOLDINGS, INC.

Agen

Security: 761283100  
 Meeting Type: Annual

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

Meeting Date: 24-Jun-2015  
 Ticker: RH  
 ISIN: US7612831005

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GARY FRIEDMAN CARLOS ALBERINI J. MICHAEL CHU	Mgmt Mgmt Mgmt	For For For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	Against
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Mgmt	For

SALESFORCE.COM, INC.

Agen

Security: 79466L302  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2015  
 Ticker: CRM  
 ISIN: US79466L3024

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARC R. BENIOFF	Mgmt	For
1B.	ELECTION OF DIRECTOR: KEITH G. BLOCK	Mgmt	For
1C.	ELECTION OF DIRECTOR: CRAIG A. CONWAY	Mgmt	For
1D.	ELECTION OF DIRECTOR: ALAN G. HASSENFELD	Mgmt	For
1E.	ELECTION OF DIRECTOR: COLIN L. POWELL	Mgmt	For
1F.	ELECTION OF DIRECTOR: SANFORD R. ROBERTSON	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOHN V. ROOS	Mgmt	For
1H.	ELECTION OF DIRECTOR: LAWRENCE J. TOMLINSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: ROBIN L. WASHINGTON	Mgmt	For
1J.	ELECTION OF DIRECTOR: MAYNARD G. WEBB	Mgmt	For
1K.	ELECTION OF DIRECTOR: SUSAN D. WOJCICKI	Mgmt	For
2.	APPROVAL OF AN AMENDMENT TO INCREASE THE SHARES AVAILABLE FOR GRANT UNDER THE COMPANY'S 2013 EQUITY INCENTIVE PLAN	Mgmt	For

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3.	APPROVAL OF AN AMENDMENT TO INCREASE THE SHARES AVAILABLE FOR PURCHASE UNDER THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
5.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	Against

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 SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

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 Security: 806857108  
 Meeting Type: Annual  
 Meeting Date: 08-Apr-2015  
 Ticker: SLB  
 ISIN: AN8068571086  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Mgmt	For
1B.	ELECTION OF DIRECTOR: K. VAMAN KAMATH	Mgmt	For
1C.	ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON DARKES	Mgmt	For
1D.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Mgmt	For
1G.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Mgmt	For
1H.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: LEO RAFAEL REIF	Mgmt	For
1J.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Mgmt	For
1K.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Mgmt	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO APPROVE THE COMPANY'S 2014 FINANCIAL STATEMENTS AND THE BOARD'S 2014 DECLARATIONS OF DIVIDENDS.	Mgmt	For
4.	TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For

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SIGNET JEWELERS LIMITED

Agen

Security: G81276100  
 Meeting Type: Annual  
 Meeting Date: 12-Jun-2015  
 Ticker: SIG  
 ISIN: BMG812761002

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: H. TODD STITZER	Mgmt	For
1B.	ELECTION OF DIRECTOR: VIRGINIA DROSOS	Mgmt	For
1C.	ELECTION OF DIRECTOR: DALE HILPERT	Mgmt	For
1D.	ELECTION OF DIRECTOR: MARK LIGHT	Mgmt	For
1E.	ELECTION OF DIRECTOR: HELEN MCCLUSKEY	Mgmt	For
1F.	ELECTION OF DIRECTOR: MARIANNE MILLER PARRS	Mgmt	For
1G.	ELECTION OF DIRECTOR: THOMAS PLASKETT	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT STACK	Mgmt	For
1I.	ELECTION OF DIRECTOR: EUGENIA ULASEWICZ	Mgmt	For
1J.	ELECTION OF DIRECTOR: RUSSELL WALLS	Mgmt	For
2.	APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR OF THE COMPANY.	Mgmt	For
3.	APPROVAL, ON A NON-BINDING ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT (THE "SAY-ON-PAY" VOTE).	Mgmt	For

SPIRIT AEROSYSTEMS HOLDINGS INC

Agen

Security: 848574109  
 Meeting Type: Annual  
 Meeting Date: 22-Apr-2015  
 Ticker: SPR  
 ISIN: US8485741099

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR CHARLES L. CHADWELL	Mgmt	For

