

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Eaton Vance Tax-Managed Buy-Write Opportunities Fund  
Form N-PX  
August 17, 2011

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: 811-21735  
NAME OF REGISTRANT: Eaton Vance Tax-Managed Buy-Write  
Opportunities Fund  
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: 07/01/2010 - 06/30/2011

Eaton Vance Tax-Managed Buy-Write Opportunities Fund

-----  
3M COMPANY

----- Agen

-----  
Security: 88579Y101  
Meeting Type: Annual  
Meeting Date: 10-May-2011  
Ticker: MMM  
ISIN: US88579Y1010  
-----

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LINDA G. ALVARADO | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GEORGE W. BUCKLEY | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: VANCE D. COFFMAN  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: MICHAEL L. ESKEW  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: W. JAMES FARRELL  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1F | ELECTION OF DIRECTOR: HERBERT L. HENKEL  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: EDWARD M. LIDDY  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: ROBERT S. MORRISON   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: AULANA L. PETERS   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: ROBERT J. ULRICH   | Mgmt | For     |
| 02 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS 3M'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For     |
| 03 | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 04 | AN ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                 | Mgmt | 1 Year  |
| 05 | STOCKHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS.   | Shr  | Against |

---

ABBOTT LABORATORIES

Agen

Security: 002824100  
Meeting Type: Annual  
Meeting Date: 29-Apr-2011  
Ticker: ABT  
ISIN: US0028241000

---

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>R.J. ALPERN<br>R.S. AUSTIN<br>W.J. FARRELL<br>H.L. FULLER<br>E.M. LIDDY<br>P.N. NOVAKOVIC<br>W.A. OSBORN<br>S.C. SCOTT III<br>G.F. TILTON<br>M.D. WHITE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS.  | Mgmt   | For  |
| 03     | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.  | Mgmt   | For  |
| 04     | SAY WHEN ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.   | Mgmt   | 1 Year   |
| 05     | SHAREHOLDER PROPOSAL - PHARMACEUTICAL PRICING.  | Shr  | Against  |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 ACE LIMITED

Agen-----

Security: H0023R105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: ACE  
 ISIN: CH0044328745  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF EVAN G. GREENBERG  | Mgmt          | For           |
| 1B     | ELECTION OF LEO F. MULLIN  | Mgmt          | For           |
| 1C     | ELECTION OF OLIVIER STEIMER  | Mgmt          | For           |
| 1D     | ELECTION OF MICHAEL P. CONNORS   | Mgmt          | For           |
| 1E     | ELECTION OF EUGENE B. SHANKS, JR.  | Mgmt          | For           |
| 1F     | ELECTION OF JOHN A. KROL   | Mgmt          | For           |
| 2A     | APPROVAL OF THE ANNUAL REPORT  | Mgmt          | For           |
| 2B     | APPROVAL OF THE STATUTORY FINANCIAL STATEMENTS OF ACE LIMITED  | Mgmt          | For           |
| 2C     | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS  | Mgmt          | For           |
| 03     | ALLOCATION OF DISPOSABLE PROFIT  | Mgmt          | For           |
| 04     | DISCHARGE OF THE BOARD OF DIRECTORS  | Mgmt          | For           |
| 5A     | ELECTION OF PRICEWATERHOUSECOOPERS AG (ZURICH) AS OUR STATUTORY AUDITOR UNTIL OUR NEXT ANNUAL ORDINARY GENERAL MEETING   | Mgmt          | For           |
| 5B     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP (UNITED STATES) FOR PURPOSES OF UNITED STATES SECURITIES LAW REPORTING FOR THE YEAR ENDING DECEMBER 31, 2011 | Mgmt          | For           |
| 5C     | ELECTION OF BDO AG (ZURICH) AS SPECIAL AUDITING FIRM UNTIL OUR NEXT ANNUAL ORDINARY GENERAL MEETING  | Mgmt          | For           |
| 06     | APPROVAL OF DIVIDENDS FROM LEGAL RESERVES  | Mgmt          | For           |
| 07     | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 08     | ADVISORY VOTE ON FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTE   | Mgmt          | 1 Year        |

-----

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ADOBE SYSTEMS INCORPORATED

Agen

Security: 00724F101  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2011  
 Ticker: ADBE  
 ISIN: US00724F1012

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF CLASS II DIRECTOR: ROBERT K. BURGESS   | Mgmt          | For           |
| 1B     | ELECTION OF CLASS II DIRECTOR: DANIEL ROSENSWEIG   | Mgmt          | For           |
| 1C     | ELECTION OF CLASS II DIRECTOR: ROBERT SEDGEWICK  | Mgmt          | For           |
| 1D     | ELECTION OF CLASS II DIRECTOR: JOHN E. WARNOCK   | Mgmt          | For           |
| 02     | APPROVAL OF THE AMENDMENT OF THE 1997 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE SHARE RESERVE BY 17 MILLION SHARES.                                     | Mgmt          | For           |
| 03     | APPROVAL OF THE ADOPTION OF THE 2011 EXECUTIVE CASH PERFORMANCE BONUS PLAN.  | Mgmt          | Against       |
| 04     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING ON DECEMBER 2, 2011. | Mgmt          | For           |
| 05     | APPROVAL OF THE CERTIFICATE OF AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE OUR CLASSIFIED BOARD STRUCTURE.                         | Mgmt          | For           |
| 06     | ADVISORY VOTE TO APPROVE THE RESOLUTION ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 07     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE A RESOLUTION ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.                       | Mgmt          | 1 Year        |

ADVANCE AUTO PARTS, INC.

Agen

Security: 00751Y106  
 Meeting Type: Annual  
 Meeting Date: 17-May-2011  
 Ticker: AAP  
 ISIN: US00751Y1064

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | DIRECTOR<br>JOHN F. BERGSTROM<br>JOHN C. BROUILLARD | Mgmt<br>Mgmt  | For<br>For    |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
|    | FIONA P. DIAS   | Mgmt | For    |
|    | FRANCES X. FREI   | Mgmt | For    |
|    | DARREN R. JACKSON   | Mgmt | For    |
|    | WILLIAM S. OGLESBY  | Mgmt | For    |
|    | J. PAUL RAINES  | Mgmt | For    |
|    | GILBERT T. RAY  | Mgmt | For    |
|    | CARLOS A. SALADRIGAS  | Mgmt | For    |
| 02 | APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 03 | RECOMMEND, BY ADVISORY VOTE, HOW OFTEN STOCKHOLDERS SHOULD VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.      | Mgmt | 1 Year |
| 04 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP (DELOITTE) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For    |

-----  
 AFFILIATED MANAGERS GROUP, INC.

Agen

Security: 008252108  
 Meeting Type: Annual  
 Meeting Date: 31-May-2011  
 Ticker: AMG  
 ISIN: US0082521081  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>SAMUEL T. BYRNE<br>DWIGHT D. CHURCHILL<br>SEAN M. HEALEY<br>HAROLD J. MEYERMAN<br>WILLIAM J. NUTT<br>RITA M. RODRIGUEZ<br>PATRICK T. RYAN<br>JIDE J. ZEITLIN   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO APPROVE THE 2011 STOCK OPTION AND INCENTIVE PLAN.   | Mgmt   | For  |
| 03     | TO APPROVE, BY ADVISORY VOTE, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS AND COMPENSATION TABLES. | Mgmt   | For  |
| 04     | TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | 1 Year   |
| 05     | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL  | Mgmt   | For  |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

YEAR.

-----  
 AFLAC INCORPORATED

Agem

Security: 001055102  
 Meeting Type: Annual  
 Meeting Date: 02-May-2011  
 Ticker: AFL  
 ISIN: US0010551028  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DANIEL P. AMOS   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN SHELBY AMOS II  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: PAUL S. AMOS II  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: MICHAEL H. ARMACOST  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: KRISS CLONINGER III  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ELIZABETH J. HUDSON  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ROBERT B. JOHNSON  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: CHARLES B. KNAPP   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: E. STEPHEN PURDOM, M.D.  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: BARBARA K. RIMER, DRPH   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: MARVIN R. SCHUSTER   | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: DAVID GARY THOMPSON  | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: ROBERT L. WRIGHT   | Mgmt          | For           |
| 1O     | ELECTION OF DIRECTOR: TAKURO YOSHIDA   | Mgmt          | For           |
| 02     | TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: RESOLVED, THAT THE SHAREHOLDERS APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCLOSURE IN THE PROXY STATEMENT. | Mgmt          | For           |
| 03     | NON-BINDING, ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt          | 1 Year        |
| 04     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2011.   | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 AIR PRODUCTS AND CHEMICALS, INC.

Agen

-----  
 Security: 009158106  
 Meeting Type: Annual  
 Meeting Date: 27-Jan-2011  
 Ticker: APD  
 ISIN: US0091581068  
 -----

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 01     | DIRECTOR<br>CHADWICK C. DEATON<br>MICHAEL J. DONAHUE<br>URSULA O. FAIRBAIRN<br>LAWRENCE S. SMITH  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. RATIFICATION OF APPOINTMENT OF KPMG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2011. | Mgmt                         | For                      |
| 03     | ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION. TO APPROVE THE COMPENSATION OF EXECUTIVE OFFICERS.   | Mgmt                         | For                      |
| 04     | FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION. TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION.            | Mgmt                         | 1 Year                   |
| 05     | APPROVAL OF ANNUAL INCENTIVE PLAN TERMS. TO APPROVE THE ANNUAL INCENTIVE PLAN TERMS TO PERMIT EXCLUSION FROM TAX DEDUCTION LIMITS.                                    | Mgmt                         | For                      |

-----  
 AKAMAI TECHNOLOGIES, INC.

Agen

-----  
 Security: 00971T101  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: AKAM  
 ISIN: US00971T1016  
 -----

| Prop.# | Proposal                                       | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF CLASS III DIRECTOR: C. KIM GOODWIN | Mgmt          | For           |
| 1B     | ELECTION OF CLASS III DIRECTOR: DAVID W. KENNY | Mgmt          | For           |
| 1C     | ELECTION OF CLASS III DIRECTOR: PETER J. KIGHT | Mgmt          | For           |
| 1D     | ELECTION OF CLASS III DIRECTOR: FREDERIC V.    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

SALERNO

|    |  |      |        |
|----|--|------|--------|
| 02 | AMENDMENT TO 2009 STOCK INCENTIVE PLAN.  | Mgmt | For    |
| 03 | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 04 | TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.                                    | Mgmt | 1 Year |
| 05 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITORS OF AKAMAI TECHNOLOGIES, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt | For    |

-----  
 ALLIANCE DATA SYSTEMS CORPORATION

Agen

Security: 018581108  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2011  
 Ticker: ADS  
 ISIN: US0185811082

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1      | DIRECTOR<br>BRUCE K. ANDERSON<br>ROGER H. BALLOU<br>E. LINN DRAPER, JR.  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2      | APPROVAL OF EXECUTIVE COMPENSATION.  | Mgmt                 | For               |
| 3      | APPROVAL OF THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt                 | 1 Year            |
| 4      | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ALLIANCE DATA SYSTEMS CORPORATION FOR 2011. | Mgmt                 | For               |

-----  
 ALPHA NATURAL RESOURCES, INC.

Agen

Security: 02076X102  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: ANR  
 ISIN: US02076X1028

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



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|   |  |  |   |
|---|--|--|---|
| 1 | DIRECTOR<br>MICHAEL J. QUILLEN<br>WILLIAM J. CROWLEY, JR.<br>KEVIN S. CRUTCHFIELD<br>E. LINN DRAPER, JR.<br>GLENN A. EISENBERG<br>P. MICHAEL GIFTOS<br>JOEL RICHARDS, III<br>JAMES F. ROBERTS<br>TED G. WOOD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2 | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | For   |
| 3 | AN ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt   | 1 Year  |
| 4 | RATIFICATION OF KPMG LLP AS ALPHA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.  | Mgmt   | For   |
| 5 | STOCKHOLDER PROPOSAL REGARDING POLLUTION.  | Shr  | Against   |

-----  
ALPHA NATURAL RESOURCES, INC.

-----  
Agen

Security: 02076X102  
Meeting Type: Special  
Meeting Date: 01-Jun-2011  
Ticker: ANR  
ISIN: US02076X1028  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO APPROVE THE AMENDMENT TO ALPHA'S CERTIFICATE OF INCORPORATION, AS DESCRIBED IN AND ATTACHED AS ANNEX B TO THE JOINT PROXY STATEMENT/PROSPECTUS, PURSUANT TO WHICH ALPHA WILL BE AUTHORIZED TO ISSUE UP TO 400,000,000 SHARES OF COMMON STOCK, PAR VALUE \$0.01 PER SHARE. | Mgmt          | For           |
| 02     | TO APPROVE THE ISSUANCE OF SHARES OF ALPHA COMMON STOCK, PAR VALUE \$0.01 PER SHARE, TO STOCKHOLDERS OF MASSEY ENERGY COMPANY PURSUANT TO THE MERGER AGREEMENT, DATED JANUARY 28, 2011, AMONG ALPHA, MOUNTAIN MERGER SUB, INC., AND MASSEY.                                  | Mgmt          | For           |
| 03     | TO APPROVE ADJOURNMENTS OF THE ALPHA SPECIAL MEETING IF NECESSARY OR APPROPRIATE, INCLUDING TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE ALPHA SPECIAL MEETING TO APPROVE ONE OR BOTH OF THE PROPOSALS DESCRIBED ABOVE.    | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ALTRIA GROUP, INC.

Agen

Security: 02209S103  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: MO  
 ISIN: US02209S1033

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ELIZABETH E. BAILEY   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GERALD L. BALILES   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JOHN T. CASTEEN III   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DINYAR S. DEVITRE   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: THOMAS F. FARRELL II  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: THOMAS W. JONES   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: GEORGE MUNOZ  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: NABIL Y. SAKKAB   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: MICHAEL E. SZYMANCZYK   | Mgmt          | For           |
| 02     | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Mgmt          | For           |
| 03     | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. ***THE BOARD OF DIRECTORS DOES NOT HAVE A RECOMMENDATION FOR VOTING ON THIS PROPOSAL. IF NO SPECIFICATION IS MADE, THIS PROPOSAL WILL BE VOTED ABSTAIN.*** | Mgmt          | 1 Year        |
| 05     | SHAREHOLDER PROPOSAL - ADDRESS CONCERNS REGARDING TOBACCO FLAVORING.  | Shr           | Against       |

AMAZON.COM, INC.

Agen

Security: 023135106  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2011  
 Ticker: AMZN  
 ISIN: US0231351067

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 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: ALAIN MONIE   | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: THOMAS O. RYDER   | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER  | Mgmt | For     |
| 02 | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt | For     |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                    | Mgmt | 1 Year  |
| 05 | SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER OWNERSHIP THRESHOLD FOR CALLING A SPECIAL MEETING OF SHAREHOLDERS.         | Shr  | Against |
| 06 | SHAREHOLDER PROPOSAL REGARDING AN ASSESSMENT AND REPORT CONCERNING CLIMATE CHANGE.                                    | Shr  | Against |

-----  
 AMERICAN EAGLE OUTFITTERS, INC.  
 -----

Agen

Security: 02553E106  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2011  
 Ticker: AEO  
 ISIN: US02553E1064  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MICHAEL G. JESSELSON  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROGER S. MARKFIELD  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAY L. SCHOTTENSTEIN  | Mgmt          | For           |
| 02     | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 28, 2012. | Mgmt          | For           |
| 03     | HOLD AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 04 | HOLD AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
|----|--|------|--------|

---

AMERICAN ELECTRIC POWER COMPANY, INC.

Agen

Security: 025537101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: AEP  
 ISIN: US0255371017

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DAVID J. ANDERSON   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAMES F. CORDES   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: LINDA A. GOODSPEED  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: THOMAS E. HOAGLIN   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: LESTER A. HUDSON, JR.   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MICHAEL G. MORRIS   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: LIONEL L. NOWELL III  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: RICHARD L. SANDOR   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: KATHRYN D. SULLIVAN   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: JOHN F. TURNER  | Mgmt          | For           |
| 2      | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |
| 3      | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 4      | ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | 1 Year        |

---

AMERICAN EXPRESS COMPANY

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 025816109  
 Meeting Type: Annual  
 Meeting Date: 02-May-2011  
 Ticker: AXP  
 ISIN: US0258161092

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>D.F. AKERSON<br>C. BARSHEFSKY<br>U.M. BURNS<br>K.I. CHENAULT<br>P. CHERNIN<br>T.J. LEONSIS<br>J. LESCHLY<br>R.C. LEVIN<br>R.A. MCGINN<br>E.D. MILLER<br>S.S. REINEMUND<br>R.D. WALTER<br>R.A. WILLIAMS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.   | Mgmt   | For  |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For  |
| 04     | ADVISORY VOTE ON FREQUENCY OF ADVISORY EXECUTIVE COMPENSATION VOTE.  | Mgmt   | 1 Year   |
| 05     | SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING FOR DIRECTORS.  | Shr  | Against  |
| 06     | SHAREHOLDER PROPOSAL RELATING TO THE CALLING OF SPECIAL SHAREHOLDER MEETINGS.  | Shr  | For  |

### AMERISOURCEBERGEN CORPORATION

Agen

Security: 03073E105  
 Meeting Type: Annual  
 Meeting Date: 17-Feb-2011  
 Ticker: ABC  
 ISIN: US03073E1055

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF CLASS I DIRECTOR: CHARLES H. COTROS    | Mgmt          | For           |
| 1B     | ELECTION OF CLASS I DIRECTOR: JANE E. HENNEY, M.D. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1C | ELECTION OF CLASS I DIRECTOR: R. DAVID YOST   | Mgmt | For    |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                             | Mgmt | For    |
| 03 | ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |
| 05 | APPROVAL OF THE AMENDMENT OF AMERISOURCEBERGEN'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION.       | Mgmt | For    |
| 06 | APPROVAL OF THE AMERISOURCEBERGEN CORPORATION 2011 EMPLOYEE STOCK PURCHASE PLAN.                          | Mgmt | For    |

-----  
 AMGEN INC.

Agen

Security: 031162100  
 Meeting Type: Annual  
 Meeting Date: 20-May-2011  
 Ticker: AMGN  
 ISIN: US0311621009

| 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. FRANCOIS DE CARBONNEL  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DR. VANCE D. COFFMAN   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DR. GILBERT S. OMENN   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MS. JUDITH C. PELHAM   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: ADM. J. PAUL REASON, USN (RETIRED)   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: MR. LEONARD D. SCHAEFFER   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: MR. KEVIN W. SHARER  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: DR. RONALD D. SUGAR  | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 03 | TO APPROVE THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 04 | TO SET THE FREQUENCY OF FUTURE ADVISORY VOTES APPROVING EXECUTIVE COMPENSATION EVERY ONE YEAR, TWO YEARS OR THREE YEARS. | Mgmt | 1 Year  |
| 05 | STOCKHOLDER PROPOSAL #1 (SHAREHOLDER ACTION BY WRITTEN CONSENT)  | Shr  | Against |

-----  
AON CORPORATION

Agen

Security: 037389103  
Meeting Type: Special  
Meeting Date: 20-Sep-2010  
Ticker: AON  
ISIN: US0373891037

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO APPROVE THE ISSUANCE OF SHARES OF AON CORPORATION COMMON STOCK TO HEWITT ASSOCIATES, INC. STOCKHOLDERS PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 11, 2010, BY AND AMONG AON CORPORATION, ALPS MERGER CORP., ALPS MERGER LLC AND HEWITT ASSOCIATES, INC. | Mgmt          | For           |
| 02     | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF PROPOSAL 1.   | Mgmt          | For           |

-----  
AON CORPORATION

Agen

Security: 037389103  
Meeting Type: Annual  
Meeting Date: 20-May-2011  
Ticker: AON  
ISIN: US0373891037

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LESTER B. KNIGHT  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GREGORY C. CASE   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: FULVIO CONTI      | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CHERYL A. FRANCIS | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JUDSON C. GREEN   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1F | ELECTION OF DIRECTOR: EDGAR D. JANNOTTA  | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: JAN KALFF  | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: J. MICHAEL LOSH  | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: R. EDEN MARTIN   | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: ANDREW J. MCKENNA  | Mgmt | For    |
| 1K | ELECTION OF DIRECTOR: ROBERT S. MORRISON   | Mgmt | For    |
| 1L | ELECTION OF DIRECTOR: RICHARD B. MYERS   | Mgmt | For    |
| 1M | ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT   | Mgmt | For    |
| 1N | ELECTION OF DIRECTOR: JOHN W. ROGERS, JR.  | Mgmt | For    |
| 1O | ELECTION OF DIRECTOR: GLORIA SANTONA   | Mgmt | For    |
| 1P | ELECTION OF DIRECTOR: CAROLYN Y. WOO   | Mgmt | For    |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS AON'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM. | Mgmt | For    |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY<br>VOTE ON EXECUTIVE COMPENSATION.                                  | Mgmt | 1 Year |
| 05 | APPROVAL OF THE AON CORPORATION 2011 INCENTIVE<br>PLAN.  | Mgmt | For    |
| 06 | APPROVAL OF THE AON CORPORATION 2011 EMPLOYEE<br>STOCK PURCHASE PLAN.  | Mgmt | For    |

-----  
 APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: AIV  
 ISIN: US03748R1014

| Prop.# | Proposal                                 | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES N. BAILEY    | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: TERRY CONSIDINE    | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: RICHARD S. ELLWOOD | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: THOMAS L. KELTNER  | Mgmt             | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1E | ELECTION OF DIRECTOR: J. LANDIS MARTIN   | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: ROBERT A. MILLER   | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: KATHLEEN M. NELSON   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: MICHAEL A. STEIN   | Mgmt | For    |
| 2  | RATIFICATION OF THE SELECTION OF ERNST & YOUNG<br>LLP TO SERVE AS THE INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR AIMCO FOR THE YEAR<br>ENDING DECEMBER 31, 2011. | Mgmt | For    |
| 3  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 4  | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY<br>VOTES ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 5  | APPROVAL OF AN AMENDMENT TO AIMCO'S CHARTER<br>TO PERMIT THE BOARD OF DIRECTORS TO GRANT WAIVERS<br>OF THE OWNERSHIP LIMIT UP TO 12%.                                      | Mgmt | For    |

-----  
 APPLE INC.

Agen

Security: 037833100  
 Meeting Type: Annual  
 Meeting Date: 23-Feb-2011  
 Ticker: AAPL  
 ISIN: US0378331005

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 01     | DIRECTOR<br>WILLIAM V. CAMPBELL<br>MILLARD S. DREXLER<br>ALBERT A. GORE, JR.<br>STEVEN P. JOBS<br>ANDREA JUNG<br>ARTHUR D. LEVINSON<br>RONALD D. SUGAR | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS THE COMPANY'S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011.        | Mgmt   | For   |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY<br>VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | 1 Year  |
| 05     | SHAREHOLDER PROPOSAL REGARDING SUCCESSION PLANNING,<br>IF PROPERLY PRESENTED AT THE MEETING.   | Shr  | Against                                       |
| 06     | SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING,<br>IF PROPERLY PRESENTED AT THE MEETING.   | Shr  | For   |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 APPLIED MATERIALS, INC.

Agen

Security: 038222105  
 Meeting Type: Annual  
 Meeting Date: 08-Mar-2011  
 Ticker: AMAT  
 ISIN: US0382221051  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>AART J. DE GEUS<br>STEPHEN R. FORREST<br>THOMAS J. IANNOTTI<br>SUSAN M. JAMES<br>ALEXANDER A. KARSNER<br>GERHARD H. PARKER<br>DENNIS D. POWELL<br>WILLEM P. ROELANDTS<br>JAMES E. ROGERS<br>MICHAEL R. SPLINTER<br>ROBERT H. SWAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 03     | AN ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | 1 Year  |
| 04     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS APPLIED MATERIALS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011.   | Mgmt   | For   |

-----  
 ARIBA, INC.

Agen

Security: 04033V203  
 Meeting Type: Annual  
 Meeting Date: 18-Jan-2011  
 Ticker: ARBA  
 ISIN: US04033V2034  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1      | DIRECTOR<br>ROBERT M. CALDERONI<br>ROBERT E. KNOWLING, JR.  | Mgmt<br>Mgmt  | For<br>For    |
| 2      | TO APPROVE AN AMENDMENT TO ARIBA'S 1999 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE UNDER THE PLAN BY 8,000,000 SHARES AND TO APPROVE THE MATERIAL | Mgmt          | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

TERMS OF THIS PLAN FOR TAX PURPOSES.

|   |  |      |     |
|---|--|------|-----|
| 3 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING<br>SEPTEMBER 30, 2011 | Mgmt | For |
|---|--|------|-----|

---

ARTHUR J. GALLAGHER & CO.