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

PAUL FULCHINO	Mgmt	For
RICHARD GEPHARDT	Mgmt	For
ROBERT JOHNSON	Mgmt	For
RONALD KADISH	Mgmt	For
CHRISTOPHER E. KUBASIK	Mgmt	For
LARRY A. LAWSON	Mgmt	For
JOHN L. PLUEGER	Mgmt	For
FRANCIS RABORN	Mgmt	For
2. RATIFY THE SELECTION OF ERNST & YOUNG, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3. APPROVE THE FOURTH AMENDED AND RESTATED BYLAWS.	Mgmt	For

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SPROUTS FARMERS MARKET, INC. Agen

Security: 85208M102  
 Meeting Type: Annual  
 Meeting Date: 01-May-2015  
 Ticker: SFM  
 ISIN: US85208M1027

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOSEPH FORTUNATO LAWRENCE P. MOLLOY	Mgmt Mgmt	For For
2	TO VOTE ON A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2014 ("SAY-ON-PAY").	Mgmt	For
3	TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER OUR 2013 INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	Against
4	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING JANUARY 3, 2016.	Mgmt	For

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STARBUCKS CORPORATION Agen

Security: 855244109  
 Meeting Type: Annual  
 Meeting Date: 18-Mar-2015  
 Ticker: SBUX



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

ISIN: US8552441094

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: HOWARD SCHULTZ	Mgmt	For
1B.	ELECTION OF DIRECTOR: WILLIAM W. BRADLEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: ROBERT M. GATES	Mgmt	For
1D.	ELECTION OF DIRECTOR: MELLODY HOBSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: KEVIN R. JOHNSON	Mgmt	For
1F.	ELECTION OF DIRECTOR: OLDEN LEE	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSHUA COOPER RAMO	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES G. SHENNAN, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: CLARA SHIH	Mgmt	For
1J.	ELECTION OF DIRECTOR: JAVIER G. TERUEL	Mgmt	For
1K.	ELECTION OF DIRECTOR: MYRON E. ULLMAN, III	Mgmt	For
1L.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Mgmt	For
2.	ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Mgmt	For
4.	ESTABLISH A BOARD COMMITTEE ON SUSTAINABILITY.	Shr	Against
5.	REQUIRE AN INDEPENDENT BOARD CHAIRMAN.	Shr	For

STRYKER CORPORATION

Agen

Security: 863667101  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2015  
 Ticker: SYK  
 ISIN: US8636671013

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: HOWARD E. COX, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D.	Mgmt	For

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

1C.	ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM	Mgmt	For
1D.	ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI	Mgmt	For
1E.	ELECTION OF DIRECTOR: ALLAN C. GOLSTON	Mgmt	For
1F.	ELECTION OF DIRECTOR: KEVIN A. LOBO	Mgmt	For
1G.	ELECTION OF DIRECTOR: WILLIAM U. PARFET	Mgmt	For
1H.	ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL	Mgmt	For
1I.	ELECTION OF DIRECTOR: RONDA E. STRYKER	Mgmt	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	APPROVAL, IN AN ADVISORY VOTE, OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

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 TABLEAU SOFTWARE, INC.  
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Agen

Security: 87336U105  
 Meeting Type: Annual  
 Meeting Date: 11-May-2015  
 Ticker: DATA  
 ISIN: US87336U1051

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR FOREST BASKETT BILLY BOSWORTH PATRICK HANRAHAN	Mgmt Mgmt Mgmt	For For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Mgmt	For
3.	TO INDICATE, ON AN ADVISORY BASIS, THE PREFERRED FREQUENCY OF STOCKHOLDER ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For

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 THE BOEING COMPANY

Agen

Security: 097023105  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2015  
 Ticker: BA  
 ISIN: US0970231058  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Mgmt	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1D.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Mgmt	For
1F.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Mgmt	For
1G.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Mgmt	For
1I.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Mgmt	For
1J.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For
2.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2015.	Mgmt	For
4.	AMEND EXISTING CLAWBACK POLICY.	Shr	For
5.	INDEPENDENT BOARD CHAIRMAN.	Shr	Against
6.	RIGHT TO ACT BY WRITTEN CONSENT.	Shr	For
7.	FURTHER REPORT ON LOBBYING ACTIVITIES.	Shr	Against

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 THE CHARLES SCHWAB CORPORATION