Agen

Security: 363576109  
 Meeting Type: Annual  
 Meeting Date: 10-May-2011  
 Ticker: AJG  
 ISIN: US3635761097

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM L. BAX   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: FRANK E. ENGLISH, JR.  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J. PATRICK GALLAGHER, JR.  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ELBERT O. HAND   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ILENE S. GORDON  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID S. JOHNSON   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: KAY W. MCCURDY   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: NORMAN L. ROSENTHAL  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JAMES R. WIMMER  | Mgmt          | For           |
| 02     | APPROVAL OF THE ARTHUR J. GALLAGHER & CO. 2011 LONG-TERM INCENTIVE PLAN                                  | Mgmt          | For           |
| 03     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR FOR 2011  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS  | Mgmt          | For           |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Mgmt          | 1 Year        |

---

ASML HOLDINGS N.V.

Agen

Security: N07059186

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 20-Apr-2011  
 Ticker: ASML  
 ISIN: USN070591862

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 03     | DISCUSSION OF THE ANNUAL REPORT 2010 AND PROPOSAL TO ADOPT THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ("FY") 2010, AS PREPARED IN ACCORDANCE WITH DUTCH LAW.  | Mgmt          | For           |
| 04     | PROPOSAL TO DISCHARGE THE MEMBERS OF THE BOARD OF MANAGEMENT ("BOM") FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FY 2010.   | Mgmt          | For           |
| 05     | PROPOSAL TO DISCHARGE THE MEMBERS OF THE SUPERVISORY BOARD ("SB") FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FY 2010.  | Mgmt          | For           |
| 07     | PROPOSAL TO ADOPT A DIVIDEND OF EUR 0.40 PER ORDINARY SHARE OF EUR 0.09.   | Mgmt          | For           |
| 08     | PROPOSAL TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY.  | Mgmt          | For           |
| 09     | APPROVAL OF THE NUMBER OF STOCK OPTIONS, RESPECTIVELY STOCK, AVAILABLE FOR ASML EMPLOYEES, AND AUTHORIZATION OF THE BOM TO ISSUE THE STOCK OPTIONS OR STOCK.   | Mgmt          | For           |
| 10A    | PROPOSAL TO REAPPOINT MR. W.T. SIEGLE AS MEMBER OF THE SB EFFECTIVE APRIL 20, 2011.  | Mgmt          | For           |
| 10B    | PROPOSAL TO REAPPOINT MR. J.W.B. WESTERBURGEN AS MEMBER OF THE SB EFFECTIVE APRIL 20, 2011.  | Mgmt          | For           |
| 12     | PROPOSAL TO ADJUST THE REMUNERATION OF THE SUPERVISORY BOARD.  | Mgmt          | For           |
| 13A    | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS FROM APRIL 20, 2011, TO ISSUE (RIGHTS TO SUBSCRIBE FOR) SHARES IN THE CAPITAL OF THE COMPANY, LIMITED TO 5% OF THE ISSUED SHARE CAPITAL AT THE TIME OF THE AUTHORIZATION.  | Mgmt          | Against       |
| 13B    | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS FROM APRIL 20, 2011, TO RESTRICT OR EXCLUDE THE PRE-EMPTION RIGHTS ACCRUING TO SHAREHOLDERS IN CONNECTION WITH ITEM 13A.   | Mgmt          | Against       |
| 13C    | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS FROM APRIL 20, 2011, TO ISSUE (RIGHTS TO SUBSCRIBE FOR) SHARES IN THE CAPITAL OF THE COMPANY, FOR AN ADDITIONAL 5% OF THE ISSUED SHARE CAPITAL AT THE TIME OF THE AUTHORIZATION, WHICH 5% CAN ONLY BE USED IN CONNECTION WITH OR ON THE OCCASION OF MERGERS AND/OR ACQUISITIONS. | Mgmt          | Against       |
| 13D    | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS FROM APRIL 20, 2011, TO RESTRICT   | Mgmt          | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

OR EXCLUDE THE PRE-EMPTION RIGHTS ACCRUING  
TO SHAREHOLDERS IN CONNECTION WITH ITEM 13C.

|    |   |      |     |
|----|---|------|-----|
| 14 | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS FROM APRIL 20, 2011, TO ACQUIRE ORDINARY SHARES IN THE COMPANY'S SHARE CAPITAL. | Mgmt | For |
| 15 | PROPOSAL TO CANCEL ORDINARY SHARES.   | Mgmt | For |
| 16 | PROPOSAL TO CANCEL ADDITIONAL ORDINARY SHARES.  | Mgmt | For |

-----  
AT&T INC.

Agen

Security: 00206R102  
Meeting Type: Annual  
Meeting Date: 29-Apr-2011  
Ticker: T  
ISIN: US00206R1023

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON                   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GILBERT F. AMELIO                       | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: REUBEN V. ANDERSON                      | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES H. BLANCHARD                      | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JAIME CHICO PARDO                       | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: JAMES P. KELLY                          | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JON C. MADONNA                          | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: LYNN M. MARTIN                          | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JOHN B. MCCOY                           | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JOYCE M. ROCHE                          | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: MATTHEW K. ROSE                         | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON                    | Mgmt          | For           |
| 02     | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.          | Mgmt          | For           |
| 03     | APPROVE 2011 INCENTIVE PLAN.                                  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.                      | Mgmt          | For           |
| 05     | ADVISORY VOTE ON FREQUENCY OF VOTE ON EXECUTIVE COMPENSATION. | Mgmt          | 1 Year        |
| 06     | POLITICAL CONTRIBUTIONS.                                      | Shr           | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |                               |     |         |
|----|-------------------------------|-----|---------|
| 07 | SPECIAL STOCKHOLDER MEETINGS. | Shr | For     |
| 08 | WRITTEN CONSENT.              | Shr | Against |

-----  
 ATHEROS COMMUNICATIONS, INC. Agen

Security: 04743P108  
 Meeting Type: Special  
 Meeting Date: 18-Mar-2011  
 Ticker: ATHR  
 ISIN: US04743P1084

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 5, 2011 (THE "MERGER AGREEMENT"), BY AND AMONG ATHEROS COMMUNICATIONS, INC., (THE "COMPANY"), QUALCOMM INCORPORATED, ("PARENT"), AND T MERGER SUB, INC., ("MERGER SUB"), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt          | For           |
| 02     | TO APPROVE THE POSTPONEMENT OR ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.  | Mgmt          | For           |

-----  
 AVALONBAY COMMUNITIES, INC. Agen

Security: 053484101  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: AVB  
 ISIN: US0534841012

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>BRYCE BLAIR<br>BRUCE A. CHOATE<br>JOHN J. HEALY, JR.<br>TIMOTHY J. NAUGHTON<br>LANCE R. PRIMIS<br>PETER S. RUMMELL<br>H. JAY SARLES<br>W. EDWARD WALTER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2011.   | Mgmt   | For  |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 03 | TO CAST A NON-BINDING ADVISORY VOTE ON APPROVAL OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION SET FORTH IN THE PROXY STATEMENT. | Mgmt | For    |
| 04 | TO CAST A NON-BINDING ADVISORY VOTE AS TO FREQUENCY OF FUTURE ADVISORY STOCKHOLDER VOTES ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt | 1 Year |

-----  
 AVERY DENNISON CORPORATION

Agen

Security: 053611109  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: AVY  
 ISIN: US0536111091

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PETER K. BARKER   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: KEN C. HICKS  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DEBRA L. REED   | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR, WHICH ENDS ON DECEMBER 31, 2011. | Mgmt          | For           |
| 03     | APPROVAL OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.   | Mgmt          | For           |
| 04     | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 05     | SAY WHEN ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF THE FREQUENCY OF STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION.   | Mgmt          | 1 Year        |

-----  
 AXA

Agen

Security: 054536107  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: AXAHY  
 ISIN: US0545361075

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

---

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| O1     | APPROVAL OF THE COMPANY'S FINANCIAL STATEMENTS FOR THE FISCAL YEAR 2010 - PARENT ONLY   | Mgmt          | For           |
| O2     | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR 2010  | Mgmt          | For           |
| O3     | EARNINGS APPROPRIATION FOR THE FISCAL YEAR 2010 AND DECLARATION OF A DIVIDEND OF 0.69 EURO PER SHARE  | Mgmt          | For           |
| O4     | STATUTORY AUDITORS' SPECIAL REPORT ON REGULATED AGREEMENTS  | Mgmt          | For           |
| O5     | RE-APPOINTMENT OF MR. JEAN-MARTIN FOLZ AS DIRECTOR  | Mgmt          | For           |
| O6     | RE-APPOINTMENT OF MR. GIUSEPPE MUSSARI AS DIRECTOR  | Mgmt          | For           |
| O7     | APPOINTMENT OF MR. MARCUS SCHENCK AS DIRECTOR   | Mgmt          | For           |
| O8     | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE ORDINARY SHARES OF THE COMPANY  | Mgmt          | For           |
| E9     | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF AN INCREASE IN THE SHARE CAPITAL THROUGH THE CAPITALIZATION OF RESERVES, EARNINGS OR PREMIUMS  | Mgmt          | Against       |
| E10    | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL OF THE COMPANY BY ISSUING ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO ORDINARY SHARES OF THE COMPANY OR ONE OF ITS SUBSIDIARIES, WITH PREFERENTIAL SUBSCRIPTION RIGHTS OF THE SHAREHOLDERS  | Mgmt          | Against       |
| E11    | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL OF THE COMPANY THROUGH THE ISSUE OF ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO ORDINARY SHARES OF THE COMPANY OR ONE OF ITS SUBSIDIARIES, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS OF THE SHAREHOLDERS, IN THE CASE OF PUBLIC OFFERINGS  | Mgmt          | Against       |
| E12    | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL OF THE COMPANY THROUGH THE ISSUE OF ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO ORDINARY SHARES OF THE COMPANY OR ONE OF ITS SUBSIDIARIES, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS OF SHAREHOLDERS, THROUGH PRIVATE PLACEMENT AS SET FORTH IN ARTICLE L.411-2 II OF THE FRENCH MONETARY AND FINANCIAL CODE | Mgmt          | Against       |
| E13    | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS IN THE EVENT OF AN ISSUE OF SHARES THROUGH PUBLIC OFFERING OR PRIVATE PLACEMENT WITHOUT   | Mgmt          | Against       |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
|     | PREFERENTIAL SUBSCRIPTION RIGHTS, TO SET THE ISSUE PRICE UNDER THE CONDITIONS DEFINED BY THE GENERAL SHAREHOLDERS' MEETING, UP TO A MAXIMUM OF 10% OF THE SHARE CAPITAL  |      |         |
| E14 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE AMOUNT OF THE INITIAL ISSUE OF SHARES OR SECURITIES, WITH OR WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, DECIDED RESPECTIVELY BY VIRTUE OF THE TENTH TO THE THIRTEENTH AND THE SEVENTEENTH RESOLUTIONS   | Mgmt | Against |
| E15 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL THROUGH THE ISSUE OF ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO THE COMPANY'S ORDINARY SHARES, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY   | Mgmt | For     |
| E16 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL OF THE COMPANY THROUGH THE ISSUE OF ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO ORDINARY SHARES OF THE COMPANY, IN RETURN FOR CONTRIBUTIONS IN KIND UP TO A MAXIMUM OF 10% OF THE SHARE CAPITAL OUTSIDE A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY | Mgmt | Against |
| E17 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF ISSUING ORDINARY SHARES AS A RESULT OF AN ISSUE BY SUBSIDIARIES OF THE COMPANY OF SECURITIES GIVING A CLAIM TO TO THE COMPANY'S ORDINARY SHARES   | Mgmt | Against |
| E18 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF ISSUING SECURITIES WHICH GIVE RIGHTS TO AN ALLOTMENT OF DEBT INSTRUMENTS, WITHOUT AN INCREASE OF THE COMPANY'S SHARE CAPITAL  | Mgmt | Against |
| E19 | DELEGATION OF POWER GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL BY ISSUING ORDINARY SHARES OR SECURITIES GIVING A CLAIM TO THE COMPANY'S ORDINARY SHARES, RESERVED FOR EMPLOYEES ENROLLED IN THE EMPLOYER-SPONSORED COMPANY SAVINGS PLAN   | Mgmt | Against |
| E20 | DELEGATION OF POWER GRANTED TO THE BOARD OF DIRECTORS FOR THE PURPOSE OF INCREASING THE SHARE CAPITAL OF THE COMPANY BY ISSUING ORDINARY SHARES, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, IN FAVOR OF A SPECIFIC CATEGORY OF BENEFICIARIES  | Mgmt | Against |
| E21 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO GRANT SUBSCRIPTION OR PURCHASE OPTIONS TO EMPLOYEES AND ELIGIBLE EXECUTIVE OFFICERS OF THE AXA GROUP  | Mgmt | For     |
| E22 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO GRANT PERFORMANCE SHARES TO EMPLOYEES AND ELIGIBLE EXECUTIVE OFFICERS OF THE AXA GROUP  | Mgmt | For     |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| E23 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO GRANT FREE SHARES TO EMPLOYEES OF THE GROUP IN CONNECTION WITH THE ATTAINMENT OF ITS STRATEGIC OBJECTIVES AND THE IMPLEMENTATION OF THE LAW DATED DECEMBER 3, 2008 | Mgmt | Against |
| E24 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF ORDINARY SHARES   | Mgmt | For     |
| E25 | MODIFICATION OF THE BYLAWS REGARDING THE NOTIFICATION, BY ELECTRONIC MEANS, OF THE APPOINTMENT AND REVOCATION OF THE SHAREHOLDER REPRESENTATIVE DURING GENERAL SHAREHOLDERS' MEETINGS                                 | Mgmt | For     |
| E26 | AUTHORIZATION TO COMPLY WITH ALL FORMAL REQUIREMENTS IN CONNECTION WITH THIS MEETING  | Mgmt | For     |

-----  
 BANCO BILBAO VIZCAYA ARGENTARIA S.A.

Agen

-----  
 Security: 05946K101  
 Meeting Type: Annual  
 Meeting Date: 11-Mar-2011  
 Ticker: BBVA  
 ISIN: US05946K1016  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 2A     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 2B     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 2C     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 2D     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 2E     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 03     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 04     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | For           |
| 5A     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt          | Against       |
| 5B     | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF                  | Mgmt          | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
|    | THE RESOLUTIONS.  |      |         |
| 06 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | Against |
| 07 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 08 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 09 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 10 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 11 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 12 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |
| 13 | PLEASE REFER TO THE NOM FOR THE FULL TEXT OF THE RESOLUTIONS. | Mgmt | For     |

-----  
 BANCO SANTANDER, S.A.

-----  
 Agen

-----  
 Security: 05964H105  
 Meeting Type: Annual  
 Meeting Date: 17-Jun-2011  
 Ticker: STD  
 ISIN: US05964H1059  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 1B     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 02     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 3A     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 3B     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 3C     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |
| 3D     | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |     |
|-----|--|------|-----|
| 04  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 5A  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 5B  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 5C  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 6A  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 6B  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 6C  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 07  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 8A  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 8B  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 9A  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 9B  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 10A | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 10B | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 10C | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 10D | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 11  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |
| 12  | PLEASE REFER TO THE ENCLOSED DOCUMENT FOR THE FULL TEXT OF THE RESOLUTION. | Mgmt | For |

---

BANK OF AMERICA CORPORATION

Agen

---

Security: 060505104

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: BAC  
 ISIN: US0605051046

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MUKESH D. AMBANI   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: SUSAN S. BIES  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: VIRGIS W. COLBERT  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: CHARLES K. GIFFORD   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: D. PAUL JONES, JR.   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MONICA C. LOZANO   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: THOMAS J. MAY  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: DONALD E. POWELL   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: ROBERT W. SCULLY   | Mgmt          | For           |
| 02     | AN ADVISORY (NON-BINDING) "SAY ON PAY" VOTE TO APPROVE EXECUTIVE COMPENSATION.         | Mgmt          | For           |
| 03     | AN ADVISORY (NON-BINDING) VOTE ON THE FREQUENCY OF FUTURE ADVISORY "SAY ON PAY" VOTES. | Mgmt          | 1 Year        |
| 04     | RATIFICATION OF THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2011.            | Mgmt          | For           |
| 05     | STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT.                            | Shr           | Against       |
| 06     | STOCKHOLDER PROPOSAL - STOCKHOLDER ACTION BY WRITTEN CONSENT.                          | Shr           | Against       |
| 07     | STOCKHOLDER PROPOSAL - MORTGAGE SERVICING OPERATIONS.                                  | Shr           | Against       |
| 08     | STOCKHOLDER PROPOSAL - GRASSROOTS LOBBYING.  | Shr           | Against       |
| 09     | STOCKHOLDER PROPOSAL - OTC DERIVATIVES TRADING.  | Shr           | Against       |
| 10     | STOCKHOLDER PROPOSAL - CUMULATIVE VOTING IN CONTESTED ELECTIONS.                       | Shr           | Against       |
| 11     | STOCKHOLDER PROPOSAL - RECOUPMENT OF INCENTIVE COMPENSATION.                           | Shr           | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |         |
|----|--|-----|---------|
| 12 | STOCKHOLDER PROPOSAL - PROHIBITION OF CERTAIN RELOCATION BENEFITS. | Shr | Against |
|----|--|-----|---------|

-----

BAXTER INTERNATIONAL INC.

-----

Agen

Security: 071813109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2011  
 Ticker: BAX  
 ISIN: US0718131099

-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WAYNE T. HOCKMEYER   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT L. PARKINSON, JR.   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: THOMAS T. STALLKAMP  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN  | Mgmt          | For           |
| 02     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM  | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES  | Mgmt          | 1 Year        |
| 05     | APPROVAL OF EMPLOYEE STOCK PURCHASE PLAN   | Mgmt          | For           |
| 06     | APPROVAL OF 2011 INCENTIVE PLAN  | Mgmt          | For           |
| 07     | PROPOSAL TO AMEND ARTICLE SIXTH TO ELIMINATE THE CLASSIFIED BOARD AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS | Mgmt          | For           |

-----

BERKSHIRE HATHAWAY INC.

-----

Agen

Security: 084670702  
 Meeting Type: Annual  
 Meeting Date: 30-Apr-2011  
 Ticker: BRKB  
 ISIN: US0846707026

-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>WARREN E. BUFFETT<br>CHARLES T. MUNGER | Mgmt<br>Mgmt  | For<br>For    |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
|    | HOWARD G. BUFFETT  | Mgmt | For     |
|    | STEPHEN B. BURKE   | Mgmt | For     |
|    | SUSAN L. DECKER  | Mgmt | For     |
|    | WILLIAM H. GATES III   | Mgmt | For     |
|    | DAVID S. GOTTESMAN   | Mgmt | For     |
|    | CHARLOTTE GUYMAN   | Mgmt | For     |
|    | DONALD R. KEOUGH   | Mgmt | For     |
|    | THOMAS S. MURPHY   | Mgmt | For     |
|    | RONALD L. OLSON  | Mgmt | For     |
|    | WALTER SCOTT, JR.  | Mgmt | For     |
| 02 | NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE 2011 PROXY STATEMENT.  | Mgmt | For     |
| 03 | NON-BINDING RESOLUTION TO DETERMINE THE FREQUENCY (WHETHER ANNUAL, BIENNIAL OR TRIENNIAL) WITH WHICH SHAREHOLDERS OF THE COMPANY SHALL BE ENTITLED TO HAVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year  |
| 04 | TO APPROVE THE SHAREHOLDER PROPOSAL WITH RESPECT TO THE ESTABLISHMENT OF QUANTITATIVE GOALS FOR THE REDUCTION OF GREENHOUSE GAS AND OTHER AIR EMISSIONS AT BERKSHIRE'S ENERGY GENERATING HOLDINGS.     | Shr  | Against |

-----  
 BEST BUY CO., INC.

Agen

-----  
 Security: 086516101  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2011  
 Ticker: BBY  
 ISIN: US0865161014  
 -----

| Prop.# | Proposal   | Proposal Type                                | Proposal Vote                          |
|--------|--|--|--|
| 01     | DIRECTOR<br>RONALD JAMES<br>SANJAY KHOSLA<br>GEORGE L. MIKAN III<br>MATTHEW H. PAULL<br>RICHARD M. SCHULZE<br>HATIM A. TYABJI  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 3, 2012.  | Mgmt   | For                                    |
| 03     | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF OUR AMENDED AND RESTATED BY-LAWS TO REMOVE THE MAXIMUM FOR THE NUMBER OF DIRECTORS SERVING ON THE BOARD OF DIRECTORS AND TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THE NUMBER OF DIRECTORS SERVING FROM TIME TO TIME. | Mgmt   | For                                    |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 04 | APPROVAL OF AMENDMENTS TO OUR 2004 OMNIBUS STOCK AND INCENTIVE PLAN, AS AMENDED.   | Mgmt | For    |
| 05 | APPROVAL OF OUR EXECUTIVE SHORT-TERM INCENTIVE PLAN.   | Mgmt | For    |
| 06 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 07 | ADVISORY VOTE ON FREQUENCY OF SHAREHOLDER ADVISORY VOTES ON OUR EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 08 | VOTE ON THE NON-BINDING SHAREHOLDER PROPOSAL REGARDING DECLASSIFICATION OF OUR BOARD OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING. | Shr  | For    |

-----  
 BIOGEN IDEC INC.

Agen

-----  
 Security: 09062X103  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2011  
 Ticker: BIIB  
 ISIN: US09062X1037  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CAROLINE D. DORSA  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: GEORGE A. SCANGOS  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: LYNN SCHENK  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ALEXANDER J. DENNER  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: NANCY L. LEAMING   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RICHARD C. MULLIGAN  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ROBERT W. PANGIA   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: BRIAN S. POSNER  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ERIC K. ROWINSKY   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: STEPHEN A. SHERWIN   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: WILLIAM D. YOUNG   | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN IDEC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |
| 03     | SAY ON PAY - AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 04 | SAY WHEN ON PAY - AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 05 | TO APPROVE AN AMENDMENT TO BIOGEN IDEC'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION ELIMINATING THE CLASSIFICATION OF THE BOARD OF DIRECTORS. | Mgmt | For    |

-----  
 BIOMARIN PHARMACEUTICAL INC.

Agen

-----  
 Security: 09061G101  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: BMRN  
 ISIN: US09061G1013  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>JEAN-JACQUES BIENAIME<br>MICHAEL GREY<br>ELAINE J. HERON<br>PIERRE LAPALME<br>V. BRYAN LAWLIS<br>RICHARD A. MEIER<br>ALAN J. LEWIS<br>WILLIAM D. YOUNG<br>KENNETH M. BATE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO VOTE ON AN ADVISORY BASIS TO APPROVE THE COMPENSATION OF BIOMARIN'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN ITS PROXY STATEMENT.   | Mgmt   | For   |
| 03     | TO VOTE ON AN ADVISORY BASIS AS TO THE FREQUENCY AT WHICH EXECUTIVE COMPENSATION WILL BE SUBJECT TO FUTURE ADVISORY STOCKHOLDER VOTES.  | Mgmt   | 1 Year  |
| 04     | TO RATIFY THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR BIOMARIN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011                                    | Mgmt   | For   |

-----  
 BOSTON SCIENTIFIC CORPORATION

Agen

-----  
 Security: 101137107  
 Meeting Type: Annual  
 Meeting Date: 10-May-2011  
 Ticker: BSX  
 ISIN: US1011371077  
 -----

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1A | ELECTION OF DIRECTOR: KATHARINE T. BARTLETT  | Mgmt | For    |
| 1B | ELECTION OF DIRECTOR: BRUCE L. BYRNES  | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: NELDA J. CONNORS   | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: J. RAYMOND ELLIOTT   | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: KRISTINA M. JOHNSON  | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: ERNEST MARIO   | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: N.J. NICHOLAS, JR.   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: PETE M. NICHOLAS   | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: UWE E. REINHARDT   | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: JOHN E. SUNUNU   | Mgmt | For    |
| 02 | ADVISORY VOTE TO APPROVE BOSTON SCIENTIFIC CORPORATION'S 2010 EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 03 | ADVISORY VOTE TO RECOMMEND THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON BOSTON SCIENTIFIC CORPORATION'S EXECUTIVE COMPENSATION.                                    | Mgmt | 1 Year |
| 04 | PROPOSAL TO APPROVE BOSTON SCIENTIFIC CORPORATION'S 2011 LONG-TERM INCENTIVE PLAN.   | Mgmt | For    |
| 05 | PROPOSAL TO APPROVE AN AMENDMENT AND RESTATEMENT OF BOSTON SCIENTIFIC CORPORATION'S 2006 GLOBAL EMPLOYEE STOCK OWNERSHIP PLAN.                                     | Mgmt | For    |
| 06 | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS BOSTON SCIENTIFIC CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR. | Mgmt | For    |

---

BRISTOL-MYERS SQUIBB COMPANY

Agen

---

Security: 110122108  
Meeting Type: Annual  
Meeting Date: 03-May-2011  
Ticker: BMY  
ISIN: US1101221083

---

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: L. ANDREOTTI   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: L.B. CAMPBELL  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J.M. CORNELIUS | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1D | ELECTION OF DIRECTOR: L.J. FREEH  | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.   | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: M. GROBSTEIN  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: L. JOHANSSON  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: A.J. LACY   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: V.L. SATO, PH.D.  | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: E. SIGAL, M.D., PH.D.   | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: T.D. WEST, JR.  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: R.S. WILLIAMS, M.D.   | Mgmt | For     |
| 02 | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                        | Mgmt | For     |
| 03 | ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS                                       | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Mgmt | 1 Year  |
| 05 | EXECUTIVE COMPENSATION DISCLOSURE   | Shr  | For     |
| 06 | SHAREHOLDER ACTION BY WRITTEN CONSENT   | Shr  | Against |
| 07 | PHARMACEUTICAL PRICE RESTRAINT  | Shr  | Against |

---

BROCADE COMMUNICATIONS SYSTEMS, INC.

Agen

Security: 111621306  
 Meeting Type: Annual  
 Meeting Date: 12-Apr-2011  
 Ticker: BRCD  
 ISIN: US1116213067

---

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN GERDELMAN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GLENN JONES   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MICHAEL KLAYKO  | Mgmt          | For           |
| 2      | APPROVAL OF THE NON-BINDING ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 3      | APPROVAL OF THE NON-BINDING ADVISORY RESOLUTION REGARDING THE FREQUENCY OF THE NON-BINDING VOTE ON EXECUTIVE COMPENSATION | Mgmt          | 1 Year        |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|   |   |      |     |
|---|---|------|-----|
| 4 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>OF BROCADE COMMUNICATIONS SYSTEMS, INC. FOR<br>THE FISCAL YEAR ENDING OCTOBER 29, 2011 | Mgmt | For |
|---|---|------|-----|

-----  
C.H. ROBINSON WORLDWIDE, INC.

-----  
Agen

Security: 12541W209  
Meeting Type: Annual  
Meeting Date: 12-May-2011  
Ticker: CHRW  
ISIN: US12541W2098  
-----

| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT EZRILOV   | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: WAYNE M. FORTUN  | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: BRIAN P. SHORT   | Mgmt             | For           |
| 02     | TO APPROVE, BY NON-BINDING VOTE, NAMED EXECUTIVE<br>OFFICER COMPENSATION.  | Mgmt             | For           |
| 03     | TO RECOMMEND, BY NON-BINDING VOTE, FREQUENCY<br>OF EXECUTIVE COMPENSATION VOTES.   | Mgmt             | 1 Year        |
| 04     | RATIFICATION OF THE SELECTION OF DELOITTE &<br>TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2011. | Mgmt             | For           |
| 05     | SHAREHOLDER BOARD DECLASSIFICATION PROPOSAL.   | Shr              | For           |

-----  
CAPITAL ONE FINANCIAL CORPORATION

-----  
Agen

Security: 14040H105  
Meeting Type: Annual  
Meeting Date: 11-May-2011  
Ticker: COF  
ISIN: US14040H1059  
-----

| Prop.# | Proposal                                | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PATRICK W. GROSS  | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: ANN FRITZ HACKETT | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: PIERRE E. LEROY   | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 02 | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF CAPITAL ONE FOR 2011.  | Mgmt | For    |
| 03 | APPROVAL OF AMENDMENTS TO CAPITAL ONE'S RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.                           | Mgmt | For    |
| 04 | ADVISORY, NON-BINDING APPROVAL OF CAPITAL ONE'S 2010 NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt | For    |
| 05 | ADVISORY, NON-BINDING APPROVAL OF THE FREQUENCY WITH WHICH CAPITAL ONE WILL HOLD A STOCKHOLDER VOTE TO APPROVE ITS NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |

-----  
 CATERPILLAR INC.

Agen

-----  
 Security: 149123101  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2011  
 Ticker: CAT  
 ISIN: US1491231015  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>DAVID L. CALHOUN<br>DANIEL M. DICKINSON<br>EUGENE V. FIFE<br>JUAN GALLARDO<br>DAVID R. GOODE<br>JESSE J. GREENE, JR.<br>PETER A. MAGOWAN<br>DENNIS A. MUILENBURG<br>DOUGLAS R. OBERHELMAN<br>WILLIAM A. OSBORN<br>CHARLES D. POWELL<br>EDWARD B. RUST, JR.<br>SUSAN C. SCHWAB<br>JOSHUA I. SMITH<br>MILES D. WHITE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.  | Mgmt   | For   |
| 03     | APPROVE AMENDED AND RESTATED CATERPILLAR INC. EXECUTIVE SHORT-TERM INCENTIVE PLAN.   | Mgmt   | For   |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For   |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.  | Mgmt   | 1 Year  |
| 06     | STOCKHOLDER PROPOSAL - REPORT ON POLITICAL CONTRIBUTIONS   | Shr  | Against   |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

AND EXPENSES.

|    |  |     |         |
|----|--|-----|---------|
| 07 | STOCKHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.   | Shr | Against |
| 08 | STOCKHOLDER PROPOSAL - DIRECTOR ELECTION MAJORITY VOTE STANDARD. | Shr | Against |
| 09 | STOCKHOLDER PROPOSAL - SPECIAL STOCKHOLDER MEETINGS.             | Shr | Against |
| 10 | STOCKHOLDER PROPOSAL - INDEPENDENT CHAIRMAN OF THE BOARD.        | Shr | Against |
| 11 | STOCKHOLDER PROPOSAL - REVIEW GLOBAL CORPORATE STANDARDS.        | Shr | Against |
| 12 | STOCKHOLDER PROPOSAL - DEATH BENEFITS POLICY.                    | Shr | Against |

-----  
 CELGENE CORPORATION

Agen

Security: 151020104  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2011  
 Ticker: CELG  
 ISIN: US1510201049  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>ROBERT J. HUGIN<br>MICHAEL D. CASEY<br>CARRIE S. COX<br>RODMAN L. DRAKE<br>MICHAEL A. FRIEDMAN, MD<br>GILLA KAPLAN, PH.D.<br>JAMES J. LOUGHLIN<br>ERNEST MARIO, PH.D. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.                          | Mgmt   | For  |
| 03     | APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2008 STOCK INCENTIVE PLAN.  | Mgmt   | For  |
| 04     | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | For  |
| 05     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Mgmt   | 1 Year   |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 CHECK POINT SOFTWARE TECHNOLOGIES LTD.

Agen

Security: M22465104  
 Meeting Type: Annual  
 Meeting Date: 24-May-2011  
 Ticker: CHKP  
 ISIN: IL0010824113  
 -----

| Prop.# | Proposal   | Proposal Type                                | Proposal Vote                          |
|--------|--|--|--|
| 01     | DIRECTOR<br>GIL SHWED<br>MARIUS NACHT<br>JERRY UNGERMAN<br>DAN PROPPER<br>DAVID RUBNER<br>DR. TAL SHAVIT   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | RE-ELECTION OF TWO OUTSIDE DIRECTORS: IRWIN FEDERMAN AND RAY ROTHROCK.   | Mgmt   | For                                    |
| 03     | TO RATIFY THE APPOINTMENT AND COMPENSATION OF KOST, FORER, GABBAY & KASIERER, A MEMBER OF ERNST & YOUNG GLOBAL, AS CHECK POINT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt   | For                                    |
| 04     | TO AMEND THE FEE STRUCTURE FOR CHECK POINT'S DIRECTORS.  | Mgmt   | Against                                |
| 05     | TO APPROVE COMPENSATION TO CHECK POINT'S CHIEF EXECUTIVE OFFICER WHO IS ALSO THE CHAIRMAN OF THE BOARD OF DIRECTORS.   | Mgmt   | Against                                |

-----  
 CHEVRON CORPORATION

Agen

Security: 166764100  
 Meeting Type: Annual  
 Meeting Date: 25-May-2011  
 Ticker: CVX  
 ISIN: US1667641005  
 -----

| Prop.# | Proposal                           | Proposal Type | Proposal Vote |
|--------|------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: L.F. DEILY   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: R.E. DENHAM  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: R.J. EATON   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: C. HAGEL     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: E. HERNANDEZ | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1F | ELECTION OF DIRECTOR: G.L. KIRKLAND  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: D.B. RICE  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: K.W. SHARER  | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: C.R. SHOEMATE  | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: J.G. STUMPF  | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: R.D. SUGAR   | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: C. WARE  | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: J.S. WATSON  | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                   | Mgmt | For     |
| 03 | ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.   | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year  |
| 05 | INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE.   | Shr  | Against |
| 06 | HUMAN RIGHTS COMMITTEE.  | Shr  | Against |
| 07 | SUSTAINABILITY METRIC FOR EXECUTIVE COMPENSATION.  | Shr  | Against |
| 08 | GUIDELINES FOR COUNTRY SELECTION.  | Shr  | Against |
| 09 | FINANCIAL RISKS FROM CLIMATE CHANGE.   | Shr  | Against |
| 10 | HYDRAULIC FRACTURING.  | Shr  | Against |
| 11 | OFFSHORE OIL WELLS.  | Shr  | Against |

-----  
 CIGNA CORPORATION

Agen

Security: 125509109  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: CI  
 ISIN: US1255091092

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR FOR TERM EXPIRING IN 2014:<br>ROMAN MARTINEZ IV  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR FOR TERM EXPIRING IN 2014:<br>CAROL COX WAIT     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR FOR TERM EXPIRING IN 2014:<br>WILLIAM D. ZOLLARS | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 02 | APPROVAL OF AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 03 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.   | Mgmt | 1 Year |
| 04 | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIGNA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For    |
| 05 | APPROVAL OF AN AMENDMENT TO THE CIGNA LONG-TERM INCENTIVE PLAN.  | Mgmt | For    |

---

CISCO SYSTEMS, INC.

Agen

Security: 17275R102  
 Meeting Type: Annual  
 Meeting Date: 18-Nov-2010  
 Ticker: CSCO  
 ISIN: US17275R1023

---

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CAROL A. BARTZ  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: M. MICHELE BURNS  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: LARRY R. CARTER   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOHN T. CHAMBERS  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: BRIAN L. HALLA  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: RODERICK C. MCGEARY   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: MICHAEL K. POWELL   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ARUN SARIN  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: STEVEN M. WEST  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: JERRY YANG  | Mgmt          | For           |
| 02     | TO APPROVE A NON-BINDING ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 03     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

JULY 30, 2011.

|    |   |     |         |
|----|---|-----|---------|
| 04 | PROPOSAL SUBMITTED BY A SHAREHOLDER TO AMEND CISCO'S BYLAWS TO ESTABLISH A BOARD COMMITTEE ON ENVIRONMENTAL SUSTAINABILITY.   | Shr | Against |
| 05 | PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD TO PUBLISH A REPORT TO SHAREHOLDERS, WITHIN SIX MONTHS, PROVIDING A SUMMARIZED LISTING AND ASSESSMENT OF CONCRETE STEPS CISCO COULD REASONABLY TAKE TO REDUCE THE LIKELIHOOD THAT ITS BUSINESS PRACTICES MIGHT ENABLE OR ENCOURAGE THE VIOLATION OF HUMAN RIGHTS, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT. | Shr | Against |
| 06 | PROPOSAL SUBMITTED BY A SHAREHOLDER REQUESTING THAT CISCO ADOPT AND IMPLEMENT A POLICY RESTRICTING CERTAIN SALES IN CHINA, ADOPT A RELATED OVERSIGHT AND COMPLIANCE SYSTEM WITH RESPECT TO HUMAN RIGHTS IMPACTS AND PROVIDE PUBLIC DISCLOSURE OF CISCO'S SALES TO CHINA AND CERTAIN OTHER GOVERNMENTS, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.                    | Shr | Against |

---

CITIGROUP INC.

Agen

Security: 172967101  
Meeting Type: Annual  
Meeting Date: 21-Apr-2011  
Ticker: C  
ISIN: US1729671016

---

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ALAIN J.P. BELDA      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: TIMOTHY C. COLLINS    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JERRY A. GRUNDHOFER   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT L. JOSS        | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL    | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: VIKRAM S. PANDIT      | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RICHARD D. PARSONS    | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: LAWRENCE R. RICCIARDI | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JUDITH RODIN          | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ROBERT L. RYAN        | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1L | ELECTION OF DIRECTOR: DIANA L. TAYLOR  | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.   | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: ERNESTO ZEDILLO  | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.   | Mgmt | For     |
| 03 | PROPOSAL TO APPROVE AN AMENDMENT TO THE CITIGROUP 2009 STOCK INCENTIVE PLAN.   | Mgmt | For     |
| 04 | APPROVAL OF CITI'S 2011 EXECUTIVE PERFORMANCE PLAN.  | Mgmt | Against |
| 05 | ADVISORY VOTE ON CITI'S 2010 EXECUTIVE COMPENSATION.   | Mgmt | Against |
| 06 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.   | Mgmt | 1 Year  |
| 07 | PROPOSAL TO APPROVE THE REVERSE STOCK SPLIT EXTENSION.   | Mgmt | For     |
| 08 | STOCKHOLDER PROPOSAL REGARDING POLITICAL NON-PARTISANSHIP.   | Shr  | Against |
| 09 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.   | Shr  | Against |
| 10 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON RESTORING TRUST AND CONFIDENCE IN THE FINANCIAL SYSTEM.  | Shr  | Against |
| 11 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCKHOLDERS HOLDING 15% OR ABOVE HAVE THE RIGHT TO CALL SPECIAL STOCKHOLDER MEETINGS.  | Shr  | For     |
| 12 | STOCKHOLDER PROPOSAL REQUESTING THAT THE AUDIT COMMITTEE CONDUCT AN INDEPENDENT REVIEW AND REPORT ON CONTROLS RELATED TO LOANS, FORECLOSURES, AND SECURITIZATIONS. | Shr  | Against |

-----  
CME GROUP

Agen

Security: 12572Q105  
Meeting Type: Annual  
Meeting Date: 08-Jun-2011  
Ticker: CME  
ISIN: US12572Q1058

-----

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>CRAIG S. DONOHUE<br>TIMOTHY S. BITSBERGER<br>JACKIE M. CLEGG | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | JAMES A. DONALDSON   | Mgmt | For    |
|    | J. DENNIS HASTERT  | Mgmt | For    |
|    | WILLIAM P. MILLER II   | Mgmt | For    |
|    | TERRY L. SAVAGE  | Mgmt | For    |
|    | CHRISTOPHER STEWART  | Mgmt | For    |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For    |
| 03 | ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt | 1 Year |

-----

CMS ENERGY CORPORATION

Agen

-----

Security: 125896100  
 Meeting Type: Annual  
 Meeting Date: 20-May-2011  
 Ticker: CMS  
 ISIN: US1258961002

-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>MERRIBEL S. AYRES<br>JON E. BARFIELD<br>STEPHEN E. EWING<br>RICHARD M. GABRYS<br>DAVID W. JOOS<br>PHILIP R. LOCHNER, JR.<br>MICHAEL T. MONAHAN<br>JOHN G. RUSSELL<br>KENNETH L. WAY<br>JOHN B. YASINSKY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote |
| 02     | ADVISORY VOTE ON THE COMPENSATION OF THE EXECUTIVE OFFICERS.  | Mgmt   | No vote  |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF A SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | No vote  |
| 04     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PRICEWATERHOUSECOOPERS LLP).   | Mgmt   | No vote  |
| 05     | SHAREHOLDER PROPOSAL - FINANCIAL RISKS OF RELIANCE ON COAL.   | Shr  | No vote  |

-----

COCA-COLA ENTERPRISES INC.

Agen

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 191219104  
 Meeting Type: Special  
 Meeting Date: 01-Oct-2010  
 Ticker: CCE  
 ISIN: US1912191046

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | THE PROPOSAL TO ADOPT THE BUSINESS SEPARATION AND MERGER AGREEMENT, DATED AS OF FEBRUARY 25, 2010 AS IT MAY BE AMENDED FROM TIME TO TIME BY AND AMONG COCA-COLA ENTERPRISES INC., INTERNATIONAL CCE INC., THE COCA-COLA COMPANY AND COBALT SUBSIDIARY LLC. | Mgmt          | For           |
| 02     | A PROPOSAL TO ADJOURN THE MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES.   | Mgmt          | For           |

COCA-COLA ENTERPRISES INC.

Agen

Security: 19122T109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: CCE  
 ISIN: US19122T1097

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>JAN BENNINK<br>JOHN F. BROCK<br>CALVIN DARDEN<br>L. PHILLIP HUMANN<br>ORRIN H. INGRAM II<br>DONNA A. JAMES<br>THOMAS H. JOHNSON<br>SUZANNE B. LABARGE<br>VERONIQUE MORALI<br>GARRY WATTS<br>CURTIS R. WELLING<br>PHOEBE A. WOOD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO APPROVE, BY NON-BINDING VOTE, THE EXECUTIVE COMPENSATION PROGRAM.  | Mgmt   | For  |
| 03     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION PROGRAM VOTES.   | Mgmt   | 1 Year   |
| 04     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2011.   | Mgmt   | For  |
| 05     | SHAREOWNER PROPOSAL TO REQUEST SHAREOWNER APPROVAL  | Shr  | For  |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

OF CERTAIN SEVERANCE AGREEMENTS.

-----  
 COGNIZANT TECHNOLOGY SOLUTIONS CORP.

Agen

-----  
 Security: 192446102  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2011  
 Ticker: CTSH  
 ISIN: US1924461023  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT W. HOWE  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT E. WEISSMAN  | Mgmt          | For           |
| 02     | APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K.   | Mgmt          | For           |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | 1 Year        |
| 04     | TO AMEND OUR RESTATED CERTIFICATE OF INCORPORATION, AS AMENDED TO INCREASE THE MAXIMUM NUMBER OF AUTHORIZED SHARES OF CAPITAL STOCK, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.  | Mgmt          | For           |
| 05     | TO AMEND OUR CERTIFICATE OF INCORPORATION TO REDUCE CERTAIN SUPERMAJORITY VOTING THRESHOLDS FROM 80% OF THE VOTING POWER OF ALL THEN OUTSTANDING SHARES OF CAPITAL STOCK TO 66 2/3% OF THE VOTING POWER OF ALL THEN OUTSTANDING SHARES OF CAPITAL STOCK.              | Mgmt          | For           |
| 06     | TO AMEND OUR AMENDED AND RESTATED BY-LAWS, AS AMENDED, TO REDUCE CERTAIN SUPERMAJORITY VOTING THRESHOLDS FROM 80% OF THE VOTING POWER OF ALL THEN OUTSTANDING SHARES OF CAPITAL STOCK TO 66 2/3% OF THE VOTING POWER OF ALL THEN OUTSTANDING SHARES OF CAPITAL STOCK. | Mgmt          | For           |
| 07     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2011.   | Mgmt          | For           |

-----  
 COLGATE-PALMOLIVE COMPANY

Agen

-----  
 Security: 194162103  
 Meeting Type: Annual  
 Meeting Date: 06-May-2011  
 Ticker: CL  
 -----

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ISIN: US1941621039

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN T. CAHILL   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: IAN COOK   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: HELENE D. GAYLE  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ELLEN M. HANCOCK   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOSEPH JIMENEZ   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: RICHARD J. KOGAN   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DELANO E. LEWIS  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J. PEDRO REINHARD  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: STEPHEN I. SADOVE  | Mgmt          | For           |
| 02     | RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP AS COLGATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                | Mgmt          | 1 Year        |
| 05     | STOCKHOLDER PROPOSAL ON SPECIAL STOCKHOLDER MEETINGS.  | Shr           | Against       |

COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: CMCSA  
 ISIN: US20030N1019

| Prop.# | Proposal             | Proposal Type | Proposal Vote |
|--------|----------------------|---------------|---------------|
| 01     | DIRECTOR             |               |               |
|        | S. DECKER ANSTROM    | Mgmt          | For           |
|        | KENNETH J. BACON     | Mgmt          | For           |
|        | SHELDON M. BONOVIKZ  | Mgmt          | For           |
|        | EDWARD D. BREEN      | Mgmt          | For           |
|        | JOSEPH J. COLLINS    | Mgmt          | For           |
|        | J. MICHAEL COOK      | Mgmt          | For           |
|        | GERALD L. HASSELL    | Mgmt          | For           |
|        | JEFFREY A. HONICKMAN | Mgmt          | For           |
|        | EDUARDO G. MESTRE    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
|    | BRIAN L. ROBERTS  | Mgmt | For     |
|    | RALPH J. ROBERTS  | Mgmt | For     |
|    | DR. JUDITH RODIN  | Mgmt | For     |
| 02 | RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS                             | Mgmt | For     |
| 03 | APPROVAL OF THE COMCAST-NBCUNIVERSAL 2011 EMPLOYEE STOCK PURCHASE PLAN                  | Mgmt | For     |
| 04 | APPROVAL OF THE COMCAST CORPORATION 2002 RESTRICTED STOCK PLAN, AS AMENDED AND RESTATED | Mgmt | For     |
| 05 | APPROVAL OF THE COMCAST CORPORATION 2003 STOCK OPTION PLAN, AS AMENDED AND RESTATED     | Mgmt | For     |
| 06 | APPROVAL, ON AN ADVISORY BASIS, OF OUR EXECUTIVE COMPENSATION                           | Mgmt | For     |
| 07 | ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION                    | Mgmt | 1 Year  |
| 08 | TO PROVIDE FOR CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS                           | Shr  | Against |
| 09 | TO REQUIRE THAT THE CHAIRMAN OF THE BOARD NOT BE A CURRENT OR FORMER EXECUTIVE OFFICER  | Shr  | Against |

-----  
 CONAGRA FOODS, INC.

Agen

-----  
 Security: 205887102  
 Meeting Type: Annual  
 Meeting Date: 24-Sep-2010  
 Ticker: CAG  
 ISIN: US2058871029  
 -----

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | DIRECTOR                                      |               |               |
|        | MOGENS C. BAY                                 | Mgmt          | For           |
|        | STEPHEN G. BUTLER                             | Mgmt          | For           |
|        | STEVEN F. GOLDSTONE                           | Mgmt          | For           |
|        | JOIE A. GREGOR                                | Mgmt          | For           |
|        | RAJIVE JOHRI                                  | Mgmt          | For           |
|        | W.G. JURGENSEN                                | Mgmt          | For           |
|        | RICHARD H. LENNY                              | Mgmt          | For           |
|        | RUTH ANN MARSHALL                             | Mgmt          | For           |
|        | GARY M. RODKIN                                | Mgmt          | For           |
|        | ANDREW J. SCHINDLER                           | Mgmt          | For           |
|        | KENNETH E. STINSON                            | Mgmt          | For           |
| 02     | RATIFY THE APPOINTMENT OF INDEPENDENT AUDITOR | Mgmt          | For           |



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 CONCUR TECHNOLOGIES, INC.