Agen

Security: 808513105  
 Meeting Type: Annual  
 Meeting Date: 13-May-2015  
 Ticker: SCHW  
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## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US8085131055

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: NANCY H. BECHTLE	Mgmt	For
1B.	ELECTION OF DIRECTOR: WALTER W. BETTINGER II	Mgmt	For
1C.	ELECTION OF DIRECTOR: C. PRESTON BUTCHER	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHRISTOPHER V. DODDS	Mgmt	For
1E.	ELECTION OF DIRECTOR: MARK A. GOLDFARB	Mgmt	For
2.	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
3.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	APPROVAL OF CORPORATE EXECUTIVE BONUS PLAN	Mgmt	For
5.	STOCKHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS	Shr	Against
6.	STOCKHOLDER PROPOSAL ON LOBBYING PAYMENTS	Shr	Against
7.	STOCKHOLDER PROPOSAL ON ANNUAL DISCLOSURE OF EEO-1 DATA	Shr	Against
8.	STOCKHOLDER PROPOSAL ON ACCELERATED VESTING UPON CHANGE IN CONTROL	Shr	For
9.	STOCKHOLDER PROPOSAL ON VOTE TABULATION	Shr	Against

THE COOPER COMPANIES, INC.

Agen

Security: 216648402  
 Meeting Type: Annual  
 Meeting Date: 16-Mar-2015  
 Ticker: COO  
 ISIN: US2166484020

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: A. THOMAS BENDER	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL H. KALKSTEIN	Mgmt	For
1C.	ELECTION OF DIRECTOR: JODY S. LINDELL	Mgmt	For
1D.	ELECTION OF DIRECTOR: GARY S. PETERSMEYER	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEVEN ROSENBERG	Mgmt	For

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1F.	ELECTION OF DIRECTOR: ALLAN E. RUBENSTEIN, M.D.	Mgmt	For
1G.	ELECTION OF DIRECTOR: ROBERT S. WEISS	Mgmt	For
1H.	ELECTION OF DIRECTOR: STANLEY ZINBERG, M.D.	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COOPER COMPANIES, INC. FOR THE FISCAL YEAR ENDING OCTOBER 31, 2015.	Mgmt	For
3.	AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Mgmt	For

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 THE HAIN CELESTIAL GROUP, INC.

Agen

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 Security: 405217100  
 Meeting Type: Annual  
 Meeting Date: 20-Nov-2014  
 Ticker: HAIN  
 ISIN: US4052171000  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR IRWIN D. SIMON RICHARD C. BERKE JACK FUTTERMAN ANDREW R. HEYER ROGER MELTZER SCOTT M. O'NEIL ADRIANNE SHAPIRA LAWRENCE S. ZILAVY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld Withheld For For Withheld For For
2.	TO APPROVE AN AMENDMENT OF THE AMENDED AND RESTATED BY-LAWS OF THE HAIN CELESTIAL GROUP, INC.	Mgmt	For
3.	TO APPROVE AN AMENDMENT OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF THE HAIN CELESTIAL GROUP, INC.	Mgmt	For
4.	TO APPROVE THE 2015-2019 EXECUTIVE INCENTIVE PLAN.	Mgmt	For
5.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION AWARDED TO THE NAMED EXECUTIVE OFFICERS FOR THE FISCAL YEAR ENDED JUNE 30, 2014, AS SET FORTH IN THE PROXY STATEMENT.	Mgmt	Against
6.	TO APPROVE THE AMENDED AND RESTATED 2002 LONG TERM INCENTIVE AND STOCK AWARD PLAN.	Mgmt	For

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7.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S REGISTERED INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Mgmt	For
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THE HERSHEY COMPANY

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Agen

Security: 427866108  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: HSY  
 ISIN: US4278661081

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR P.M. ARWAY J.P. BILBREY R.F. CAVANAUGH C.A. DAVIS M.K. HABEN R.M. MALCOLM J.M. MEAD J.E. NEVELS A.J. PALMER T.J. RIDGE D.L. SHEDLARZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2015.	Mgmt	For
3.	APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON A NON-BINDING ADVISORY BASIS.	Mgmt	For

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THE HOME DEPOT, INC.