Agen

-----  
 Security: 206708109  
 Meeting Type: Annual  
 Meeting Date: 15-Mar-2011  
 Ticker: CNQR  
 ISIN: US2067081099  
 -----

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>JEFFREY T. MCCABE<br>EDWARD P. GILLIGAN<br>RAJEEV SINGH                   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | AMENDMENTS TO 2007 EQUITY INCENTIVE PLAN  | Mgmt                 | Against           |
| 03     | APPROVAL OF 2010 CASH INCENTIVE PLAN  | Mgmt                 | Against           |
| 04     | RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTING FIRM                                    | Mgmt                 | For               |
| 05     | APPROVAL OF, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION                              | Mgmt                 | For               |
| 06     | RECOMMENDATION OF, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES | Mgmt                 | 1 Year            |

-----  
 CONOCOPHILLIPS

Agen

-----  
 Security: 20825C104  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: COP  
 ISIN: US20825C1045  
 -----

| Prop.# | Proposal                                     | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICHARD L. ARMITAGE    | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR. | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: RUTH R. HARKIN         | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: HAROLD W. MCGRAW III   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JAMES J. MULVA         | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ROBERT A. NIBLOCK      | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1I | ELECTION OF DIRECTOR: HARALD J. NORVIK   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: WILLIAM K. REILLY  | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: KATHRYN C. TURNER  | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: WILLIAM E. WADE, JR.   | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG<br>LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For     |
| 03 | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.   | Mgmt | For     |
| 04 | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE<br>ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year  |
| 05 | APPROVAL OF 2011 OMNIBUS STOCK AND PERFORMANCE<br>INCENTIVE PLAN.  | Mgmt | For     |
| 06 | GENDER EXPRESSION NON-DISCRIMINATION.  | Shr  | Against |
| 07 | POLITICAL CONTRIBUTIONS.   | Shr  | Against |
| 08 | REPORT ON GRASSROOTS LOBBYING EXPENDITURES.  | Shr  | Against |
| 09 | ACCIDENT RISK MITIGATION.  | Shr  | Against |
| 10 | COMPANY ENVIRONMENTAL POLICY (LOUISIANA WETLANDS).   | Shr  | Against |
| 11 | GREENHOUSE GAS REDUCTION TARGETS.  | Shr  | Against |
| 12 | REPORT ON FINANCIAL RISKS FROM CLIMATE CHANGE.   | Shr  | Against |
| 13 | CANADIAN OIL SANDS.  | Shr  | Against |

-----  
 COOPER INDUSTRIES PLC

Agen

Security: G24140108  
 Meeting Type: Annual  
 Meeting Date: 02-May-2011  
 Ticker: CBE  
 ISIN: IE00B40K9117

-----

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LINDA A. HILL         | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAMES J. POSTL        | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MARK S. THOMPSON      | Mgmt          | For           |
| 02     | TO RECEIVE AND CONSIDER THE COMPANY'S IRISH | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

STATUTORY ACCOUNTS AND THE RELATED REPORTS  
OF THE DIRECTORS AND AUDITORS

|    |  |      |        |
|----|--|------|--------|
| 03 | APPOINT ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING 12/31/2011           | Mgmt | For    |
| 04 | TO APPROVE THE 2011 OMNIBUS INCENTIVE COMPENSATION PLAN  | Mgmt | For    |
| 05 | TO APPROVE ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS    | Mgmt | For    |
| 06 | TO RECOMMEND ON AN ADVISORY BASIS THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 07 | TO AUTHORIZE ANY SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES          | Mgmt | For    |
| 08 | TO AUTHORIZE THE REISSUE PRICE RANGE OF TREASURY SHARES  | Mgmt | For    |

-----  
CORNING INCORPORATED

Agen

Security: 219350105  
Meeting Type: Annual  
Meeting Date: 28-Apr-2011  
Ticker: GLW  
ISIN: US2193501051

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN SEELY BROWN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN A. CANNING, JR.  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: GORDON GUND   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KURT M. LANDGRAF  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: H. ONNO RUDING  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: GLENN F. TILTON   | Mgmt          | For           |
| 02     | APPROVAL, BY NON-BINDING VOTE, ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 03     | APPROVAL, BY NON-BINDING, ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES.  | Mgmt          | 1 Year        |
| 04     | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |
| 05     | SHAREHOLDER PROPOSAL CONCERNING SPECIAL MEETINGS.   | Shr           | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 COVIDIEN PLC

Agen

Security: G2554F105  
 Meeting Type: Annual  
 Meeting Date: 15-Mar-2011  
 Ticker: COV  
 ISIN: IE00B3QN1M21  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CRAIG ARNOLD   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT H. BRUST  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JOHN M. CONNORS, JR.   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: TIMOTHY M. DONAHUE   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: KATHY J. HERBERT   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RANDALL J. HOGAN, III  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: RICHARD J. MEELIA  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: DENNIS H. REILLEY  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: TADATAKA YAMADA  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO   | Mgmt          | For           |
| 02     | APPOINT THE INDEPENDENT AUDITORS AND AUTHORIZE THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION.                        | Mgmt          | For           |
| 03     | EFFECT A ONE-FOR-ONE HUNDRED REVERSE SPLIT FOLLOWED BY A ONE HUNDRED-FOR-ONE FORWARD SPLIT OF THE COMPANY'S ORDINARY SHARES. | Mgmt          | For           |
| 04     | AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 05     | AN ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Mgmt          | 1 Year        |

-----  
 CREE, INC.

Agen

Security: 225447101  
 Meeting Type: Annual  
 Meeting Date: 26-Oct-2010  
 Ticker: CREE  
 ISIN: US2254471012  
 -----

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>CHARLES M. SWOBODA<br>DOLPH W. VON ARX<br>CLYDE R. HOSEIN<br>ROBERT A. INGRAM<br>FRANCO PLASTINA<br>ROBERT L. TILLMAN<br>HARVEY A. WAGNER<br>THOMAS H. WERNER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF AMENDMENT TO THE 2004 LONG-TERM INCENTIVE COMPENSATION PLAN.  | Mgmt   | For  |
| 03     | APPROVAL OF AMENDMENT TO CREE'S BYLAWS.   | Mgmt   | For  |
| 04     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JUNE 26, 2011.  | Mgmt   | For  |

-----  
 CSX CORPORATION

Agen

Security: 126408103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2011  
 Ticker: CSX  
 ISIN: US1264081035

| Prop.# | Proposal                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: D.M. ALVARADO   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.B. BREAU      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: P.L. CARTER     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: S.T. HALVERSON  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: E.J. KELLY, III | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: G.H. LAMPHERE   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: J.D. MCPHERSON  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: T.T. O'TOOLE    | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: D.M. RATCLIFFE  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: D.J. SHEPARD    | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: M.J. WARD       | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: J.C. WATTS, JR. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1M | ELECTION OF DIRECTOR: J.S. WHISLER   | Mgmt | For    |
| 02 | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For    |
| 03 | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.  | Mgmt | 1 Year |

---

CVS CAREMARK CORPORATION

Agen

Security: 126650100  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: CVS  
 ISIN: US1266501006

---

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: EDWIN M. BANKS   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: C. DAVID BROWN II  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DAVID W. DORMAN  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ANNE M. FINUCANE   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: KRISTEN GIBNEY WILLIAMS  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MARIAN L. HEARD  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: LARRY J. MERLO   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: TERRENCE MURRAY  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: C.A. LANCE PICCOLO   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: RICHARD J. SWIFT   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: TONY L. WHITE  | Mgmt          | For           |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR. | Mgmt          | For           |
| 03     | PROPOSAL TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.  | Mgmt          | For           |
| 04     | FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES.  | Mgmt          | 1 Year        |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |         |
|----|--|-----|---------|
| 05 | STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS AND EXPENDITURES. | Shr | Against |
| 06 | STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT.    | Shr | Against |

---

CYPRESS SEMICONDUCTOR CORPORATION

---

Agen

Security: 232806109  
 Meeting Type: Annual  
 Meeting Date: 13-May-2011  
 Ticker: CY  
 ISIN: US2328061096

---

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>T.J. RODGERS<br>W. STEVE ALBRECHT<br>ERIC A. BENHAMOU<br>LLOYD CARNEY<br>JAMES R. LONG<br>J. DANIEL MCCRANIE<br>J. DONALD SHERMAN<br>WILBERT VAN DEN HOEK | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR 2011.            | Mgmt   | For  |
| 03     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF<br>THE 1994 STOCK PLAN TO APPROVE ADDITIONAL SHARES.   | Mgmt   | Against  |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION OF OUR<br>NAMED EXECUTIVE OFFICERS.   | Mgmt   | For  |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY<br>VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS.   | Mgmt   | 1 Year   |

---

DANA HOLDING CORP

---

Agen

Security: 235825205  
 Meeting Type: Annual  
 Meeting Date: 04-May-2011  
 Ticker: DAN  
 ISIN: US2358252052

---

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |                                      |                                 |
|----|--|--------------------------------------|---------------------------------|
| 01 | DIRECTOR<br>JOHN M. DEVINE<br>TERRENCE J. KEATING<br>JOSEPH C. MUSCARI<br>RICHARD F. WALLMAN<br>KEITH E. WANDELL   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02 | APPROVAL OF A NON-BINDING, ADVISORY PROPOSAL APPROVING EXECUTIVE COMPENSATION                                      | Mgmt                                 | For                             |
| 03 | APPROVAL OF A NON-BINDING, ADVISORY PROPOSAL REGARDING THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES               | Mgmt                                 | 1 Year                          |
| 04 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt                                 | For                             |

-----  
 DAVITA INC.

Agen

-----  
 Security: 23918K108  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2011  
 Ticker: DVA  
 ISIN: US23918K1088  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PAMELA M. ARWAY   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CHARLES G. BERG   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: WILLARD W. BRITAIN, JR.   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CAROL ANTHONY ("JOHN") DAVIDSON   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: PAUL J. DIAZ  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: PETER T. GRAUER   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JOHN M. NEHRA   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: WILLIAM L. ROPER  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: KENT J. THIRY   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ROGER J. VALINE   | Mgmt          | For           |
| 02     | APPROVAL OF OUR 2011 INCENTIVE AWARD PLAN   | Mgmt          | For           |
| 03     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011 | Mgmt          | For           |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 05 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year  |
| 06 | STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT              | Shr  | Against |

-----  
 DELL INC.

Agen

-----  
 Security: 24702R101  
 Meeting Type: Annual  
 Meeting Date: 12-Aug-2010  
 Ticker: DELL  
 ISIN: US24702R1014  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>JAMES W. BREYER<br>DONALD J. CARTY<br>MICHAEL S. DELL<br>WILLIAM H. GRAY, III<br>JUDY C. LEWENT<br>THOMAS W. LUCE, III<br>KLAUS S. LUFT<br>ALEX J. MANDL<br>SHANTANU NARAYEN<br>SAM NUNN<br>H. ROSS PEROT, JR. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF INDEPENDENT AUDITOR  | Mgmt   | For   |
| 03     | AMENDMENT OF CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE PROVISIONS   | Mgmt   | For   |
| SH1    | REIMBURSEMENT OF PROXY EXPENSES  | Shr  | Against   |
| SH2    | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Shr  | For   |

-----  
 DIAMOND OFFSHORE DRILLING, INC.

Agen

-----  
 Security: 25271C102  
 Meeting Type: Annual  
 Meeting Date: 23-May-2011  
 Ticker: DO  
 ISIN: US25271C1027  
 -----

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1B | ELECTION OF DIRECTOR: LAWRENCE R. DICKERSON  | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: JOHN R. BOLTON   | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: CHARLES L. FABRIKANT   | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: PAUL G. GAFFNEY II   | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: EDWARD GREBOW  | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: HERBERT C. HOFMANN   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: ANDREW H. TISCH  | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: RAYMOND S. TROUBH  | Mgmt | For    |
| 02 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2011. | Mgmt | For    |
| 03 | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.                                | Mgmt | 1 Year |

-----  
 DIRECTV

Agem

-----  
 Security: 25490A101  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: DTV  
 ISIN: US25490A1016  
 -----

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>DAVID B. DILLON<br>SAMUEL A. DIPIAZZA, JR.<br>LORRIE M. NORRINGTON  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.   | Mgmt                 | For               |
| 03     | AMEND CERTIFICATE OF INCORPORATION TO MAKE CERTAIN CAPITAL STOCK CHANGES INCLUDING REDUCTION OF AUTHORIZED CLASS B SHARES FROM 30,000,000 TO 3,000,000 AND ELIMINATION OF THE CLASS C COMMON STOCK. | Mgmt                 | For               |
| 04     | AMEND CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.  | Mgmt                 | For               |
| 05     | AMEND CERTIFICATE OF INCORPORATION TO IMPLEMENT A MAJORITY VOTE STANDARD IN UNCONTESTED ELECTIONS OF DIRECTORS.   | Mgmt                 | For               |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 06 | AMEND CERTIFICATE OF INCORPORATION TO PERMIT A SPECIAL MEETING OF STOCKHOLDERS TO BE CALLED BY 25% OR MORE OF THE STOCKHOLDERS IN CERTAIN CIRCUMSTANCES. | Mgmt | For    |
| 07 | AMEND CERTIFICATE OF INCORPORATION TO ADOPT DELAWARE AS THE EXCLUSIVE FORUM FOR CERTAIN DISPUTES.  | Mgmt | For    |
| 08 | ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.   | Mgmt | For    |
| 09 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.   | Mgmt | 1 Year |

---

DISCOVER FINANCIAL SERVICES

Agen

---

Security: 254709108  
 Meeting Type: Annual  
 Meeting Date: 07-Apr-2011  
 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: ROBERT M. DEVLIN   | 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: E. FOLLIN SMITH  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: LAWRENCE A.WEINBACH  | Mgmt          | For           |
| 02     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.                               | Mgmt          | For           |
| 03     | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt          | 1 Year        |
| 04     | APPROVAL OF AN AMENDMENT TO THE DISCOVER FINANCIAL SERVICES DIRECTORS' COMPENSATION PLAN.    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 05 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS THE COMPANY'S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM. | Mgmt | For |
|----|--|------|-----|

---

DOLLAR TREE, INC.

Agen

Security: 256746108  
 Meeting Type: Annual  
 Meeting Date: 16-Jun-2011  
 Ticker: DLTR  
 ISIN: US2567461080

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>MACON F. BROCK, JR.<br>MARY ANNE CITRINO<br>THOMAS E. WHIDDON                               | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION<br>OF THE COMPANY'S NAMED EXECUTIVE OFFICERS         | Mgmt                 | For               |
| 03     | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY<br>OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt                 | 1 Year            |
| 04     | TO APPROVE THE OMNIBUS INCENTIVE PLAN   | Mgmt                 | For               |
| 05     | TO RATIFY THE SELECTION OF KPMG AS THE COMPANY'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM       | Mgmt                 | For               |

---

DOVER CORPORATION

Agen

Security: 260003108  
 Meeting Type: Annual  
 Meeting Date: 05-May-2011  
 Ticker: DOV  
 ISIN: US2600031080

| Prop.# | Proposal                           | Proposal Type | Proposal Vote |
|--------|------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: D.H. BENSON  | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: R.W. CREMIN  | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: J-P.M. ERGAS | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: P.T. FRANCIS | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: K.C. GRAHAM  | Mgmt          | No vote       |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1F | ELECTION OF DIRECTOR: R.A. LIVINGSTON  | Mgmt | No vote |
| 1G | ELECTION OF DIRECTOR: R.K. LOCHRIDGE   | Mgmt | No vote |
| 1H | ELECTION OF DIRECTOR: B.G. RETHORE   | Mgmt | No vote |
| 1I | ELECTION OF DIRECTOR: M.B. STUBBS  | Mgmt | No vote |
| 1J | ELECTION OF DIRECTOR: S.M. TODD  | Mgmt | No vote |
| 1K | ELECTION OF DIRECTOR: S.K. WAGNER  | Mgmt | No vote |
| 1L | ELECTION OF DIRECTOR: M.A. WINSTON   | Mgmt | No vote |
| 02 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | No vote |
| 03 | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.  | Mgmt | No vote |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                     | Mgmt | No vote |

-----  
 DUKE ENERGY CORPORATION

Agen

-----  
 Security: 26441C105  
 Meeting Type: Annual  
 Meeting Date: 05-May-2011  
 Ticker: DUK  
 ISIN: US26441C1053  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>WILLIAM BARNET, III<br>G. ALEX BERNHARDT, SR.<br>MICHAEL G. BROWNING<br>DANIEL R. DIMICCO<br>JOHN H. FORSGREN<br>ANN MAYNARD GRAY<br>JAMES H. HANCE, JR.<br>E. JAMES REINSCH<br>JAMES T. RHODES<br>JAMES E. ROGERS<br>PHILIP R. SHARP | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT PUBLIC ACCOUNTANT FOR 2011   | Mgmt   | For   |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt   | For   |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt   | 1 Year  |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |     |
|----|--|-----|-----|
| 05 | SHAREHOLDER PROPOSAL RELATING TO PREPARATION OF A REPORT ON DUKE ENERGY CORPORATION'S GLOBAL WARMING-RELATED LOBBYING ACTIVITIES     | Shr | For |
| 06 | SHAREHOLDER PROPOSAL REGARDING THE ISSUANCE OF A REPORT ON THE FINANCIAL RISKS OF CONTINUED RELIANCE ON COAL                         | Shr | For |
| 07 | SHAREHOLDER PROPOSAL REGARDING AN AMENDMENT TO OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE MAJORITY VOTING FOR THE ELECTION OF DIRECTORS | Shr | For |

-----  
E. I. DU PONT DE NEMOURS AND COMPANY

Agen

Security: 263534109  
Meeting Type: Annual  
Meeting Date: 27-Apr-2011  
Ticker: DD  
ISIN: US2635341090

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICHARD H. BROWN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT A. BROWN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: BERTRAND P. COLLOMB                                     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CURTIS J. CRAWFORD                                      | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ALEXANDER M. CUTLER                                     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT                                    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MARILLYN A. HEWSON                                      | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: LOIS D. JULIBER   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: ELLEN J. KULLMAN  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: WILLIAM K. REILLY                                       | Mgmt          | For           |
| 02     | ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM              | Mgmt          | For           |
| 03     | ON AMENDED EQUITY AND INCENTIVE PLAN  | Mgmt          | For           |
| 04     | TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION                          | Mgmt          | For           |
| 05     | TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES | Mgmt          | 1 Year        |
| 06     | ON SPECIAL SHAREOWNER MEETINGS  | Shr           | For           |
| 07     | ON GENETICALLY ENGINEERED SEED  | Shr           | Against       |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

08 ON EXECUTIVE COMPENSATION REPORT Shr Against

-----  
 EATON CORPORATION  
 -----

Agen

Security: 278058102  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: ETN  
 ISIN: US2780581029  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: GEORGE S. BARRETT  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: TODD M. BLUEDORN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: NED C. LAUTENBACH  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: GREGORY R. PAGE  | Mgmt          | For           |
| 02     | APPROVING AMENDMENTS TO THE AMENDED REGULATIONS TO PROVIDE FOR THE ANNUAL ELECTION OF ALL DIRECTORS. IMPLEMENTATION OF THIS PROPOSAL 2 IS CONDITIONED UPON THE APPROVAL OF PROPOSAL 3. | Mgmt          | For           |
| 03     | APPROVING AMENDMENTS TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION AND THE AMENDED REGULATIONS TO ELIMINATE CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS.                    | Mgmt          | For           |
| 04     | RATIFYING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2011.  | Mgmt          | For           |
| 05     | APPROVING, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 06     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE NON-BINDING EXECUTIVE COMPENSATION VOTES.   | Mgmt          | 1 Year        |

-----  
 EBAY INC.  
 -----

Agen

Security: 278642103  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: EBAY  
 ISIN: US2786421030  
 -----

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1A | ELECTION OF DIRECTOR: FRED D. ANDERSON  | Mgmt | For    |
| 1B | ELECTION OF DIRECTOR: EDWARD W. BARNHOLT  | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: SCOTT D. COOK   | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: JOHN J. DONAHOE   | Mgmt | For    |
| 02 | ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 03 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                    | Mgmt | 1 Year |
| 04 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt | For    |
| 05 | STOCKHOLDER PROPOSAL REGARDING SUPERMAJORITY STOCKHOLDER VOTING STANDARDS.  | Shr  | For    |

---

EDISON INTERNATIONAL

Agen

Security: 281020107  
Meeting Type: Annual  
Meeting Date: 28-Apr-2011  
Ticker: EIX  
ISIN: US2810201077

---

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAGJEET S. BINDRA          | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: VANESSA C.L. CHANG         | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: FRANCE A. CORDOVA          | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.    | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: CHARLES B. CURTIS          | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: BRADFORD M. FREEMAN        | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: LUIS G. NOGALES            | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: RONALD L. OLSON            | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JAMES M. ROSSER            | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: THOMAS C. SUTTON           | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: BRETT WHITE                | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 02 | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                    | Mgmt | For    |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION                           | Mgmt | 1 Year |
| 05 | MANAGEMENT PROPOSAL TO APPROVE AN AMENDMENT TO THE EDISON INTERNATIONAL 2007 PERFORMANCE INCENTIVE PLAN | Mgmt | For    |

---

EDWARDS LIFESCIENCES CORPORATION

Agen

Security: 28176E108  
Meeting Type: Annual  
Meeting Date: 12-May-2011  
Ticker: EW  
ISIN: US28176E1082

---

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN T. CARDIS   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: DAVID E.I. PYOTT   | Mgmt          | For           |
| 02     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE LONG-TERM STOCK INCENTIVE COMPENSATION PROGRAM. | Mgmt          | For           |
| 03     | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 04     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.                | Mgmt          | 1 Year        |
| 05     | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                | Mgmt          | For           |

---

ELECTRONIC ARTS INC.

Agen

Security: 285512109  
Meeting Type: Annual  
Meeting Date: 05-Aug-2010  
Ticker: ERTS  
ISIN: US2855121099

---

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LEONARD S. COLEMAN | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 1B | ELECTION OF DIRECTOR: JEFFREY T. HUBER   | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: GARY M. KUSIN  | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: GERALDINE B. LAYBOURNE   | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: GREGORY B. MAFFEI  | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: VIVEK PAUL   | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: LAWRENCE F. PROBST III   | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: JOHN S. RICCITIELLO  | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: RICHARD A. SIMONSON  | Mgmt | For |
| 1J | ELECTION OF DIRECTOR: LINDA J. SRERE   | Mgmt | For |
| 2  | APPROVE AMENDMENTS TO THE 2000 EQUITY INCENTIVE PLAN.                                | Mgmt | For |
| 3  | APPROVE AN AMENDMENT TO THE 2000 EMPLOYEE STOCK PURCHASE PLAN.                       | Mgmt | For |
| 4  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR FISCAL 2011. | Mgmt | For |

-----  
 ELI LILLY AND COMPANY

Agen

-----  
 Security: 532457108  
 Meeting Type: Annual  
 Meeting Date: 18-Apr-2011  
 Ticker: LLY  
 ISIN: US5324571083  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR FOR THREE-YEAR TERM: M.L. ESKEW   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR FOR THREE-YEAR TERM: A.G. GILMAN  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR FOR THREE-YEAR TERM: K.N. HORN  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR FOR THREE-YEAR TERM: J.C. LECHLEITER  | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2011. | Mgmt          | For           |
| 03     | APPROVE, BY NON-BINDING VOTE, 2010 COMPENSATION  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.

|    |   |      |        |
|----|---|------|--------|
| 04 | RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.       | Mgmt | 1 Year |
| 05 | APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF ALL DIRECTORS.    | Mgmt | For    |
| 06 | APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO ELIMINATE ALL SUPERMAJORITY VOTING REQUIREMENTS. | Mgmt | For    |
| 07 | APPROVE THE EXECUTIVE OFFICER INCENTIVE PLAN.   | Mgmt | For    |

-----  
 EMC CORPORATION

Agen

Security: 268648102  
 Meeting Type: Annual  
 Meeting Date: 04-May-2011  
 Ticker: EMC  
 ISIN: US2686481027

-----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MICHAEL W. BROWN  | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: RANDOLPH L. COWEN   | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: MICHAEL J. CRONIN   | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: GAIL DEEGAN   | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: JAMES S. DISTASIO   | Mgmt          | No vote       |
| 1F     | ELECTION OF DIRECTOR: JOHN R. EGAN  | Mgmt          | No vote       |
| 1G     | ELECTION OF DIRECTOR: EDMUND F. KELLY   | Mgmt          | No vote       |
| 1H     | ELECTION OF DIRECTOR: WINDLE B. PRIEM   | Mgmt          | No vote       |
| 1I     | ELECTION OF DIRECTOR: PAUL SAGAN  | Mgmt          | No vote       |
| 1J     | ELECTION OF DIRECTOR: DAVID N. STROHM   | Mgmt          | No vote       |
| 1K     | ELECTION OF DIRECTOR: JOSEPH M. TUCCI   | Mgmt          | No vote       |
| 02     | RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Mgmt          | No vote       |
| 03     | APPROVAL OF THE EMC CORPORATION AMENDED AND RESTATED 2003 STOCK PLAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.  | Mgmt          | No vote       |
| 04     | APPROVAL OF AN AMENDMENT TO EMC'S BYLAWS TO REDUCE THE PERCENTAGE OF SHARES REQUIRED FOR  | Mgmt          | No vote       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

SHAREHOLDERS TO CALL A SPECIAL MEETING OF SHAREHOLDERS,  
AS DESCRIBED IN EMC'S PROXY STATEMENT.

|    |   |      |         |
|----|---|------|---------|
| 05 | ADVISORY VOTE ON EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT.   | Mgmt | No vote |
| 06 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Mgmt | No vote |

---

EMERSON ELECTRIC CO.

Agen

Security: 291011104  
 Meeting Type: Annual  
 Meeting Date: 01-Feb-2011  
 Ticker: EMR  
 ISIN: US2910111044

---

| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>D.N. FARR*<br>H. GREEN*<br>C.A. PETERS*<br>J.W. PRUEHER*<br>R.L. RIDGWAY**                                       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RE-APPROVAL OF THE PERFORMANCE MEASURES UNDER THE EMERSON ELECTRIC CO. 2006 INCENTIVE SHARES PLAN.                           | Mgmt                                 | For                             |
| 03     | APPROVAL OF THE EMERSON ELECTRIC CO. 2011 STOCK OPTION PLAN.   | Mgmt                                 | For                             |
| 04     | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Mgmt                                 | For                             |
| 05     | APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.                                      | Mgmt                                 | For                             |
| 06     | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES.   | Mgmt                                 | 1 Year                          |
| 07     | APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING THE ISSUANCE OF A SUSTAINABILITY REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr                                  | Against                         |

---

ENZON PHARMACEUTICALS, INC.

Agen

Security: 293904108  
 Meeting Type: Annual  
 Meeting Date: 13-Jul-2010

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Ticker: ENZN  
ISIN: US2939041081

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>ROLF A. CLASSON*<br>ALEXANDER J. DENNER*<br>ROBERT LEBUHN*<br>HAROLD J. LEVY*<br>RICHARD C. MULLIGAN*<br>ROBERT C. SALISBURY*<br>THOMAS F. DEUEL, M.D.*\$<br>RICHARD A. YOUNG*\$   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF AMENDMENTS TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION AND AMENDED AND RESTATED BYLAWS TO ELIMINATE THE CLASSIFICATION OF THE COMPANY'S BOARD OF DIRECTORS. | Mgmt   | For  |
| 03     | STOCKHOLDER PROPOSAL RELATING TO ELIMINATION OF THE CLASSIFICATION OF THE COMPANY'S BOARD OF DIRECTORS.  | Mgmt   | For  |
| 04     | RATIFICATION OF THE SELECTION OF KPMG LLP TO AUDIT THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2010.  | Mgmt   | For  |

ENZON PHARMACEUTICALS, INC.

Agen

Security: 293904108  
Meeting Type: Annual  
Meeting Date: 10-May-2011  
Ticker: ENZN  
ISIN: US2939041081

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ALEXANDER J. DENNER   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: RICHARD C. MULLIGAN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: THOMAS F. DEUEL       | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT LEBUHN         | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: HAROLD J. LEVY        | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROBERT C. SALISBURY   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RICHARD A. YOUNG      | Mgmt          | For           |
| 02     | APPROVAL OF THE COMPANY'S 2011 STOCK OPTION | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

### AND INCENTIVE PLAN

|    |  |      |        |
|----|--|------|--------|
| 03 | RATIFICATION OF KPMG LLP, INDEPENDENT ACCOUNTANTS, TO AUDIT THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2011 | Mgmt | For    |
| 04 | APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS   | Mgmt | For    |
| 05 | VOTE ON THE FREQUENCY FOR HOLDING AN ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS                                       | Mgmt | 1 Year |

-----  
 EOG RESOURCES, INC.

Agen

Security: 26875P101  
 Meeting Type: Annual  
 Meeting Date: 03-May-2011  
 Ticker: EOG  
 ISIN: US26875P1012

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: GEORGE A. ALCORN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CHARLES R. CRISP   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES C. DAY   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: MARK G. PAPA   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: H. LEIGHTON STEWARD  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DONALD F. TEXTOR   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: FRANK G. WISNER  | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP, INDEPENDENT PUBLIC ACCOUNTANTS, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |
| 03     | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 04     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF HOLDING ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.              | Mgmt          | 1 Year        |
| 05     | STOCKHOLDER PROPOSAL CONCERNING ACCELERATED VESTING OF EXECUTIVE OFFICER STOCK AWARDS UPON A CHANGE OF CONTROL, IF PROPERLY PRESENTED.                 | Shr           | For           |
| 06     | STOCKHOLDER PROPOSAL CONCERNING CORPORATE POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED.  | Shr           | Against       |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 EQUIFAX INC. Agen  
 -----

Security: 294429105  
 Meeting Type: Annual  
 Meeting Date: 05-May-2011  
 Ticker: EFX  
 ISIN: US2944291051  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT D. DALEO   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: WALTER W. DRIVER, JR.   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: L. PHILLIP HUMANN   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: SIRI S. MARSHALL  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MARK B. TEMPLETON   | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS EQUIFAX'S PRINCIPAL INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt          | For           |
| 03     | ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt          | 1 Year        |

-----  
 EXXON MOBIL CORPORATION Agen  
 -----

Security: 30231G102  
 Meeting Type: Annual  
 Meeting Date: 25-May-2011  
 Ticker: XOM  
 ISIN: US30231G1022  
 -----

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 01     | DIRECTOR            |               |               |
|        | M.J. BOSKIN         | Mgmt          | For           |
|        | P. BRABECK-LETMATHE | Mgmt          | For           |
|        | L.R. FAULKNER       | Mgmt          | For           |
|        | J.S. FISHMAN        | Mgmt          | For           |
|        | K.C. FRAZIER        | Mgmt          | For           |
|        | W.W. GEORGE         | Mgmt          | For           |
|        | M.C. NELSON         | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
|    | S.J. PALMISANO   | Mgmt | For     |
|    | S.S REINEMUND  | Mgmt | For     |
|    | R.W. TILLERSON   | Mgmt | For     |
|    | E.E. WHITACRE, JR.   | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 55)                 | Mgmt | For     |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 56)              | Mgmt | For     |
| 04 | FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 57) | Mgmt | 1 Year  |
| 05 | INDEPENDENT CHAIRMAN (PAGE 58)                                 | Shr  | Against |
| 06 | REPORT ON POLITICAL CONTRIBUTIONS (PAGE 59)                    | Shr  | Against |
| 07 | AMENDMENT OF EEO POLICY (PAGE 61)                              | Shr  | Against |
| 08 | POLICY ON WATER (PAGE 62)                                      | Shr  | Against |
| 09 | REPORT ON CANADIAN OIL SANDS (PAGE 64)                         | Shr  | Against |
| 10 | REPORT ON NATURAL GAS PRODUCTION (PAGE 65)                     | Shr  | Against |
| 11 | REPORT ON ENERGY TECHNOLOGY (PAGE 67)                          | Shr  | Against |
| 12 | GREENHOUSE GAS EMISSIONS GOALS (PAGE 68)                       | Shr  | Against |

---

FASTENAL COMPANY

Agen

Security: 311900104  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: FAST  
 ISIN: US3119001044

---

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>ROBERT A. KIERLIN<br>STEPHEN M. SLAGGIE<br>MICHAEL M. GOSTOMSKI<br>WILLARD D. OBERTON<br>MICHAEL J. DOLAN<br>REYNE K. WISECUP<br>HUGH L. MILLER<br>MICHAEL J. ANCIUS<br>SCOTT A. SATTERLEE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR.   | Mgmt   | For  |
| 03     | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION.  | Mgmt   | For  |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

04 APPROVAL, BY NON-BINDING VOTE, OF THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES. Mgmt 1 Year

FEDEX CORPORATION Agen

Security: 31428X106  
 Meeting Type: Annual  
 Meeting Date: 27-Sep-2010  
 Ticker: FDX  
 ISIN: US31428X1063

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES L. BARKSDALE                              | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN A. EDWARDSON                               | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J.R. HYDE, III                                  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: SHIRLEY A. JACKSON                              | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: STEVEN R. LORANGER                              | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: GARY W. LOVEMAN                                 | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: SUSAN C. SCHWAB                                 | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: FREDERICK W. SMITH                              | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JOSHUA I. SMITH                                 | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: DAVID P. STEINER                                | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: PAUL S. WALSH                                   | Mgmt          | For           |
| 02     | ADOPTION OF 2010 OMNIBUS STOCK INCENTIVE PLAN.                        | Mgmt          | For           |
| 03     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.        | Mgmt          | For           |
| 04     | STOCKHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN.            | Shr           | Against       |
| 05     | STOCKHOLDER PROPOSAL REGARDING SHAREHOLDER ACTION BY WRITTEN CONSENT. | Shr           | Against       |
| 06     | STOCKHOLDER PROPOSAL REGARDING CEO SUCCESSION PLANNING.               | Shr           | Against       |

FIDELITY NAT'L INFORMATION SERVICES INC Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 31620M106  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: FIS  
 ISIN: US31620M1062

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DAVID K. HUNT  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: RICHARD N. MASSEY  | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR. | Mgmt          | For           |
| 03     | ADVISORY VOTE ON FIDELITY NATIONAL INFORMATION SERVICES, INC. 2010 EXECUTIVE COMPENSATION.                           | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                   | Mgmt          | 1 Year        |
| 05     | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE FIS ANNUAL INCENTIVE PLAN.                         | Mgmt          | For           |

### FIFTH THIRD BANCORP

Agen

Security: 316773100  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: FITB  
 ISIN: US3167731005

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>DARRYL F. ALLEN<br>U.L. BRIDGEMAN, JR.<br>EMERSON L. BRUMBACK<br>JAMES P. HACKETT<br>GARY R. HEMINGER<br>JEWELL D. HOOVER<br>WILLIAM M. ISAAC<br>KEVIN T. KABAT<br>M.D. LIVINGSTON, PH.D.<br>HENDRIK G. MEIJER<br>JOHN J. SCHIFF, JR.<br>MARSHA C. WILLIAMS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF THE APPOINTMENT OF THE FIRM OF DELOITTE & TOUCHE LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR 2011.   | Mgmt   | For  |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 03 | THE PROPOSAL DESCRIBED IN THE PROXY STATEMENT TO APPROVE THE FIFTH THIRD BANCORP 2011 INCENTIVE COMPENSATION PLAN, INCLUDING THE ISSUANCE OF UP TO AN ADDITIONAL 39,000,000 SHARES OF COMMON STOCK THEREUNDER. | Mgmt | Against |
| 04 | APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 05 | APPROVAL OF AN ADVISORY VOTE ON HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY ONE, TWO, OR THREE YEARS, AS INDICATED.   | Mgmt | 1 Year  |

---

FIRST SOLAR, INC.

Agen

Security: 336433107  
 Meeting Type: Annual  
 Meeting Date: 25-May-2011  
 Ticker: FSLR  
 ISIN: US3364331070

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>MICHAEL J. AHEARN<br>ROBERT J. GILLETTE<br>CRAIG KENNEDY<br>JAMES F. NOLAN<br>WILLIAM J. POST<br>J. THOMAS PRESBY<br>PAUL H. STEBBINS<br>MICHAEL SWEENEY<br>JOSE H. VILLARREAL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | For   |
| 03     | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF HOLDING THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | 1 Year  |
| 04     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.                           | Mgmt   | For   |
| 05     | STOCKHOLDER PROPOSAL REGARDING ARIZONA IMMIGRATION REFORM.   | Shr  | Against   |

---

FIRSTENERGY CORP.

Agen

Security: 337932107  
 Meeting Type: Special  
 Meeting Date: 14-Sep-2010

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Ticker: FE  
ISIN: US3379321074

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | AUTHORIZE AND APPROVE THE ISSUANCE OF SHARES OF FIRSTENERGY CORP. COMMON STOCK PURSUANT TO, AND THE OTHER TRANSACTIONS CONTEMPLATED BY, THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 10, 2010, AS AMENDED AS OF JUNE 4, 2010, BY AND AMONG FIRSTENERGY CORP., ELEMENT MERGER SUB, INC. AND ALLEGHENY ENERGY, INC., AS IT MAY BE FURTHER AMENDED | Mgmt          | No vote       |
| 02     | ADOPT THE AMENDMENT TO FIRSTENERGY CORP.'S AMENDED ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF SHARES OF AUTHORIZED COMMON STOCK FROM 375,000,000 TO 490,000,000  | Mgmt          | No vote       |
| 03     | ADJOURN THE SPECIAL MEETING TO ANOTHER TIME OR PLACE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO AUTHORIZE AND APPROVE THE SHARE ISSUANCE AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT OR ADOPT THE CHARTER AMENDMENT                            | Mgmt          | No vote       |

FIRSTENERGY CORP.

Agen

Security: 337932107  
Meeting Type: Annual  
Meeting Date: 17-May-2011  
Ticker: FE  
ISIN: US3379321074

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>PAUL T. ADDISON<br>ANTHONY J. ALEXANDER<br>MICHAEL J. ANDERSON<br>DR. CAROL A. CARTWRIGHT<br>WILLIAM T. COTTLE<br>ROBERT B. HEISLER, JR.<br>JULIA L. JOHNSON<br>TED J. KLEISNER<br>ERNEST J. NOVAK, JR.<br>CATHERINE A. REIN<br>GEORGE M. SMART<br>WES M. TAYLOR<br>JESSE T. WILLIAMS, SR. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM   | Mgmt   | For   |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 03 | REDUCE THE PERCENTAGE OF SHARES REQUIRED TO CALL A SPECIAL MEETING OF SHAREHOLDER         | Mgmt | For     |
| 04 | APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION                                    | Mgmt | For     |
| 05 | RECOMMEND ADVISORY VOTE ON FREQUENCY OF FUTURE VOTES ON EXECUTIVE COMPENSATION            | Mgmt | 1 Year  |
| 06 | SHAREHOLDER PROPOSAL: REPORT ON COAL COMBUSTION WASTE                                     | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL: LOWER PERCENTAGE REQUIRED FOR SHAREHOLDER ACTION BY WRITTEN CONSENT | Shr  | Against |
| 08 | SHAREHOLDER PROPOSAL: ADOPT A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS        | Shr  | For     |
| 09 | SHAREHOLDER PROPOSAL: REPORT ON FINANCIAL RISKS OF RELIANCE ON COAL                       | Shr  | Against |

-----  
 FLUOR CORPORATION

Agen

-----  
 Security: 343412102  
 Meeting Type: Annual  
 Meeting Date: 05-May-2011  
 Ticker: FLR  
 ISIN: US3434121022  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PETER J. FLUOR   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOSEPH W. PRUEHER  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: SUZANNE H. WOOLSEY   | Mgmt          | For           |
| 02     | AN ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 03     | AN ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION.   | Mgmt          | 1 Year        |
| 04     | THE AMENDMENT OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.   | Mgmt          | For           |
| 05     | THE AMENDMENT OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO REMOVE AND REPLACE THE SUPERMAJORITY VOTING PROVISIONS.  | Mgmt          | For           |
| 06     | THE RATIFICATION OF THE APPOINTMENT BY OUR AUDIT COMMITTEE OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

FORD MOTOR COMPANY

Agen

Security: 345370860  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: F  
 ISIN: US3453708600

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: STEPHEN G. BUTLER  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: KIMBERLY A. CASIANO  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: EDSEL B. FORD II   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: RICHARD A. GEPHARDT  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JAMES H. HANCE, JR.  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: IRVINE O. HOCKADAY, JR.  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: RICHARD A. MANOOGIAN   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ELLEN R. MARRAM  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ALAN MULALLY   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: HOMER A. NEAL  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: GERALD L. SHAHEEN  | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: JOHN L. THORNTON   | Mgmt          | For           |
| 02     | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt          | For           |
| 03     | SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.   | Mgmt          | For           |
| 04     | SAY WHEN ON PAY - AN ADVISORY VOTE ON THE FREQUENCY OF A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.       | Mgmt          | 1 Year        |
| 05     | RELATING TO DISCLOSURE OF THE COMPANY'S POLITICAL CONTRIBUTIONS.   | Shr           | Against       |
| 06     | RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE. | Shr           | Against       |
| 07     | RELATING TO ALLOWING HOLDERS OF 10% OF OUTSTANDING   | Shr           | Against       |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.

FRANKLIN RESOURCES, INC.

Agen

Security: 354613101  
 Meeting Type: Annual  
 Meeting Date: 15-Mar-2011  
 Ticker: BEN  
 ISIN: US3546131018

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: SAMUEL H. ARMACOST   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CHARLES CROCKER  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JOSEPH R. HARDIMAN   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CHARLES B. JOHNSON   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: GREGORY E. JOHNSON   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: RUPERT H. JOHNSON, JR.   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MARK C. PIGOTT   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: CHUTTA RATNATHICAM   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: PETER M. SACERDOTE   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: LAURA STEIN  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ANNE M. TATLOCK  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: GEOFFREY Y. YANG   | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2011.  | Mgmt          | For           |
| 03     | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE FRANKLIN RESOURCES, INC. 2002 UNIVERSAL STOCK INCENTIVE PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK AVAILABLE FOR ISSUANCE BY 10,000,000 SHARES. | Mgmt          | For           |
| 04     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.  | Mgmt          | 1 Year        |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 FRESENIUS MEDICAL CARE AG & CO. KGAA

Agen

Security: 358029106  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: FMS  
 ISIN: US3580291066  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | PRESENTATION OF THE ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED GROUP FINANCIAL STATEMENTS EACH APPROVED BY THE SUPERVISORY BOARD, THE MANAGEMENT REPORTS FOR THE CONSOLIDATED GROUP, THE REPORT BY THE GENERAL PARTNER WITH REGARD TO THE INFORMATION PURSUANT TO SECTIONS 289 (4), 315 (4) OF THE GERMAN COMMERCIAL CODE (HANDELSGESETZBUCH - HGB) AND THE REPORT OF THE SUPERVISORY BOARD FOR FISCAL YEAR 2010; RESOLUTION ON THE APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS OF FRESENIUS MEDICAL CARE AG & CO. KGAA FOR FISCAL YEAR 2010 | Mgmt          | For           |
| 02     | RESOLUTION ON THE ALLOCATION OF DISTRIBUTABLE PROFIT   | Mgmt          | For           |
| 03     | RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE GENERAL PARTNER   | Mgmt          | For           |
| 04     | RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD  | Mgmt          | For           |
| 05     | RESOLUTION ON THE APPROVAL OF THE REVISED SYSTEM OF COMPENSATION OF THE MANAGEMENT BOARD MEMBERS OF THE GENERAL PARTNER  | Mgmt          | For           |
| 06     | ELECTION OF THE AUDITORS AND CONSOLIDATED GROUP AUDITORS FOR FISCAL YEAR 2011  | Mgmt          | For           |
| 7A     | ELECTION OF DR GERD KRICK TO THE SUPERVISORY BOARD   | Mgmt          | For           |
| 7B     | ELECTION OF DR DIETER SCHENK TO THE SUPERVISORY BOARD  | Mgmt          | For           |
| 7C     | ELECTION OF PROF DR BERND FAHRHOLZ TO THE SUPERVISORY BOARD  | Mgmt          | For           |
| 7D     | ELECTION OF DR WALTER L. WEISMAN TO THE SUPERVISORY BOARD AND JOINT COMMITTEE  | Mgmt          | For           |
| 7E     | ELECTION OF WILLIAM P. JOHNSTON TO THE SUPERVISORY BOARD AND JOINT COMMITTEE   | Mgmt          | For           |
| 7F     | ELECTION OF ROLF A. CLASSON TO THE SUPERVISORY BOARD   | Mgmt          | For           |
| 08     | RESOLUTION ON MODIFICATIONS OF THE REMUNERATION  | Mgmt          | For           |



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

OF THE SUPERVISORY BOARD AND ITS COMMITTEES  
AND ON THE CORRESPONDING AMENDMENTS TO ARTICLES  
13 AND 13E OF THE ARTICLES OF ASSOCIATION

|    |   |      |     |
|----|---|------|-----|
| 09 | RESOLUTIONS ON THE CANCELLATION OF CONDITIONAL CAPITALS AND A CORRESPONDING AMENDMENT TO THE ARTICLES OF ASSOCIATION AS WELL AS ON AUTHORIZING THE GRANTING OF OPTIONS TO MANAGERIAL STAFF MEMBERS (FUHRUNGSKRAFTE) AND MEMBERS OF THE MANAGEMENT OF FRESENIUS MEDICAL CARE AG & CO. KGAA OR AN AFFILIATE (STOCK OPTION PROGRAM 2011) AND THE CREATION OF CONDITIONAL CAPITAL TO PROVIDE FOR THE STOCK OPTION PROGRAM 2011 AND A CORRESPONDING AMENDMENT TO THE ARTICLES OF ASSOCIATION | Mgmt | For |
| 10 | RESOLUTION ON THE AUTHORIZATION TO PURCHASE AND USE TREASURY SHARES PURSUANT TO SECTION 71 (1) NO. 8 AKTG AND ON THE EXCLUSION OF SUBSCRIPTION RIGHTS   | Mgmt | For |
| 11 | RESOLUTION(S) ADDED UPON SHAREHOLDER REQUEST PURSUANT TO SECTION 122 (2) GERMAN STOCK CORPORATION ACT (AKTIENGESETZ), IF ANY  | Mgmt | For |

-----  
FRONTIER COMMUNICATIONS CORP

-----  
Agen

Security: 35906A108  
Meeting Type: Annual  
Meeting Date: 12-May-2011  
Ticker: FTR  
ISIN: US35906A1088  
-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>LEROY T. BARNES, JR.<br>PETER C.B. BYNOE<br>JERI B. FINARD<br>EDWARD FRAIOLI<br>JAMES S. KAHAN<br>PAMELA D.A. REEVE<br>HOWARD L. SCHROTT<br>LARRAINE D. SEGIL<br>MARK SHAPIRO<br>MYRON A. WICK, III<br>MARY AGNES WILDEROTTER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO CONSIDER AND VOTE UPON AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.   | Mgmt   | For  |
| 03     | TO CONSIDER AND VOTE UPON AN ADVISORY PROPOSAL ON THE FREQUENCY OF THE EXECUTIVE COMPENSATION ADVISORY PROPOSAL.  | Mgmt   | 1 Year   |
| 04     | TO CONSIDER AND VOTE UPON A STOCKHOLDER PROPOSAL,   | Shr  | Against  |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

IF PRESENTED AT THE MEETING.

05 TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. Mgmt For

-----  
GAP INC. Agen

-----  
Security: 364760108  
Meeting Type: Annual  
Meeting Date: 17-May-2011  
Ticker: GPS  
ISIN: US3647601083  
-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>ADRIAN D.P. BELLAMY<br>DOMENICO DE SOLE<br>ROBERT J. FISHER<br>WILLIAM S. FISHER<br>BOB L. MARTIN<br>JORGE P. MONTOYA<br>GLENN K. MURPHY<br>MAYO A. SHATTUCK III<br>KATHERINE TSANG<br>KNEELAND C. YOUNGBLOOD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 28, 2012.  | Mgmt   | For   |
| 03     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE GAP, INC. 2006 LONG-TERM INCENTIVE PLAN.   | Mgmt   | For   |
| 04     | APPROVAL, ON AN ADVISORY BASIS, OF THE OVERALL COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |
| 05     | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY FOR AN ADVISORY VOTE ON THE OVERALL COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | 1 Year  |

-----  
GENERAL DYNAMICS CORPORATION Agen

-----  
Security: 369550108  
Meeting Type: Annual  
Meeting Date: 04-May-2011  
Ticker: GD  
ISIN: US3695501086  
-----

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MARY T. BARRA   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: NICHOLAS D. CHABRAJA                                  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES S. CROWN  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: WILLIAM P. FRICKS                                     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JAY L. JOHNSON  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: GEORGE A. JOULWAN                                     | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: PAUL G. KAMINSKI                                      | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: JOHN M. KEANE   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: LESTER L. LYLES                                       | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: WILLIAM A. OSBORN                                     | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ROBERT WALMSLEY                                       | Mgmt          | For           |
| 02     | SELECTION OF INDEPENDENT AUDITORS.  | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                    | Mgmt          | For           |
| 04     | ADVISORY VOTE ON FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES. | Mgmt          | 1 Year        |
| 05     | SHAREHOLDER PROPOSAL WITH REGARD TO A HUMAN RIGHTS POLICY.                  | Shr           | Against       |
| 06     | SHAREHOLDER PROPOSAL WITH REGARD TO SPECIAL SHAREHOLDER MEETINGS.           | Shr           | For           |

-----  
 GENERAL ELECTRIC COMPANY

-----  
 Agen

Security: 369604103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: GE  
 ISIN: US3696041033  
 -----

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| A1     | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Mgmt          | For           |
| A2     | ELECTION OF DIRECTOR: JAMES I. CASH, JR.  | Mgmt          | For           |
| A3     | ELECTION OF DIRECTOR: ANN M. FUDGE        | Mgmt          | For           |
| A4     | ELECTION OF DIRECTOR: SUSAN HOCKFIELD     | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
| A5  | ELECTION OF DIRECTOR: JEFFREY R. IMMELT   | Mgmt | For     |
| A6  | ELECTION OF DIRECTOR: ANDREA JUNG   | Mgmt | For     |
| A7  | ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY                                       | Mgmt | For     |
| A8  | ELECTION OF DIRECTOR: ROBERT W. LANE  | Mgmt | For     |
| A9  | ELECTION OF DIRECTOR: RALPH S. LARSEN   | Mgmt | For     |
| A10 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS   | Mgmt | For     |
| A11 | ELECTION OF DIRECTOR: JAMES J. MULVA  | Mgmt | For     |
| A12 | ELECTION OF DIRECTOR: SAM NUNN  | Mgmt | For     |
| A13 | ELECTION OF DIRECTOR: ROGER S. PENSKE   | Mgmt | For     |
| A14 | ELECTION OF DIRECTOR: ROBERT J. SWIERINGA   | Mgmt | For     |
| A15 | ELECTION OF DIRECTOR: JAMES S. TISCH  | Mgmt | For     |
| A16 | ELECTION OF DIRECTOR: DOUGLAS A. WARNER III                                       | Mgmt | For     |
| B1  | RATIFICATION OF KPMG  | Mgmt | For     |
| B2  | ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION                                     | Mgmt | For     |
| B3  | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year  |
| C1  | SHAREOWNER PROPOSAL: CUMULATIVE VOTING  | Shr  | Against |
| C2  | SHAREOWNER PROPOSAL: FUTURE STOCK OPTIONS   | Shr  | For     |
| C3  | SHAREOWNER PROPOSAL: WITHDRAW STOCK OPTIONS GRANTED TO EXECUTIVES                 | Shr  | Against |
| C4  | SHAREOWNER PROPOSAL: CLIMATE CHANGE RISK DISCLOSURE                               | Shr  | Against |
| C5  | SHAREOWNER PROPOSAL: TRANSPARENCY IN ANIMAL RESEARCH                              | Shr  | Against |

---

GENUINE PARTS COMPANY

Agen

Security: 372460105  
Meeting Type: Annual  
Meeting Date: 18-Apr-2011  
Ticker: GPC  
ISIN: US3724601055

---

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>DR. MARY B. BULLOCK<br>JEAN DOUVILLE | Mgmt<br>Mgmt  | For<br>For    |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | THOMAS C. GALLAGHER  | Mgmt | For    |
|    | GEORGE C. "JACK" GUYNN   | Mgmt | For    |
|    | JOHN R. HOLDER   | Mgmt | For    |
|    | JOHN D. JOHNS  | Mgmt | For    |
|    | MICHAEL M.E. JOHNS, MD   | Mgmt | For    |
|    | J. HICKS LANIER  | Mgmt | For    |
|    | R.C. LOUDERMILK JR.  | Mgmt | For    |
|    | WENDY B. NEEDHAM   | Mgmt | For    |
|    | JERRY W. NIX   | Mgmt | For    |
|    | GARY W. ROLLINS  | Mgmt | For    |
| 02 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 03 | ADVISORY VOTE ON FREQUENCY OF SHAREHOLDER VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 04 | RE-APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS FOR QUALIFIED PERFORMANCE-BASED AWARDS UNDER THE GENUINE PARTS COMPANY 2006 LONG-TERM INCENTIVE PLAN. | Mgmt | For    |
| 05 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.                       | Mgmt | For    |

-----  
 GILEAD SCIENCES, INC.