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Agen

Security: 437076102  
 Meeting Type: Annual  
 Meeting Date: 21-May-2015  
 Ticker: HD  
 ISIN: US4370761029

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ARI BOUSBIB	Mgmt	For
1B.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Mgmt	For

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1C.	ELECTION OF DIRECTOR: J. FRANK BROWN	Mgmt	For
1D.	ELECTION OF DIRECTOR: ALBERT P. CAREY	Mgmt	For
1E.	ELECTION OF DIRECTOR: ARMANDO CODINA	Mgmt	For
1F.	ELECTION OF DIRECTOR: HELENA B. FOULKES	Mgmt	For
1G.	ELECTION OF DIRECTOR: WAYNE M. HEWETT	Mgmt	For
1H.	ELECTION OF DIRECTOR: KAREN L. KATEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: CRAIG A. MENEAR	Mgmt	For
1J.	ELECTION OF DIRECTOR: MARK VADON	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN OF THE BOARD	Shr	Against
5.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shr	For

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 THE PNC FINANCIAL SERVICES GROUP, INC.

Agen

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 Security: 693475105  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: PNC  
 ISIN: US6934751057  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Mgmt	For
1B.	ELECTION OF DIRECTOR: PAUL W. CHELLGREN	Mgmt	For
1C.	ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE	Mgmt	For
1D.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN	Mgmt	For
1F.	ELECTION OF DIRECTOR: KAY COLES JAMES	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: ANTHONY A. MASSARO	Mgmt	For
1I.	ELECTION OF DIRECTOR: JANE G. PEPPER	Mgmt	For

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1J.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Mgmt	For
1K.	ELECTION OF DIRECTOR: LORENE K. STEFFES	Mgmt	For
1L.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	Mgmt	For
1M.	ELECTION OF DIRECTOR: THOMAS J. USHER	Mgmt	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

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 THE PRICELINE GROUP INC.

Agen

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 Security: 741503403  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2015  
 Ticker: PCLN  
 ISIN: US7415034039  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR TIMOTHY M. ARMSTRONG HOWARD W. BARKER, JR. JEFFERY H. BOYD JAN L. DOCTER JEFFREY E. EPSTEIN JAMES M. GUYETTE DARREN R. HUSTON CHARLES H. NOSKI NANCY B. PERETSMAN THOMAS E. ROTHMAN CRAIG W. RYDIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	TO APPROVE ON AN ADVISORY BASIS THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	TO CONSIDER AND VOTE UPON A NON-BINDING STOCKHOLDER PROPOSAL CONCERNING STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shr	For
5.	TO CONSIDER AND VOTE UPON A NON-BINDING STOCKHOLDER PROPOSAL CONCERNING PROXY ACCESS.	Shr	For



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

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 THE TJX COMPANIES, INC.

Agen

Security: 872540109  
 Meeting Type: Annual  
 Meeting Date: 11-Jun-2015  
 Ticker: TJX  
 ISIN: US8725401090  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ZEIN ABDALLA	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOSE B. ALVAREZ	Mgmt	For
1C.	ELECTION OF DIRECTOR: ALAN M. BENNETT	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID T. CHING	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL F. HINES	Mgmt	For
1F.	ELECTION OF DIRECTOR: AMY B. LANE	Mgmt	For
1G.	ELECTION OF DIRECTOR: CAROL MEYROWITZ	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN F. O'BRIEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: WILLOW B. SHIRE	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For
3.	SAY ON PAY: ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION.	Mgmt	For

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 THE WALT DISNEY COMPANY

Agen

Security: 254687106  
 Meeting Type: Annual  
 Meeting Date: 12-Mar-2015  
 Ticker: DIS  
 ISIN: US2546871060  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SUSAN E. ARNOLD	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN S. CHEN	Mgmt	For

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1C.	ELECTION OF DIRECTOR: JACK DORSEY	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT A. IGER	Mgmt	For
1E.	ELECTION OF DIRECTOR: FRED H. LANGHAMMER	Mgmt	For
1F.	ELECTION OF DIRECTOR: AYLWIN B. LEWIS	Mgmt	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Mgmt	For
1I.	ELECTION OF DIRECTOR: SHERYL K. SANDBERG	Mgmt	For
1J.	ELECTION OF DIRECTOR: ORIN C. SMITH	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	Mgmt	For
3.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN.	Shr	For
5.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO ACCELERATION OF EXECUTIVE PAY.	Shr	For

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THE WHITEWAVE FOODS COMPANY

Agen

Security: 966244105  
Meeting Type: Annual  
Meeting Date: 14-May-2015  
Ticker: WWAV  
ISIN: US9662441057

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: MARY E. MINNICK	Mgmt	For
1.2	ELECTION OF DIRECTOR: DOREEN A. WRIGHT	Mgmt	For
2.	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE WHITEWAVE FOODS COMPANY 2012 STOCK INCENTIVE PLAN.	Mgmt	For
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR 2015.	Mgmt	For

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

TRW AUTOMOTIVE HOLDINGS CORP.