Agen

-----  
 Security: 375558103  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: GILD  
 ISIN: US3755581036  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>JOHN F. COGAN<br>ETIENNE F. DAVIGNON<br>JAMES M. DENNY<br>CARLA A. HILLS<br>KEVIN E. LOFTON<br>JOHN W. MADIGAN<br>JOHN C. MARTIN<br>GORDON E. MOORE<br>NICHOLAS G. MOORE<br>RICHARD J. WHITLEY<br>GAYLE E. WILSON<br>PER WOLD-OLSEN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote |
| 02     | 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, 2011.                                      | Mgmt   | No vote  |
| 03     | TO APPROVE THE AMENDED AND RESTATED GILEAD SCIENCES,  | Mgmt   | No vote  |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

INC. CODE SECTION 162(M) BONUS PLAN AND CERTAIN  
PERFORMANCE-BASED PROVISIONS THEREUNDER.

|    |   |      |         |
|----|---|------|---------|
| 04 | TO APPROVE AMENDMENTS TO GILEAD'S RESTATED CERTIFICATE OF INCORPORATION TO ADOPT MAJORITY VOTING STANDARDS.   | Mgmt | No vote |
| 05 | TO APPROVE AMENDMENTS TO GILEAD'S AMENDED AND RESTATED BYLAWS TO PERMIT HOLDERS OF AT LEAST 20% OF THE VOTING POWER OF THE OUTSTANDING CAPITAL STOCK TO CALL A SPECIAL MEETING OF STOCKHOLDERS. | Mgmt | No vote |
| 06 | TO VOTE ON AN ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF GILEAD'S NAMED EXECUTIVE OFFICERS AS PRESENTED IN ITS PROXY STATEMENT.   | Mgmt | No vote |
| 07 | TO VOTE ON AN ADVISORY BASIS AS TO THE FREQUENCY WITH WHICH EXECUTIVE COMPENSATION WILL BE SUBJECT TO FUTURE ADVISORY STOCKHOLDER VOTES.  | Mgmt | No vote |

-----  
GOOGLE INC.

Agen

Security: 38259P508  
Meeting Type: Annual  
Meeting Date: 02-Jun-2011  
Ticker: GOOG  
ISIN: US38259P5089

-----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>LARRY PAGE<br>SERGEY BRIN<br>ERIC E. SCHMIDT<br>L. JOHN DOERR<br>JOHN L. HENNESSY<br>ANN MATHER<br>PAUL S. OTELLINI<br>K. RAM SHRIRAM<br>SHIRLEY M. TILGHMAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | THE RATIFICATION OF ERNST & YOUNG LLP AS GOOGLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.                            | Mgmt   | For   |
| 03     | THE APPROVAL OF AN AMENDMENT TO GOOGLE'S 2004 STOCK PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK ISSUABLE UNDER THE PLAN BY 1,500,000.       | Mgmt   | For   |
| 04     | THE APPROVAL OF 2010 COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS.   | Mgmt   | For   |
| 05     | THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES REGARDING COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS.   | Mgmt   | 1 Year  |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |     |         |
|----|---|-----|---------|
| 06 | A STOCKHOLDER PROPOSAL REGARDING THE FORMATION OF A BOARD COMMITTEE ON SUSTAINABILITY, IF PROPERLY PRESENTED AT THE MEETING.                      | Shr | Against |
| 07 | A STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A SIMPLE MAJORITY VOTING STANDARD FOR STOCKHOLDER MATTERS, IF PROPERLY PRESENTED AT THE MEETING. | Shr | For     |
| 08 | A STOCKHOLDER PROPOSAL REGARDING A CONFLICT OF INTEREST AND CODE OF CONDUCT COMPLIANCE REPORT, IF PROPERLY PRESENTED AT THE MEETING.              | Shr | Against |

-----  
GREEN MOUNTAIN COFFEE ROASTERS, INC.

Agen

Security: 393122106  
Meeting Type: Annual  
Meeting Date: 10-Mar-2011  
Ticker: GMCR  
ISIN: US3931221069

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1      | DIRECTOR<br>LAWRENCE J. BLANFORD<br>MICHAEL J. MARDY<br>DAVID E. MORAN  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2      | TO CONSIDER AN ADVISORY VOTE ON EXECUTIVE COMPENSATION AS DISCLOSED IN THESE MATERIALS.   | Mgmt                 | For               |
| 3      | TO CONSIDER AN ADVISORY VOTE ON WHETHER AN ADVISORY VOTE ON EXECUTIVE COMPENSATION SHOULD BE HELD EVERY ONE, TWO OR THREE YEARS | Mgmt                 | 1 Year            |
| 4      | TO RATIFY THE THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED ACCOUNTANTS FOR OUR 2011 FISCAL YEAR    | Mgmt                 | For               |

-----  
H.J. HEINZ COMPANY

Agen

Security: 423074103  
Meeting Type: Annual  
Meeting Date: 31-Aug-2010  
Ticker: HNZ  
ISIN: US4230741039

| Prop.# | Proposal                           | Proposal Type | Proposal Vote |
|--------|------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: W.R. JOHNSON | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1B | ELECTION OF DIRECTOR: C.E. BUNCH   | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: L.S. COLEMAN, JR.  | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: J.G. DROSDICK  | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: E.E. HOLIDAY   | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: C. KENDLE  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: D.R. O'HARE  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: N. PELTZ   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: D.H. REILLEY   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: L.C. SWANN   | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: T.J. USHER   | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: M.F. WEINSTEIN   | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                      | Mgmt | For     |
| 03 | SHAREHOLDER PROPOSAL REQUESTING THE RIGHT TO SHAREHOLDER ACTION BY WRITTEN CONSENT | Shr  | Against |

---

HALLIBURTON COMPANY

Agen

Security: 406216101  
Meeting Type: Annual  
Meeting Date: 19-May-2011  
Ticker: HAL  
ISIN: US4062161017

---

| Prop.# | Proposal                            | Proposal Type | Proposal Vote |
|--------|-------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: A.M. BENNETT  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.R. BOYD     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: M. CARROLL    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: N.K. DICCIANI | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: S.M. GILLIS   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: A.S. JUM'AH   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: D.J. LESAR    | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: R.A. MALONE   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: J.L. MARTIN   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1J | ELECTION OF DIRECTOR: D.L. REED  | Mgmt | For     |
| 02 | PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.                                    | Mgmt | For     |
| 03 | PROPOSAL FOR ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                      | Mgmt | For     |
| 04 | PROPOSAL FOR ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year  |
| 05 | PROPOSAL ON HUMAN RIGHTS POLICY.   | Shr  | Against |
| 06 | PROPOSAL ON POLITICAL CONTRIBUTIONS.   | Shr  | Against |

-----  
HANESBRANDS INC.

Agen

-----  
Security: 410345102  
Meeting Type: Annual  
Meeting Date: 26-Apr-2011  
Ticker: HBI  
ISIN: US4103451021  
-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>LEE A. CHADEN<br>BOBBY J. GRIFFIN<br>JAMES C. JOHNSON<br>JESSICA T. MATHEWS<br>J. PATRICK MULCAHY<br>RONALD L. NELSON<br>RICHARD A. NOLL<br>ANDREW J. SCHINDLER<br>ANN E. ZIEGLER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2011 FISCAL YEAR                                       | Mgmt   | For   |
| 03     | TO APPROVE, BY A NON-BINDING ADVISORY VOTE, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING   | Mgmt   | For   |
| 04     | TO RECOMMEND, BY A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES REGARDING EXECUTIVE COMPENSATION   | Mgmt   | 1 Year  |

-----  
HANSEN NATURAL CORPORATION

Agen

-----  
Security: 411310105  
-----

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: HANS  
 ISIN: US4113101053

| Prop.# | Proposal  | Proposal Type                                | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>RODNEY C. SACKS<br>HILTON H. SCHLOSBERG<br>NORMAN C. EPSTEIN<br>BENJAMIN M. POLK<br>SYDNEY SELATI<br>HAROLD C. TABER, JR.<br>MARK S. VIDERGAUZ                    | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt   | No vote  |
| 03     | PROPOSAL TO APPROVE THE HANSEN NATURAL CORPORATION 2011 OMNIBUS INCENTIVE PLAN.   | Mgmt   | No vote  |
| 04     | PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | No vote  |
| 05     | PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE FREQUENCY WITH WHICH STOCKHOLDERS WILL APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.         | Mgmt   | No vote  |
| 06     | STOCKHOLDER PROPOSAL REGARDING THE AMENDMENT OF OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE MAJORITY VOTING FOR THE ELECTION OF DIRECTORS.  | Shr  | No vote  |

HESS CORPORATION

Agen

Security: 42809H107  
 Meeting Type: Annual  
 Meeting Date: 04-May-2011  
 Ticker: HES  
 ISIN: US42809H1077

| Prop.# | Proposal                           | Proposal Type | Proposal Vote |
|--------|------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: E.E. HOLIDAY | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.H. MULLIN  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: F.B. WALKER  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: R.N. WILSON  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 02 | APPROVAL OF THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 03 | APPROVAL OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY ONE, TWO OR THREE YEARS, AS INDICATED.          | Mgmt | 1 Year |
| 04 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt | For    |
| 05 | APPROVAL OF THE PERFORMANCE INCENTIVE PLAN FOR SENIOR OFFICERS, AS AMENDED.  | Mgmt | For    |

-----  
HEWLETT-PACKARD COMPANY

Agen

Security: 428236103  
Meeting Type: Annual  
Meeting Date: 23-Mar-2011  
Ticker: HPQ  
ISIN: US4282361033  
-----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: M.L. ANDREESSEN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: L. APOTHEKER  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: L.T. BABBIO, JR.  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: S.M. BALDAUF  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: S. BANERJI  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: R.L. GUPTA  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: J.H. HAMMERGREN   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: R.J. LANE   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: G.M. REINER   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: P.F. RUSSO  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: D. SENEQUIER  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: G.K. THOMPSON   | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: M.C. WHITMAN  | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31, 2011. | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 04 | ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE<br>ADVISORY VOTES ON EXECUTIVE COMPENSATION.                           | Mgmt | 1 Year |
| 05 | APPROVAL OF THE HEWLETT-PACKARD COMPANY 2011<br>EMPLOYEE STOCK PURCHASE PLAN.   | Mgmt | For    |
| 06 | APPROVAL OF AN AMENDMENT TO THE HEWLETT-PACKARD<br>COMPANY 2005 PAY-FOR-RESULTS PLAN TO EXTEND<br>THE TERM OF THE PLAN. | Mgmt | For    |

-----  
HONEYWELL INTERNATIONAL INC.

Agen

-----  
Security: 438516106  
Meeting Type: Annual  
Meeting Date: 25-Apr-2011  
Ticker: HON  
ISIN: US4385161066  
-----

| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: GORDON M. BETHUNE   | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: KEVIN BURKE   | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: JAIME CHICO PARDO   | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: DAVID M. COTE   | Mgmt             | For           |
| 1E     | ELECTION OF DIRECTOR: D. SCOTT DAVIS  | Mgmt             | For           |
| 1F     | ELECTION OF DIRECTOR: LINNET F. DEILY   | Mgmt             | For           |
| 1G     | ELECTION OF DIRECTOR: JUDD GREGG  | Mgmt             | For           |
| 1H     | ELECTION OF DIRECTOR: CLIVE R. HOLLICK  | Mgmt             | For           |
| 1I     | ELECTION OF DIRECTOR: GEORGE PAZ  | Mgmt             | For           |
| 1J     | ELECTION OF DIRECTOR: BRADLEY T. SHEARES  | Mgmt             | For           |
| 02     | APPROVAL OF INDEPENDENT ACCOUNTANTS.  | Mgmt             | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt             | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY<br>VOTE ON EXECUTIVE COMPENSATION.   | Mgmt             | 1 Year        |
| 05     | 2011 STOCK INCENTIVE PLAN OF HONEYWELL INTERNATIONAL<br>INC. AND ITS AFFILIATES.  | Mgmt             | For           |
| 06     | HONEYWELL INTERNATIONAL INC. INCENTIVE COMPENSATION<br>PLAN FOR EXECUTIVE EMPLOYEES, AMENDED AND RESTATED<br>EFFECTIVE AS OF JANUARY 1, 2011. | Mgmt             | For           |
| 07     | SHAREHOLDER ACTION BY WRITTEN CONSENT.  | Shr              | Against       |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

08      SPECIAL SHAREOWNER MEETINGS.      Shr      For

-----  
 HSBC HOLDINGS PLC

Agen

Security: 404280406  
 Meeting Type: Annual  
 Meeting Date: 27-May-2011  
 Ticker: HBC  
 ISIN: US4042804066  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO RECEIVE THE REPORT AND ACCOUNTS FOR 2010  | Mgmt          | For           |
| 02     | TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR 2010                                 | Mgmt          | For           |
| 3A     | TO RE-ELECT S A CATZ A DIRECTOR  | Mgmt          | For           |
| 3B     | TO RE-ELECT L M L CHA A DIRECTOR   | Mgmt          | For           |
| 3C     | TO RE-ELECT M K T CHEUNG A DIRECTOR  | Mgmt          | For           |
| 3D     | TO RE-ELECT J D COOMBE A DIRECTOR  | Mgmt          | For           |
| 3E     | TO RE-ELECT R A FAIRHEAD A DIRECTOR  | Mgmt          | For           |
| 3F     | TO RE-ELECT D J FLINT A DIRECTOR   | Mgmt          | For           |
| 3G     | TO RE-ELECT A A FLOCKHART A DIRECTOR   | Mgmt          | For           |
| 3H     | TO RE-ELECT S T GULLIVER A DIRECTOR  | Mgmt          | For           |
| 3I     | TO RE-ELECT J W J HUGHES-HALLETT A DIRECTOR  | Mgmt          | For           |
| 3J     | TO RE-ELECT W S H LAIDLAW A DIRECTOR   | Mgmt          | For           |
| 3K     | TO RE-ELECT J R LOMAX A DIRECTOR   | Mgmt          | For           |
| 3L     | TO RE-ELECT I J MACKAY A DIRECTOR  | Mgmt          | For           |
| 3M     | TO RE-ELECT G MORGAN A DIRECTOR  | Mgmt          | For           |
| 3N     | TO RE-ELECT N R N MURTHY A DIRECTOR  | Mgmt          | For           |
| 3O     | TO RE-ELECT SIR SIMON ROBERTSON A DIRECTOR   | Mgmt          | For           |
| 3P     | TO RE-ELECT J L THORNTON A DIRECTOR  | Mgmt          | For           |
| 3Q     | TO RE-ELECT SIR BRIAN WILLIAMSON A DIRECTOR  | Mgmt          | For           |
| 04     | TO REAPPOINT THE AUDITOR AT REMUNERATION TO BE DETERMINED BY THE GROUP AUDIT COMMITTEE | Mgmt          | For           |
| 05     | TO AUTHORISE THE DIRECTORS TO ALLOT SHARES   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
| S6 | TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)   | Mgmt | For |
| 07 | TO APPROVE THE HSBC SHARE PLAN 2011   | Mgmt | For |
| 08 | TO APPROVE FEES PAYABLE TO NON-EXECUTIVE DIRECTORS  | Mgmt | For |
| S9 | TO APPROVE GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) BEING CALLED ON 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION) | Mgmt | For |

-----  
 ILLUMINA, INC.

Agen

-----  
 Security: 452327109  
 Meeting Type: Annual  
 Meeting Date: 10-May-2011  
 Ticker: ILMN  
 ISIN: US4523271090  
 -----

| Prop.# | Proposal   | Proposal Type        | Proposal Vote                 |
|--------|--|----------------------|-------------------------------|
| 01     | DIRECTOR<br>DANIEL M. BRADBURY*<br>ROY A. WHITFIELD*<br>GERALD MOLLER, PH.D.**   | Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING JANUARY 1, 2012 | Mgmt                 | No vote                       |
| 03     | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION  | Mgmt                 | No vote                       |
| 04     | AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt                 | No vote                       |

-----  
 IMMUCOR, INC.

Agen

-----  
 Security: 452526106  
 Meeting Type: Annual  
 Meeting Date: 10-Nov-2010  
 Ticker: BLUD  
 ISIN: US4525261065  
 -----

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1      | DIRECTOR<br>JAMES F. CLOUSER<br>DR. G. DE CHIRICO<br>PAUL V. HOLLAND, M.D. | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|   |   |      |     |
|---|---|------|-----|
|   | RONNY B. LANCASTER  | Mgmt | For |
|   | PAUL D. MINTZ, M.D.   | Mgmt | For |
|   | G. MASON MORFIT   | Mgmt | For |
|   | CHRIS E. PERKINS  | Mgmt | For |
|   | JOSEPH E. ROSEN   | Mgmt | For |
| 2 | TO RATIFY THE APPOINTMENT OF GRANT THORNTON<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL 2011. | Mgmt | For |

-----  
 INGERSOLL-RAND PLC

Agen

-----  
 Security: G47791101  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2011  
 Ticker: IR  
 ISIN: IE00B6330302  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: A.C. BERZIN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J. BRUTON  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J.L. COHON   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: G.D. FORSEE  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: P.C. GODSOE  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: E.E. HAGENLOCKER   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: C.J. HORNER  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: M.W. LAMACH  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: T.E. MARTIN  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: R.J. SWIFT   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: T.L. WHITE   | Mgmt          | For           |
| 02     | APPROVAL OF A NEW SENIOR EXECUTIVE PERFORMANCE PLAN.   | Mgmt          | For           |
| 03     | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.               | Mgmt          | 1 Year        |
| 05     | APPROVAL OF AUTHORITY FOR THE COMPANY AND/OR ANY SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES. | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

06 APPROVAL OF THE APPOINTMENT OF INDEPENDENT AUDITORS AND AUTHORIZATION OF THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION. Mgmt For

-----  
INTEL CORPORATION

Agen

Security: 458140100  
Meeting Type: Annual  
Meeting Date: 19-May-2011  
Ticker: INTC  
ISIN: US4581401001  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY  | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: SUSAN L. DECKER  | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: JOHN J. DONAHOE  | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: REED E. HUNDT  | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: PAUL S. OTELLINI   | Mgmt          | No vote       |
| 1F     | ELECTION OF DIRECTOR: JAMES D. PLUMMER   | Mgmt          | No vote       |
| 1G     | ELECTION OF DIRECTOR: DAVID S. POTTRUCK  | Mgmt          | No vote       |
| 1H     | ELECTION OF DIRECTOR: JANE E. SHAW   | Mgmt          | No vote       |
| 1I     | ELECTION OF DIRECTOR: FRANK D. YEARY   | Mgmt          | No vote       |
| 1J     | ELECTION OF DIRECTOR: DAVID B. YOFFIE  | Mgmt          | No vote       |
| 02     | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR CURRENT YEAR | Mgmt          | No vote       |
| 03     | AMENDMENT AND EXTENSION OF THE 2006 EQUITY INCENTIVE PLAN  | Mgmt          | No vote       |
| 04     | AMENDMENT AND EXTENSION OF THE 2006 STOCK PURCHASE PLAN  | Mgmt          | No vote       |
| 05     | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt          | No vote       |
| 06     | ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION                            | Mgmt          | No vote       |

-----  
INTERNATIONAL BUSINESS MACHINES CORP.

Agen

Security: 459200101



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: IBM  
 ISIN: US4592001014

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: A.J.P. BELDA   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: W.R. BRODY   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: K.I. CHENAULT  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: M.L. ESKEW   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: S.A. JACKSON   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: A.N. LIVERIS   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: W.J. MCNERNEY, JR.   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J.W. OWENS   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: S.J. PALMISANO   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: J.E. SPERO   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: S. TAUREL  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: L.H. ZAMBRANO  | Mgmt          | For           |
| 02     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 71) | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 72)                                      | Mgmt          | For           |
| 04     | ADVISORY VOTE REGARDING FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 73) | Mgmt          | 1 Year        |
| 05     | STOCKHOLDER PROPOSAL ON CUMULATIVE VOTING (PAGE 74)                                    | Shr           | Against       |
| 06     | STOCKHOLDER PROPOSAL TO REVIEW POLITICAL CONTRIBUTIONS POLICY (PAGES 74-75)            | Shr           | Against       |
| 07     | STOCKHOLDER PROPOSAL ON LOBBYING (PAGES 75-76)   | Shr           | Against       |

INTERNATIONAL GAME TECHNOLOGY

Agen

Security: 459902102  
 Meeting Type: Annual  
 Meeting Date: 01-Mar-2011  
 Ticker: IGT  
 ISIN: US4599021023

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>PAGET L. ALVES<br>JANICE CHAFFIN<br>GREG CREED<br>PATTI S. HART<br>ROBERT J. MILLER<br>DAVID E. ROBERSON<br>VINCENT L. SADUSKY<br>PHILIP G. SATRE       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF THE AMENDMENTS TO THE INTERNATIONAL GAME TECHNOLOGY 2002 STOCK INCENTIVE PLAN.  | Mgmt   | For  |
| 03     | APPROVAL OF THE AMENDMENT TO THE INTERNATIONAL GAME TECHNOLOGY EMPLOYEE STOCK PURCHASE PLAN.  | Mgmt   | For  |
| 04     | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.  | Mgmt   | For  |
| 05     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Mgmt   | 1 Year   |
| 06     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS IGT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2011. | Mgmt   | For  |

-----  
 INTUITIVE SURGICAL, INC.  
 -----

Agen

Security: 46120E602  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2011  
 Ticker: ISRG  
 ISIN: US46120E6023  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: FLOYD D. LOOP   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: GEORGE STALK JR.  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: CRAIG H. BARRATT  | Mgmt          | For           |
| 02     | TO APPROVE THE AMENDMENT AND RESTATEMENT TO THE COMPANY'S 2010 INCENTIVE AWARD PLAN                                       | Mgmt          | For           |
| 03     | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS   | Mgmt          | For           |
| 04     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Mgmt          | 1 Year        |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

05 THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011 Mgmt For

-----  
 INVESCO LTD

-----  
 Agen

Security: G491BT108  
 Meeting Type: Annual  
 Meeting Date: 26-May-2011  
 Ticker: IVZ  
 ISIN: BMG491BT1088

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: REX D. ADAMS  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: SIR JOHN BANHAM   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DENIS KESSLER   | Mgmt          | For           |
| 02     | ADVISORY VOTE TO APPROVE 2010 EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 03     | ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION                   | Mgmt          | 1 Year        |
| 04     | APPROVAL OF THE INVESCO LTD. 2011 GLOBAL EQUITY INCENTIVE PLAN                                  | Mgmt          | For           |
| 05     | APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |

-----  
 JOHNSON & JOHNSON

-----  
 Agen

Security: 478160104  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: JNJ  
 ISIN: US4781601046

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MARY SUE COLEMAN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAMES G. CULLEN    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: IAN E.L. DAVIS     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: MICHAEL M.E. JOHNS | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1E | ELECTION OF DIRECTOR: SUSAN L. LINDQUIST  | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: ANNE M. MULCAHY   | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: LEO F. MULLIN   | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: WILLIAM D. PEREZ  | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: CHARLES PRINCE  | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: DAVID SATCHER   | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: WILLIAM C. WELDON   | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2011 | Mgmt | For     |
| 03 | ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION   | Mgmt | For     |
| 04 | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE<br>ON NAMED EXECUTIVE OFFICER COMPENSATION                                    | Mgmt | 1 Year  |
| 05 | SHAREHOLDER PROPOSAL ON PHARMACEUTICAL PRICE<br>RESTRAINT   | Shr  | Against |
| 06 | SHAREHOLDER PROPOSAL ON AMENDMENT TO COMPANY'S<br>EQUAL EMPLOYMENT OPPORTUNITY POLICY                                     | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL ON ADOPTING NON-ANIMAL<br>METHODS FOR TRAINING   | Shr  | Against |

-----  
 JOHNSON CONTROLS, INC.

Agen

Security: 478366107  
 Meeting Type: Annual  
 Meeting Date: 26-Jan-2011  
 Ticker: JCI  
 ISIN: US4783661071  
 -----

| Prop.# | Proposal  | Proposal<br>Type             | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 01     | DIRECTOR<br>NATALIE A. BLACK<br>ROBERT A. CORNOG<br>WILLIAM H. LACY<br>STEPHEN A. ROELL   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS AS INDEPENDENT<br>AUDITORS FOR 2011  | Mgmt                         | For                      |
| 03     | APPROVAL OF A PROPOSED AMENDMENT TO THE JOHNSON<br>CONTROLS, INC. RESTATED ARTICLES OF INCORPORATION<br>TO ALLOW FOR A MAJORITY VOTING STANDARD FOR<br>UNCONTESTED ELECTIONS OF DIRECTORS | Mgmt                         | For                      |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 04 | APPROVAL OF THE JOHNSON CONTROLS, INC. ANNUAL INCENTIVE PERFORMANCE PLAN.                           | Mgmt | For    |
| 05 | APPROVAL OF THE JOHNSON CONTROLS, INC. LONG-TERM INCENTIVE PERFORMANCE PLAN                         | Mgmt | For    |
| 06 | ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS                                       | Mgmt | For    |
| 07 | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Mgmt | 1 Year |

-----  
 JPMORGAN CHASE & CO.

Agen

Security: 46625H100  
 Meeting Type: Annual  
 Meeting Date: 17-May-2011  
 Ticker: JPM  
 ISIN: US46625H1005

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CRANDALL C. BOWLES                              | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: STEPHEN B. BURKE                                | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DAVID M. COTE                                   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES S. CROWN                                  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JAMES DIMON                                     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ELLEN V. FUTTER                                 | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: WILLIAM H. GRAY, III                            | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.                           | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: DAVID C. NOVAK                                  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: LEE R. RAYMOND                                  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: WILLIAM C. WELDON                               | Mgmt          | For           |
| 02     | APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM          | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION                               | Mgmt          | For           |
| 04     | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt          | 1 Year        |
| 05     | APPROVAL OF AMENDMENT TO LONG-TERM INCENTIVE PLAN                     | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |                                       |     |         |
|----|---------------------------------------|-----|---------|
| 06 | POLITICAL NON-PARTISANSHIP            | Shr | Against |
| 07 | SHAREHOLDER ACTION BY WRITTEN CONSENT | Shr | Against |
| 08 | MORTGAGE LOAN SERVICING               | Shr | Against |
| 09 | POLITICAL CONTRIBUTIONS               | Shr | Against |
| 10 | GENOCIDE-FREE INVESTING               | Shr | Against |
| 11 | INDEPENDENT LEAD DIRECTOR             | Shr | Against |

-----  
KANSAS CITY SOUTHERN

Agen

Security: 485170302  
Meeting Type: Annual  
Meeting Date: 05-May-2011  
Ticker: KSU  
ISIN: US4851703029

| Prop.# | Proposal   | Proposal Type        | Proposal Vote                 |
|--------|--|----------------------|-------------------------------|
| 01     | DIRECTOR<br>HENRY R. DAVIS<br>ROBERT J. DRUTEN<br>RODNEY E. SLATER   | Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote |
| 02     | RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.     | Mgmt                 | No vote                       |
| 03     | APPROVAL OF THE KANSAS CITY SOUTHERN ANNUAL INCENTIVE PLAN FOR PURPOSES OF INTERNAL REVENUE CODE SECTION 162 (M) .             | Mgmt                 | No vote                       |
| 04     | ADVISORY (NON-BINDING) VOTE APPROVING THE 2010 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                                   | Mgmt                 | No vote                       |
| 05     | ADVISORY (NON-BINDING) VOTE ON THE FREQUENCY OF THE NON-BINDING ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt                 | No vote                       |

-----  
KLA-TENCOR CORPORATION

Agen

Security: 482480100  
Meeting Type: Annual  
Meeting Date: 03-Nov-2010  
Ticker: KLAC  
ISIN: US4824801009

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   | Type                         |                          |
|----|---|------------------------------|--------------------------|
| 01 | DIRECTOR<br>EDWARD W. BARNHOLT<br>EMIKO HIGASHI<br>STEPHEN P. KAUFMAN<br>RICHARD P. WALLACE   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY'S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR<br>ENDING JUNE 30, 2011. | Mgmt                         | For                      |

-----  
LIFEPOINT HOSPITALS, INC.

-----  
Agen

Security: 53219L109  
Meeting Type: Annual  
Meeting Date: 07-Jun-2011  
Ticker: LPNT  
ISIN: US53219L1098  
-----

| Prop.# | Proposal  | Proposal<br>Type     | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>W.F. CARPENTER III<br>RICHARD H. EVANS<br>MICHAEL P. HALEY  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE SELECTION OF ERNST & YOUNG<br>LLP AS THE COMPANY'S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt                 | For               |
| 03     | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S<br>NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE<br>PROXY STATEMENT.            | Mgmt                 | For               |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY<br>VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED<br>EXECUTIVE OFFICERS.          | Mgmt                 | 1 Year            |

-----  
LINCARE HOLDINGS INC.

-----  
Agen

Security: 532791100  
Meeting Type: Annual  
Meeting Date: 09-May-2011  
Ticker: LNCR  
ISIN: US5327911005  
-----

| Prop.# | Proposal | Proposal<br>Type | Proposal Vote |
|--------|----------|------------------|---------------|
|--------|----------|------------------|---------------|

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |  |   |
|----|---|--|---|
| 01 | DIRECTOR<br>J.P. BYRNES<br>S.H. ALTMAN, PH.D.<br>C.B. BLACK<br>A.P. BRYANT<br>F.D. BYRNE, M.D.<br>W.F. MILLER, III<br>E.M. ZANE                 | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02 | RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt   | Against                                       |
| 03 | APPROVE AN ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION.  | Mgmt   | For   |
| 04 | APPROVE AN ADVISORY RESOLUTION ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | 1 Year  |

-----

LOWE'S COMPANIES, INC.

-----

Agen

Security: 548661107  
 Meeting Type: Annual  
 Meeting Date: 27-May-2011  
 Ticker: LOW  
 ISIN: US5486611073

-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>RAUL ALVAREZ<br>DAVID W. BERNAUER<br>LEONARD L. BERRY<br>PETER C. BROWNING<br>DAWN E. HUDSON<br>ROBERT L. JOHNSON<br>MARSHALL O. LARSEN<br>RICHARD K. LOCHRIDGE<br>ROBERT A. NIBLOCK<br>STEPHEN F. PAGE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2011.  | Mgmt   | For  |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | For  |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt   | 1 Year   |
| 05     | APPROVAL OF THE LOWE'S COMPANIES, INC. 2011 ANNUAL INCENTIVE PLAN.  | Mgmt   | For  |
| 06     | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE SEVERANCE AGREEMENTS.  | Shr  | Against  |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |         |
|----|--|-----|---------|
| 07 | SHAREHOLDER PROPOSAL REGARDING LINKING PAY TO PERFORMANCE ON SUSTAINABILITY GOALS. | Shr | Against |
| 08 | SHAREHOLDER PROPOSAL REGARDING REPORT ON POLITICAL SPENDING.                       | Shr | Against |

-----  
 MACY'S INC. Agen

-----  
 Security: 55616P104  
 Meeting Type: Annual  
 Meeting Date: 20-May-2011  
 Ticker: M  
 ISIN: US55616P1049  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>STEPHEN F. BOLLENBACH<br>DEIRDRE P. CONNELLY<br>MEYER FELDBERG<br>SARA LEVINSON<br>TERRY J. LUNDGREN<br>JOSEPH NEUBAUER<br>JOSEPH A. PICHLER<br>JOYCE M. ROCHE<br>CRAIG E. WEATHERUP<br>MARNA C. WHITTINGTON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 28, 2012.  | Mgmt   | For  |
| 03     | THE PROPOSED APPROVAL OF AN AMENDMENT OF THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION.  | Mgmt   | For  |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For  |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION.  | Mgmt   | 1 Year   |

-----  
 MARRIOTT INTERNATIONAL, INC. Agen

-----  
 Security: 571903202  
 Meeting Type: Annual  
 Meeting Date: 06-May-2011  
 Ticker: MAR  
 ISIN: US5719032022  
 -----

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   | Type |        |
|----|---|------|--------|
| 1A | ELECTION OF DIRECTOR: J.W. MARRIOTT, JR.  | Mgmt | For    |
| 1B | ELECTION OF DIRECTOR: JOHN W. MARRIOTT III  | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: MARY K. BUSH  | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: LAWRENCE W. KELLNER   | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: DEBRA L. LEE  | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: GEORGE MUNOZ  | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: HARRY J. PEARCE   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: STEVEN S REINEMUND  | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: LAWRENCE M. SMALL   | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: ARNE M. SORENSON  | Mgmt | For    |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For    |
| 03 | ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION  | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION                               | Mgmt | 1 Year |

MARSH & MCLENNAN COMPANIES, INC.

Agen

Security: 571748102  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: MMC  
 ISIN: US5717481023

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ZACHARY W. CARTER    | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: BRIAN DUPERRAULT     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: OSCAR FANJUL         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: H. EDWARD HANWAY     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: LORD LANG OF MONKTON | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: STEVEN A. MILLS      | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: BRUCE P. NOLOP       | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MARC D. OKEN         | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1I | ELECTION OF DIRECTOR: MORTON O. SCHAPIRO   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: ADELE SIMMONS  | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: LLOYD M. YATES   | Mgmt | For     |
| 02 | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM           | Mgmt | For     |
| 03 | APPROVAL OF THE MARSH & MCLENNAN COMPANIES, INC. 2011 INCENTIVE AND STOCK AWARD PLAN | Mgmt | For     |
| 04 | APPROVAL, BY NONBINDING VOTE, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS    | Mgmt | For     |
| 05 | RECOMMENDATION, BY NONBINDING VOTE, OF THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES | Mgmt | 1 Year  |
| 06 | STOCKHOLDER PROPOSAL: ACTION BY WRITTEN CONSENT                                      | Shr  | Against |

---

MASIMO CORPORATION

Agen

Security: 574795100  
Meeting Type: Annual  
Meeting Date: 01-Jun-2011  
Ticker: MASI  
ISIN: US5747951003

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>DR. STEVEN J. BARKER<br>MR. SANFORD FITCH  | Mgmt<br>Mgmt  | For<br>For    |
| 02     | TO RATIFY THE SELECTION OF GRANT THORNTON LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR FISCAL YEAR 2011.          | Mgmt          | For           |
| 03     | TO APPROVE BY ADVISORY (NONBINDING) VOTE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.               | Mgmt          | For           |
| 04     | TO RECOMMEND, BY ADVISORY (NONBINDING) VOTE, THE FREQUENCY OF THE APPROVE OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt          | 1 Year        |
| 05     | A STOCKHOLDER PROPOSAL TO ADOPT A MAJORITY VOTING STANDARD FOR DIRECTOR ELECTIONS.                                 | Shr           | For           |

---

MASTERCARD INCORPORATED

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 57636Q104  
 Meeting Type: Annual  
 Meeting Date: 21-Sep-2010  
 Ticker: MA  
 ISIN: US57636Q1040

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 1A     | AMEND AND RESTATE THE COMPANY'S CURRENT CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS IN PHASES AND EFFECT RELATED CHANGES IN DIRECTOR VACANCY AND REMOVAL PROCEDURES.  | Mgmt                         | For                      |
| 1B     | AMEND AND RESTATE THE COMPANY'S CURRENT CERTIFICATE OF INCORPORATION TO ELIMINATE A SUPERMAJORITY VOTING REQUIREMENT FOR AMENDING THE COMPANY'S CERTIFICATE OF INCORPORATION.   | Mgmt                         | For                      |
| 1C     | AMEND AND RESTATE THE COMPANY'S CURRENT CERTIFICATE OF INCORPORATION TO REVISE REQUIREMENTS APPLICABLE TO THE COMPOSITION OF THE BOARD OF DIRECTORS.  | Mgmt                         | For                      |
| 1D     | AMEND AND RESTATE THE COMPANY'S CURRENT CERTIFICATE OF INCORPORATION TO REVISE REQUIREMENTS APPLICABLE TO THE OWNERSHIP OF THE COMPANY'S STOCK AND DELETE RELATED OBSOLETE PROVISIONS.  | Mgmt                         | For                      |
| 02     | APPROVAL OF THE ADJOURNMENT OF THE ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE EACH OF THE PROPOSALS COMPRISING PROPOSAL 1 AT THE TIME OF THE ANNUAL MEETING. | Mgmt                         | For                      |
| 03     | DIRECTOR<br>NANCY J. KARCH<br>J.O. REYES LAGUNES<br>EDWARD SUNING TIAN<br>SILVIO BARZI  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 04     | RE-APPROVAL OF THE COMPANY'S SENIOR EXECUTIVE ANNUAL INCENTIVE COMPENSATION PLAN.   | Mgmt                         | For                      |
| 05     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2010.  | Mgmt                         | For                      |

### MASTERCARD INCORPORATED

Agen

Security: 57636Q104  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2011  
 Ticker: MA  
 ISIN: US57636Q1040

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   | Type |        |
|----|---|------|--------|
| 1A | ELECTION OF DIRECTOR: MARC OLIVIE   | Mgmt | For    |
| 1B | ELECTION OF DIRECTOR: RIMA QURESHI  | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: MARK SCHWARTZ   | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: JACKSON P. TAI  | Mgmt | For    |
| 02 | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt | For    |
| 03 | ADVISORY VOTE ON FREQUENCY OF HOLDING FUTURE<br>ADVISORY VOTES ON EXECUTIVE COMPENSATION  | Mgmt | 1 Year |
| 04 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE COMPANY FOR 2011 | Mgmt | For    |

-----  
 MATTEL, INC.

-----  
 Agen

Security: 577081102  
 Meeting Type: Annual  
 Meeting Date: 13-May-2011  
 Ticker: MAT  
 ISIN: US5770811025  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MICHAEL J. DOLAN  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT A. ECKERT  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DR. FRANCES D. FERGUSSON  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: TULLY M. FRIEDMAN   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DOMINIC NG  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: VASANT M. PRABHU  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DR. ANDREA L. RICH  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DEAN A. SCARBOROUGH   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: CHRISTOPHER A. SINCLAIR   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: G. CRAIG SULLIVAN   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: KATHY BRITAIN WHITE   | Mgmt          | For           |
| 02     | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION,<br>AS DESCRIBED IN THE MATTEL, INC. PROXY STATEMENT. | Mgmt          | For           |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY<br>VOTES ON EXECUTIVE COMPENSATION EVERY 1, 2       | Mgmt          | 1 Year        |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

OR 3 YEARS, AS INDICATED.

|    |  |      |     |
|----|--|------|-----|
| 04 | APPROVAL OF AMENDMENTS TO MATTEL, INC. BYLAWS REGARDING SPECIAL STOCKHOLDER MEETINGS.  | Mgmt | For |
| 05 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS MATTEL, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt | For |

---

MAXIM INTEGRATED PRODUCTS, INC.

Agen

Security: 57772K101  
 Meeting Type: Annual  
 Meeting Date: 09-Nov-2010  
 Ticker: MXIM  
 ISIN: US57772K1016

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 01     | DIRECTOR<br>TUNC DOLUCA<br>B. KIPLING HAGOPIAN<br>JAMES R. BERGMAN<br>JOSEPH R. BRONSON<br>ROBERT E. GRADY<br>WILLIAM D. WATKINS<br>A.R. FRANK WAZZAN                                | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS MAXIM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 25, 2011.                                | Mgmt   | For   |
| 03     | TO RATIFY AND APPROVE AN AMENDMENT TO MAXIM'S 2008 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 2,000,000 SHARES.              | Mgmt   | For   |
| 04     | TO RATIFY AND APPROVE AN AMENDMENT TO MAXIM'S AMENDED AND RESTATED 1996 STOCK INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 7,000,000 SHARES. | Mgmt   | For   |

---

MCDONALD'S CORPORATION

Agen

Security: 580135101  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: MCD  
 ISIN: US5801351017

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: SUSAN E. ARNOLD   | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: RICHARD H. LENNY  | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: CARY D. MCMILLAN  | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: SHEILA A. PENROSE   | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: JAMES A. SKINNER  | Mgmt          | No vote       |
| 02     | ADVISORY VOTE ON THE APPROVAL OF THE APPOINTMENT OF AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO SERVE AS INDEPENDENT AUDITORS FOR 2011.                                     | Mgmt          | No vote       |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | No vote       |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt          | No vote       |
| 05     | ELIMINATE SUPER-MAJORITY VOTING REQUIREMENTS IN ARTICLE TWELFTH OF OUR RESTATED CERTIFICATE OF INCORPORATION BY REPEALING SUCH ARTICLE (TRANSACTIONS WITH INTERESTED SHAREHOLDERS). | Mgmt          | No vote       |
| 06     | ELIMINATE SUPER-MAJORITY VOTING REQUIREMENTS IN ARTICLE THIRTEENTH OF OUR RESTATED CERTIFICATE OF INCORPORATION (BOARD OF DIRECTORS).   | Mgmt          | No vote       |
| 07     | ELIMINATE SUPER-MAJORITY VOTING REQUIREMENT IN ARTICLE FOURTEENTH OF OUR RESTATED CERTIFICATE OF INCORPORATION (SHAREHOLDER ACTION).  | Mgmt          | No vote       |
| 08     | ADVISORY VOTE ON SHAREHOLDER PROPOSAL RELATING TO CLASSIFIED BOARD.   | Shr           | No vote       |
| 09     | ADVISORY VOTE ON SHAREHOLDER PROPOSAL RELATING TO THE USE OF CONTROLLED ATMOSPHERE STUNNING.  | Shr           | No vote       |
| 10     | ADVISORY VOTE ON SHAREHOLDER PROPOSAL RELATING TO A REPORT ON CHILDREN'S NUTRITION.   | Shr           | No vote       |
| 11     | ADVISORY VOTE ON SHAREHOLDER PROPOSAL RELATING TO BEVERAGE CONTAINERS.  | Shr           | No vote       |

-----  
MCKESSON CORPORATION

Agen

-----  
Security: 58155Q103  
Meeting Type: Annual  
Meeting Date: 28-Jul-2010  
Ticker: MCK  
ISIN: US58155Q1031  
-----

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   | Type |         |
|----|---|------|---------|
| 1A | ELECTION OF DIRECTOR: ANDY D. BRYANT  | Mgmt | For     |
| 1B | ELECTION OF DIRECTOR: WAYNE A. BUDD   | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: JOHN H. HAMMERGREN  | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: ALTON F. IRBY III   | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: M. CHRISTINE JACOBS   | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: MARIE L. KNOWLES  | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: DAVID M. LAWRENCE, M.D.   | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: EDWARD A. MUELLER   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: JANE E. SHAW, PH.D.   | Mgmt | For     |
| 02 | REAPPROVAL OF THE PERFORMANCE MEASURES FOR PERFORMANCE-BASED AWARDS UNDER THE COMPANY'S AMENDED AND RESTATED 2005 STOCK PLAN. | Mgmt | For     |
| 03 | REAPPROVAL OF PERFORMANCE MEASURES AVAILABLE FOR PERFORMANCE-BASED AWARDS UNDER 2005 MANAGEMENT INCENTIVE PLAN.               | Mgmt | For     |
| 04 | APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING MARCH 31, 2011.     | Mgmt | For     |
| 05 | STOCKHOLDER PROPOSAL ON SIGNIFICANT EXECUTIVE STOCK RETENTION FOR TWO YEARS BEYOND RETIREMENT.                                | Shr  | Against |
| 06 | STOCKHOLDER PROPOSAL ON PREPARING A PAY DIFFERENTIAL REPORT.  | Shr  | Against |

-----  
 MEADWESTVACO CORPORATION

Agen

-----  
 Security: 583334107  
 Meeting Type: Annual  
 Meeting Date: 18-Apr-2011  
 Ticker: MWV  
 ISIN: US5833341077  
 -----

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MICHAEL E. CAMPBELL     | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: DR. THOMAS W. COLE, JR. | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES G. KAISER         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: RICHARD B. KELSON       | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1E | ELECTION OF DIRECTOR: JAMES M. KILTS  | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: SUSAN J. KROPF  | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: DOUGLAS S. LUKE   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: JOHN A. LUKE, JR.   | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: ROBERT C. MCCORMACK   | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: TIMOTHY H. POWERS   | Mgmt | For    |
| 1K | ELECTION OF DIRECTOR: JANE L. WARNER  | Mgmt | For    |
| 02 | THE RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT ACCOUNTING FIRM.                                   | Mgmt | For    |
| 03 | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE MEADWESTVACO CORPORATION 2005 PERFORMANCE INCENTIVE PLAN. | Mgmt | For    |
| 04 | APPROVAL OF AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 05 | APPROVAL OF AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.         | Mgmt | 1 Year |

-----  
 MEDTRONIC, INC.

Agen

-----  
 Security: 585055106  
 Meeting Type: Annual  
 Meeting Date: 25-Aug-2010  
 Ticker: MDT  
 ISIN: US5850551061  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1      | DIRECTOR  |               |               |
|        | RICHARD H. ANDERSON   | Mgmt          | For           |
|        | DAVID L. CALHOUN  | Mgmt          | For           |
|        | VICTOR J. DZAU, M.D.  | Mgmt          | For           |
|        | WILLIAM A. HAWKINS  | Mgmt          | For           |
|        | SHIRLEY A. JACKSON, PHD   | Mgmt          | For           |
|        | JAMES T. LENEHAN  | Mgmt          | For           |
|        | DENISE M. O'LEARY   | Mgmt          | For           |
|        | KENDALL J. POWELL   | Mgmt          | For           |
|        | ROBERT C. POZEN   | Mgmt          | For           |
|        | JEAN-PIERRE ROSSO   | Mgmt          | For           |
|        | JACK W. SCHULER   | Mgmt          | For           |
| 2      | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

MERCK & CO., INC.

Agen

Security: 58933Y105  
 Meeting Type: Annual  
 Meeting Date: 24-May-2011  
 Ticker: MRK  
 ISIN: US58933Y1055

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LESLIE A. BRUN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: THOMAS R. CECH   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: RICHARD T. CLARK   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KENNETH C. FRAZIER   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: THOMAS H. GLOCER   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: STEVEN F. GOLDSTONE  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: WILLIAM B. HARRISON. JR.   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: HARRY R. JACOBSON  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: WILLIAM N. KELLEY  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: C. ROBERT KIDDER   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: CARLOS E. REPRESAS   | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: PATRICIA F. RUSSO  | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: THOMAS E. SHENK  | Mgmt          | For           |
| 1O     | ELECTION OF DIRECTOR: ANNE M. TATLOCK  | Mgmt          | For           |
| 1P     | ELECTION OF DIRECTOR: CRAIG B. THOMPSON  | Mgmt          | For           |
| 1Q     | ELECTION OF DIRECTOR: WENDELL P. WEEKS   | Mgmt          | For           |
| 1R     | ELECTION OF DIRECTOR: PETER C. WENDELL   | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE VOTES ON EXECUTIVE COMPENSATION.                                | Mgmt          | 1 Year        |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

METLIFE, INC.