Agen

Security: 87264S106  
 Meeting Type: Special  
 Meeting Date: 19-Nov-2014  
 Ticker: TRW  
 ISIN: US87264S1069

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 15, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME, AMONG TRW AUTOMOTIVE HOLDINGS CORP., ZF FRIEDRICHSHAFEN AG AND MSNA, INC.	Mgmt	For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY TRW AUTOMOTIVE HOLDINGS CORP. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Mgmt	Against
3.	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF TRW AUTOMOTIVE HOLDINGS CORP., FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL VOTES FOR THE ADOPTION OF THE MERGER AGREEMENT.	Mgmt	For

TWITTER, INC.

Agen

Security: 90184L102  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2015  
 Ticker: TWTR  
 ISIN: US90184L1026

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR DAVID ROSENBLATT EVAN WILLIAMS	Mgmt Mgmt	Withheld For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For

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UNION PACIFIC CORPORATION

Agen

Security: 907818108  
 Meeting Type: Annual  
 Meeting Date: 14-May-2015  
 Ticker: UNP  
 ISIN: US9078181081

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: A.H. CARD, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: E.B. DAVIS, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: D.B. DILLON	Mgmt	For
1D.	ELECTION OF DIRECTOR: L.M. FRITZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: J.R. HOPE	Mgmt	For
1F.	ELECTION OF DIRECTOR: J.J. KORALESKI	Mgmt	For
1G.	ELECTION OF DIRECTOR: C.C. KRULAK	Mgmt	For
1H.	ELECTION OF DIRECTOR: M.R. MCCARTHY	Mgmt	For
1I.	ELECTION OF DIRECTOR: M.W. MCCONNELL	Mgmt	For
1J.	ELECTION OF DIRECTOR: T.F. MCLARTY III	Mgmt	For
1K.	ELECTION OF DIRECTOR: S.R. ROGEL	Mgmt	For
1L.	ELECTION OF DIRECTOR: J.H. VILLARREAL	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	AN ADVISORY VOTE ON EXECUTIVE COMPENSATION ("SAY ON PAY").	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING EXECUTIVES TO RETAIN SIGNIFICANT STOCK IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	For
5.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	For

VERTEX PHARMACEUTICALS INCORPORATED

Agen

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

Security: 92532F100  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2015  
 Ticker: VRTX  
 ISIN: US92532F1003

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JEFFREY M. LEIDEN BRUCE I. SACHS SANGEETA N. BHATIA	Mgmt Mgmt Mgmt	For For For
2.	AMENDMENT TO OUR ARTICLES OF ORGANIZATION THAT INCREASES THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE FROM 300 MILLION TO 500 MILLION.	Mgmt	For
3.	AMENDMENT AND RESTATEMENT OF OUR 2013 STOCK AND OPTION PLAN THAT, AMONG OTHER THINGS, INCREASES THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 7.8 MILLION SHARES.	Mgmt	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
5.	ADVISORY VOTE ON OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	Against
6.	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REGARDING A PROXY ACCESS BY-LAW.	Shr	For
7.	SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING A REPORT ON SPECIALTY DRUG PRICES.	Shr	Against

VISA INC.

Agen

Security: 92826C839  
 Meeting Type: Annual  
 Meeting Date: 28-Jan-2015  
 Ticker: V  
 ISIN: US92826C8394

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARY B. CRANSTON	Mgmt	For
1B.	ELECTION OF DIRECTOR: FRANCISCO JAVIER FERNANDEZ-CARBAJAL	Mgmt	For

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1C.	ELECTION OF DIRECTOR: ALFRED F. KELLY, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Mgmt	For
1E.	ELECTION OF DIRECTOR: CATHY E. MINEHAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Mgmt	For
1G.	ELECTION OF DIRECTOR: DAVID J. PANG	Mgmt	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Mgmt	For
1I.	ELECTION OF DIRECTOR: WILLIAM S. SHANAHAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN A.C. SWAINSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR.	Mgmt	For
2.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO FACILITATE STOCK SPLITS.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	APPROVAL OF THE VISA INC. EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
5A.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: EXITING OUR CORE PAYMENT BUSINESS	Mgmt	For
5B.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: FUTURE AMENDMENTS TO SECTIONS OF THE CERTIFICATE OF INCORPORATION	Mgmt	For
5C.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: APPROVAL OF EXCEPTIONS TO TRANSFER RESTRICTIONS	Mgmt	For
5D.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: REMOVAL OF DIRECTORS FROM OFFICE	Mgmt	For

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5E.	APPROVAL OF AMENDMENTS TO THE FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND THE AMENDED AND RESTATED BY-LAWS TO REMOVE ALL SUPERMAJORITY VOTE REQUIREMENTS AND REPLACE THEM WITH MAJORITY VOTE REQUIREMENTS FOR THE ACTION: FUTURE AMENDMENTS TO THE ADVANCE NOTICE PROVISIONS IN THE BY-LAWS	Mgmt	For
6.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015	Mgmt	For

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 VMWARE, INC.

Agen

Security: 928563402  
 Meeting Type: Annual  
 Meeting Date: 27-May-2015  
 Ticker: VMW  
 ISIN: US9285634021

Prop.#	Proposal	Proposal Type	Proposal Vote
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF VMWARE'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN VMWARE'S PROXY STATEMENT.	Mgmt	For
3.	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF VMWARE'S BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS VMWARE'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
4.	TO APPROVE AN AMENDMENT TO THE AMENDED AND RESTATED 2007 EQUITY AND INCENTIVE PLAN.	Mgmt	For

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 W.W. GRAINGER, INC.

Agen

Security: 384802104  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2015  
 Ticker: GWW  
 ISIN: US3848021040

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RODNEY C. ADKINS	Mgmt	For

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	BRIAN P. ANDERSON	Mgmt	For
	V. ANN HAILEY	Mgmt	For
	WILLIAM K. HALL	Mgmt	For
	STUART L. LEVENICK	Mgmt	For
	NEIL S. NOVICH	Mgmt	For
	MICHAEL J. ROBERTS	Mgmt	For
	GARY L. ROGERS	Mgmt	For
	JAMES T. RYAN	Mgmt	For
	E. SCOTT SANTI	Mgmt	For
	JAMES D. SLAVIK	Mgmt	For
2	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3	SAY ON PAY: ADVISORY PROPOSAL TO APPROVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4	PROPOSAL TO APPROVE THE W.W. GRAINGER, INC. 2015 INCENTIVE PLAN.	Mgmt	For

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WELLS FARGO & COMPANY

Agen

Security: 949746101  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: WFC  
 ISIN: US9497461015

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	Mgmt	For
1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	Mgmt	For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	Mgmt	For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	Mgmt	For
1E)	ELECTION OF DIRECTOR: ELIZABETH A. DUKE	Mgmt	For
1F)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Mgmt	For
1G)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Mgmt	For
1H)	ELECTION OF DIRECTOR: DONALD M. JAMES	Mgmt	For
1I)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Mgmt	For
1J)	ELECTION OF DIRECTOR: FEDERICO F. PENA	Mgmt	For
1K)	ELECTION OF DIRECTOR: JAMES H. QUIGLEY	Mgmt	For
1L)	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	Mgmt	For



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1M)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Mgmt	For
1N)	ELECTION OF DIRECTOR: JOHN G. STUMPF	Mgmt	For
1O)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	Mgmt	For
1P)	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	Mgmt	For
2.	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
4.	ADOPT A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.	Shr	Against
5.	PROVIDE A REPORT ON THE COMPANY'S LOBBYING POLICIES AND PRACTICES.	Shr	Against

\* Management position unknown

### SIGNATURES

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

(Registrant)	Eaton Vance Enhanced Equity Income Fund II
By (Signature)	/s/ Michael A. Allison
Name	Michael A. Allison
Title	President
Date	08/07/2015