Agen

Security: 59156R108  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: MET  
 ISIN: US59156R1086

| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>STEVEN A. KANDARIAN*<br>SYLVIA MATHEWS BURWELL#<br>EDUARDO CASTRO-WRIGHT#<br>CHERYL W. GRISE#<br>LULU C. WANG#         | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | PROPOSAL TO AMEND THE CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS  | Mgmt                                 | For                             |
| 03     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2011   | Mgmt                                 | For                             |
| 04     | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS   | Mgmt                                 | For                             |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt                                 | 1 Year                          |

MICROCHIP TECHNOLOGY INCORPORATED

Agen

Security: 595017104  
 Meeting Type: Annual  
 Meeting Date: 20-Aug-2010  
 Ticker: MCHP  
 ISIN: US5950171042

| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>STEVE SANGHI<br>ALBERT J. HUGO-MARTINEZ<br>L.B. DAY<br>MATTHEW W. CHAPMAN<br>WADE F. MEYERCORD   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF MICROCHIP FOR THE FISCAL YEAR ENDING MARCH 31, 2011. | Mgmt                                 | For                             |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

MICRON TECHNOLOGY, INC.

Agen

Security: 595112103  
 Meeting Type: Annual  
 Meeting Date: 16-Dec-2010  
 Ticker: MU  
 ISIN: US5951121038

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: STEVEN R. APPLETON  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: TERUAKI AOKI  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES W. BAGLEY   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT L. BAILEY  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: MERCEDES JOHNSON  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: LAWRENCE N. MONDRY  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: ROBERT E. SWITZ   | Mgmt          | For           |
| 2      | TO APPROVE AN AMENDMENT TO THE COMPANY'S 2007 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES RESERVED FOR ISSUANCE THEREUNDER BY 20,000,000.                      | Mgmt          | Against       |
| 3      | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING SEPTEMBER 1, 2011. | Mgmt          | For           |

MICROSOFT CORPORATION

Agen

Security: 594918104  
 Meeting Type: Annual  
 Meeting Date: 16-Nov-2010  
 Ticker: MSFT  
 ISIN: US5949181045

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | ELECTION OF DIRECTOR: STEVEN A. BALLMER    | Mgmt          | For           |
| 02     | ELECTION OF DIRECTOR: DINA DUBLON          | Mgmt          | For           |
| 03     | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Mgmt          | For           |
| 04     | ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 05 | ELECTION OF DIRECTOR: REED HASTINGS   | Mgmt | For     |
| 06 | ELECTION OF DIRECTOR: MARIA M. KLAWE  | Mgmt | For     |
| 07 | ELECTION OF DIRECTOR: DAVID F. MARQUARDT  | Mgmt | For     |
| 08 | ELECTION OF DIRECTOR: CHARLES H. NOSKI  | Mgmt | For     |
| 09 | ELECTION OF DIRECTOR: HELMUT PANKE  | Mgmt | For     |
| 10 | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR | Mgmt | For     |
| 11 | SHAREHOLDER PROPOSAL - ESTABLISHMENT OF BOARD COMMITTEE ON ENVIRONMENTAL SUSTAINABILITY     | Shr  | Against |

---

MOODY'S CORPORATION

Agen

Security: 615369105  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: MCO  
 ISIN: US6153691059

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | ELECTION OF DIRECTOR: ROBERT R. GLAUBER  | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2011.                | Mgmt          | For           |
| 03     | ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                                       | Mgmt          | 1 Year        |
| 05     | STOCKHOLDER PROPOSAL TO ADOPT A POLICY THAT THE CHAIRMAN OF THE COMPANY'S BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR. | Shr           | Against       |
| 06     | ELECTION OF DIRECTOR JORGE A. BERMUDEZ   | Mgmt          | For           |

---

MORGAN STANLEY

Agen

Security: 617446448  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: MS  
 ISIN: US6174464486

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROY J. BOSTOCK  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ERSKINE B. BOWLES   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: HOWARD J. DAVIES  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES P. GORMAN   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JAMES H. HANCE, JR.   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: C. ROBERT KIDDER  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JOHN J. MACK  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: HUTHAM S. OLAYAN  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JAMES W. OWENS  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: O. GRIFFITH SEXTON  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: MASAAKI TANAKA  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: LAURA D. TYSON  | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR   | Mgmt          | For           |
| 03     | TO AMEND THE 2007 EQUITY INCENTIVE COMPENSATION PLAN  | Mgmt          | For           |
| 04     | TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION)   | Mgmt          | For           |
| 05     | TO VOTE ON THE FREQUENCY OF HOLDING A NON-BINDING ADVISORY VOTE ON THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY VOTE) | Mgmt          | 1 Year        |

-----  
 NATIONAL SEMICONDUCTOR CORPORATION

Agen

-----  
 Security: 637640103  
 Meeting Type: Annual  
 Meeting Date: 24-Sep-2010  
 Ticker: NSM  
 ISIN: US6376401039  
 -----

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM J. AMELIO | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
| 1B | ELECTION OF DIRECTOR: STEVEN R. APPLETON  | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: GARY P. ARNOLD  | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: RICHARD J. DANZIG   | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ROBERT J. FRANKENBERG   | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: DONALD MACLEOD  | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: EDWARD R. MCCRACKEN   | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: RODERICK C. MCGEARY   | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: WILLIAM E. MITCHELL   | Mgmt | For |
| 2  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY. | Mgmt | For |

---

NATIONAL SEMICONDUCTOR CORPORATION

Agen

Security: 637640103  
 Meeting Type: Special  
 Meeting Date: 21-Jun-2011  
 Ticker: NSM  
 ISIN: US6376401039

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO ADOPT THE AGREEMENT AND PLAN OF MERGER BY AND AMONG TEXAS INSTRUMENTS INCORPORATED, A DELAWARE CORPORATION, ORION MERGER CORP., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF TEXAS INSTRUMENTS ("MERGER SUB"), & THE COMPANY, PROVIDING FOR MERGER OF MERGER SUB WITH AND INTO THE COMPANY, WITH THE COMPANY CONTINUING AS A WHOLLY OWNED SUBSIDIARY OF TEXAS INSTRUMENTS. | Mgmt          | For           |
| 02     | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.  | Mgmt          | For           |

---

NEWMONT MINING CORPORATION

Agen

Security: 651639106  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: NEM

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ISIN: US6516391066

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: G.A. BARTON   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: V.A. CALARCO  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J.A. CARRABBA   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: N. DOYLE  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: V.M. HAGEN  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: M.S. HAMSON   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: R.T. O'BRIEN  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J.B. PRESCOTT   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: D.C. ROTH   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: S. THOMPSON   | Mgmt          | For           |
| 02     | RATIFY APPOINTMENT OF INDEPENDENT AUDITORS FOR 2011.                            | Mgmt          | For           |
| 03     | PROPOSAL TO APPROVE THE ADVISORY RESOLUTION RELATING TO EXECUTIVE COMPENSATION. | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF STOCKHOLDERS VOTES ON EXECUTIVE COMPENSATION. | Mgmt          | 1 Year        |

NICOR INC.

Agen

Security: 654086107  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2011  
 Ticker: GAS  
 ISIN: US6540861076

| Prop.# | Proposal           | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 01     | DIRECTOR           |               |               |
|        | R.M. BEAVERS, JR.  | Mgmt          | For           |
|        | B.P. BICKNER       | Mgmt          | For           |
|        | J.H. BIRDSALL, III | Mgmt          | For           |
|        | N.R. BOBINS        | Mgmt          | For           |
|        | B.J. GAINES        | Mgmt          | For           |
|        | R.A. JEAN          | Mgmt          | For           |
|        | D.J. KELLER        | Mgmt          | For           |
|        | R.E. MARTIN        | Mgmt          | For           |
|        | G.R. NELSON        | Mgmt          | For           |
|        | A.J. OLIVERA       | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
|    | J. RAU  | Mgmt | For    |
|    | J.C. STALEY   | Mgmt | For    |
|    | R.M. STROBEL  | Mgmt | For    |
| 02 | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF NICOR'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT. | Mgmt | For    |
| 03 | NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF NICOR'S NAMED EXECUTIVE OFFICERS.                   | Mgmt | 1 Year |
| 04 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NICOR'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.                     | Mgmt | For    |

-----  
 NICOR INC.

Agen

-----  
 Security: 654086107  
 Meeting Type: Special  
 Meeting Date: 14-Jun-2011  
 Ticker: GAS  
 ISIN: US6540861076  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 6, 2010, BY AND AMONG AGL RESOURCES INC., APOLLO ACQUISITION CORP., OTTAWA ACQUISITION LLC AND NICOR INC. | Mgmt          | For           |
| 02     | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY AND APPROPRIATE.  | Mgmt          | For           |

-----  
 NIKE, INC.

Agen

-----  
 Security: 654106103  
 Meeting Type: Annual  
 Meeting Date: 20-Sep-2010  
 Ticker: NKE  
 ISIN: US6541061031  
 -----

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JILL K. CONWAY<br>ALAN B. GRAF, JR.<br>JOHN C. LECHLEITER<br>PHYLLIS M. WISE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 02 | TO RE-APPROVE AND AMEND THE NIKE, INC. EXECUTIVE PERFORMANCE SHARING PLAN.                                | Mgmt | Against |
| 03 | TO RE-APPROVE AND AMEND THE NIKE, INC. 1990 STOCK INCENTIVE PLAN.   | Mgmt | Against |
| 04 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For     |

-----  
 NORDSTROM, INC.

Agen

-----  
 Security: 655664100  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: JWN  
 ISIN: US6556641008  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PHYLLIS J. CAMPBELL  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MICHELLE M. EBANKS   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.                                       | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT G. MILLER   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: BLAKE W. NORDSTROM   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ERIK B. NORDSTROM  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: PETER E. NORDSTROM   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: PHILIP G. SATRE  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: FELICIA D. THORNTON  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: B. KEVIN TURNER  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: ROBERT D. WALTER   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: ALISON A. WINTER   | Mgmt          | For           |
| 02     | APPROVAL OF THE AMENDMENT TO THE NORDSTROM, INC. EMPLOYEE STOCK PURCHASE PLAN.     | Mgmt          | For           |
| 03     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt          | For           |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 05     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt          | 1 Year        |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

NORFOLK SOUTHERN CORPORATION

Agen

Security: 655844108  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: NSC  
 ISIN: US6558441084

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: GERALD L. BALILES   | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: ERSKINE B. BOWLES   | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: KAREN N. HORN   | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: J. PAUL REASON  | Mgmt          | No vote       |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP,<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM,<br>AS NORFOLK SOUTHERN'S INDEPENDENT AUDITORS<br>FOR THE YEAR ENDING DECEMBER 31, 2011 | Mgmt          | No vote       |
| 03     | APPROVAL OF EXECUTIVE COMPENSATION AS DISCLOSED<br>IN THE PROXY STATEMENT FOR THE 2011 ANNUAL<br>MEETING OF STOCKHOLDERS  | Mgmt          | No vote       |
| 04     | FREQUENCY OF STOCKHOLDERS ADVISORY VOTE ON EXECUTIVE<br>COMPENSATION, EVERY   | Mgmt          | No vote       |

NORTHROP GRUMMAN CORPORATION

Agen

Security: 666807102  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: NOC  
 ISIN: US6668071029

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WESLEY G. BUSH      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: LEWIS W. COLEMAN    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: VICTOR H. FAZIO     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DONALD E. FELSINGER | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: STEPHEN E. FRANK    | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: BRUCE S. GORDON     | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1G | ELECTION OF DIRECTOR: MADELEINE KLEINER  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: KARL J. KRAPEK   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: RICHARD B. MYERS   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: AULANA L. PETERS   | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: KEVIN W. SHARER  | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt | For     |
| 03 | PROPOSAL TO APPROVE THE 2011 LONG-TERM INCENTIVE STOCK PLAN.   | Mgmt | For     |
| 04 | PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.   | Mgmt | For     |
| 05 | PROPOSAL TO VOTE ON THE PREFERRED FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.                      | Mgmt | 1 Year  |
| 06 | SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING.  | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL REGARDING ADDITIONAL DISCLOSURE OF POLITICAL CONTRIBUTIONS.   | Shr  | Against |
| 08 | SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER ACTION BY WRITTEN CONSENT.  | Shr  | Against |

-----  
 NRG ENERGY, INC.

Agen

Security: 629377508  
 Meeting Type: Annual  
 Meeting Date: 28-Jul-2010  
 Ticker: NRG  
 ISIN: US6293775085

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: KIRBYJON H. CALDWELL                                      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: DAVID CRANE   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: STEPHEN L. CROPPER  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KATHLEEN A. MCGINTY                                       | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER                                      | Mgmt          | For           |
| 02     | APPROVAL OF THE NRG ENERGY, INC. AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN. | Mgmt          | Against       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |     |
|----|---|------|-----|
| 03 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS NRG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM. | Mgmt | For |
|----|---|------|-----|

---

NUCOR CORPORATION Agen

Security: 670346105  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: NUE  
 ISIN: US6703461052

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>PETER C. BROWNING<br>VICTORIA F. HAYNES<br>CHRISTOPHER J. KEARNEY   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS NUCOR'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER<br>31, 2011 | Mgmt                 | For               |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt                 | For               |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY<br>VOTES ON EXECUTIVE COMPENSATION  | Mgmt                 | 1 Year            |
| 05     | STOCKHOLDER PROPOSAL REGARDING MAJORITY VOTE  | Shr                  | For               |
| 06     | STOCKHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN   | Shr                  | Against           |

---

OCCIDENTAL PETROLEUM CORPORATION Agen

Security: 674599105  
 Meeting Type: Annual  
 Meeting Date: 06-May-2011  
 Ticker: OXY  
 ISIN: US6745991058

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: SPENCER ABRAHAM     | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: HOWARD I. ATKINS    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: STEPHEN I. CHAZEN   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1E | ELECTION OF DIRECTOR: JOHN E. FEICK                                    | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: MARGARET M. FORAN                                | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ                              | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: RAY R. IRANI                                     | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: AVEDICK B. POLADIAN                              | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: RODOLFO SEGOVIA                                  | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: AZIZ D. SYRIANI                                  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: ROSEMARY TOMICH                                  | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: WALTER L. WEISMAN                                | Mgmt | For     |
| 02 | RATIFICATION OF SELECTION OF KPMG AS INDEPENDENT AUDITORS.             | Mgmt | For     |
| 03 | ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION.                        | Mgmt | For     |
| 04 | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year  |
| 05 | REPORT ON POLITICAL EXPENDITURES AND SPENDING PROCESSES.               | Shr  | Against |
| 06 | REQUIRED NOMINATION OF DIRECTOR WITH ENVIRONMENTAL EXPERTISE.          | Shr  | Against |

-----  
 OMNICOM GROUP INC.

Agen

Security: 681919106  
 Meeting Type: Annual  
 Meeting Date: 24-May-2011  
 Ticker: OMC  
 ISIN: US6819191064

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN D. WREN            | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: BRUCE CRAWFORD          | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ALAN R. BATKIN          | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT CHARLES CLARK    | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: LEONARD S. COLEMAN, JR. | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ERROL M. COOK           | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: SUSAN S. DENISON        | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1H | ELECTION OF DIRECTOR: MICHAEL A. HENNING  | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: JOHN R. MURPHY  | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: JOHN R. PURCELL   | Mgmt | For    |
| 1K | ELECTION OF DIRECTOR: LINDA JOHNSON RICE  | Mgmt | For    |
| 1L | ELECTION OF DIRECTOR: GARY L. ROUBOS  | Mgmt | For    |
| 02 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS OUR INDEPENDENT AUDITORS FOR THE 2011 FISCAL<br>YEAR                            | Mgmt | For    |
| 03 | COMPANY PROPOSAL TO APPROVE THE AMENDMENT TO<br>OUR CHARTER TO ALLOW SHAREHOLDER ACTION BY<br>LESS THAN UNANIMOUS WRITTEN CONSENT | Mgmt | For    |
| 04 | COMPANY PROPOSAL TO APPROVE THE AMENDMENT TO<br>OUR CHARTER AND BY-LAWS TO ELIMINATE SUPERMAJORITY<br>VOTING REQUIREMENTS         | Mgmt | For    |
| 05 | ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION   | Mgmt | For    |
| 06 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER<br>ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION                    | Mgmt | 1 Year |

-----  
 ON SEMICONDUCTOR CORPORATION

Agen

Security: 682189105  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: ONNN  
 ISIN: US6821891057

| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote      |
|--------|---|------------------|--------------------|
| 01     | DIRECTOR<br>KEITH D. JACKSON<br>PHILLIP D. HESTER   | Mgmt<br>Mgmt     | No vote<br>No vote |
| 02     | ADVISORY (NON-BINDING) VOTE ON EXECUTIVE COMPENSATION   | Mgmt             | No vote            |
| 03     | ADVISORY (NON-BINDING) VOTE ON THE FREQUENCY<br>OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION  | Mgmt             | No vote            |
| 04     | RATIFY PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt             | No vote            |

-----  
 ONYX PHARMACEUTICALS, INC.

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 683399109  
 Meeting Type: Annual  
 Meeting Date: 26-May-2011  
 Ticker: ONXX  
 ISIN: US6833991093

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>N. ANTHONY COLES, M.D.<br>MAGNUS LUNDBERG<br>WILLIAM R. RINGO  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 100,000,000 TO 200,000,000 SHARES.                        | Mgmt                 | Against           |
| 03     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THIS PROXY STATEMENT.  | Mgmt                 | For               |
| 04     | 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            |
| 05     | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt                 | For               |

ORACLE CORPORATION

Agen

Security: 68389X105  
 Meeting Type: Annual  
 Meeting Date: 06-Oct-2010  
 Ticker: ORCL  
 ISIN: US68389X1054

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>JEFFREY S. BERG<br>H. RAYMOND BINGHAM<br>MICHAEL J. BOSKIN<br>SAFRA A. CATZ<br>BRUCE R. CHIZEN<br>GEORGE H. CONRADES<br>LAWRENCE J. ELLISON<br>HECTOR GARCIA-MOLINA<br>JEFFREY O. HENLEY<br>MARK V. HURD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
|    | DONALD L. LUCAS   | Mgmt | For     |
|    | NAOMI O. SELIGMAN   | Mgmt | For     |
| 02 | APPROVE THE ORACLE CORPORATION EXECUTIVE BONUS PLAN.  | Mgmt | Against |
| 03 | APPROVE THE ORACLE CORPORATION AMENDED AND RESTATED 2000 LONG-TERM EQUITY INCENTIVE PLAN, INCLUDING AN AMENDMENT TO INCREASE THE AGGREGATE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 419,020,418 SHARES. | Mgmt | Against |
| 04 | RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MAY 31, 2011.   | Mgmt | For     |
| 05 | ACT ON A STOCKHOLDER PROPOSAL TO AMEND THE CORPORATE BYLAWS TO ESTABLISH A BOARD COMMITTEE ON SUSTAINABILITY.   | Shr  | Against |
| 06 | ACT ON A STOCKHOLDER PROPOSAL REGARDING MAJORITY VOTING IN DIRECTOR ELECTIONS.  | Shr  | Against |
| 07 | ACT ON A STOCKHOLDER PROPOSAL REGARDING EQUITY RETENTION.   | Shr  | For     |

-----  
PACCAR INC

Agen

-----  
Security: 693718108  
Meeting Type: Annual  
Meeting Date: 20-Apr-2011  
Ticker: PCAR  
ISIN: US6937181088  
-----

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JOHN M. FLUKE, JR.<br>KIRK S. HACHIGIAN<br>STEPHEN F. PAGE<br>THOMAS E. PLIMPTON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS                            | Mgmt                         | For                      |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES                               | Mgmt                         | 1 Year                   |
| 04     | APPROVAL OF THE LONG TERM INCENTIVE PLAN   | Mgmt                         | For                      |
| 05     | APPROVAL OF THE SENIOR EXECUTIVE YEARLY INCENTIVE COMPENSATION PLAN                          | Mgmt                         | For                      |
| 06     | STOCKHOLDER PROPOSAL REGARDING THE SUPERMAJORITY VOTE PROVISIONS                             | Shr                          | For                      |
| 07     | STOCKHOLDER PROPOSAL REGARDING A DIRECTOR VOTE   | Shr                          | For                      |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

THRESHOLD

-----  
 PATRIOT COAL CORPORATION

Agen

-----  
 Security: 70336T104  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: PCX  
 ISIN: US70336T1043  
 -----

| Prop.# | Proposal   | Proposal Type        | Proposal Vote                 |
|--------|--|----------------------|-------------------------------|
| 01     | DIRECTOR<br>J. JOE ADORJAN<br>JANIECE M. LONGORIA<br>MICHAEL M. SCHARF   | Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote |
| 02     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt                 | No vote                       |
| 03     | APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PATRIOT COAL CORPORATION PROXY STATEMENT. | Mgmt                 | No vote                       |
| 04     | WHETHER THE STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY.               | Mgmt                 | No vote                       |

-----  
 PEABODY ENERGY CORPORATION

Agen

-----  
 Security: 704549104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2011  
 Ticker: BTU  
 ISIN: US7045491047  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>GREGORY H. BOYCE<br>WILLIAM A. COLEY<br>WILLIAM E. JAMES<br>ROBERT B. KARN III<br>M. FRANCES KEETH<br>HENRY E. LENTZ<br>ROBERT A. MALONE<br>WILLIAM C. RUSNACK<br>JOHN F. TURNER<br>SANDRA A. VAN TREASE<br>ALAN H. WASHKOWITZ | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.      | Mgmt | For    |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 05 | APPROVAL OF PEABODY'S 2011 LONG-TERM EQUITY INCENTIVE PLAN.                        | Mgmt | For    |

-----  
PEPSICO, INC.

Agen

Security: 713448108  
Meeting Type: Annual  
Meeting Date: 04-May-2011  
Ticker: PEP  
ISIN: US7134481081

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: S.L. BROWN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: I.M. COOK  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: D. DUBLON  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: V.J. DZAU  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: R.L. HUNT  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: A. IBARGUEN  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: A.C. MARTINEZ  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: I.K. NOOYI   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: S.P. ROCKEFELLER   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: J.J. SCHIRO  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: L.G. TROTTER   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: D. VASELLA   | Mgmt          | For           |
| 02     | APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION.                      | Mgmt          | For           |
| 03     | RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES. | Mgmt          | 1 Year        |
| 04     | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2011.    | Mgmt          | For           |
| 05     | APPROVAL OF AMENDMENT TO ARTICLES OF INCORPORATION                             | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

TO IMPLEMENT MAJORITY VOTING FOR DIRECTORS  
IN UNCONTESTED ELECTIONS.

|    |   |     |         |
|----|---|-----|---------|
| 06 | SHAREHOLDER PROPOSAL - RIGHT TO CALL SPECIAL SHAREHOLDER MEETINGS. (PROXY STATEMENT P.63) | Shr | Against |
| 07 | SHAREHOLDER PROPOSAL - POLITICAL CONTRIBUTIONS REPORT (PROXY STATEMENT P.65)              | Shr | Against |

---

PERKINELMER, INC.

Agen

Security: 714046109  
Meeting Type: Annual  
Meeting Date: 26-Apr-2011  
Ticker: PKI  
ISIN: US7140461093

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT F. FRIEL  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: NICHOLAS A. LOPARDO  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ALEXIS P. MICHAS   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES C. MULLEN  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DR. VICKI L. SATO  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: GABRIEL SCHMERGEL  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: KENTON J. SICCHITANO   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: PATRICK J. SULLIVAN  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: G. ROBERT TOD  | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt          | For           |
| 03     | TO APPROVE, BY NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 04     | TO RECOMMEND, BY NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES.                         | Mgmt          | 1 Year        |

---

PETROHAWK ENERGY CORPORATION

Agen

Security: 716495106  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 18-May-2011  
 Ticker: HK  
 ISIN: US7164951060

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>FLOYD C. WILSON<br>GARY A. MERRIMAN<br>ROBERT C. STONE, JR.   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt                 | For               |
| 03     | RECOMMENDATION OF THE FREQUENCY OF A STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt                 | 1 Year            |
| 04     | APPROVAL OF AMENDMENTS TO OUR THIRD AMENDED AND RESTATED 2004 EMPLOYEE INCENTIVE PLAN.                              | Mgmt                 | For               |
| 05     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2011. | Mgmt                 | For               |

PFIZER INC.

Agen

Security: 717081103  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: PFE  
 ISIN: US7170811035

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MICHAEL S. BROWN    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: M. ANTHONY BURNS    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: W. DON CORNWELL     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: FRANCES D. FERGUSON | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: WILLIAM H. GRAY III | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: CONSTANCE J. HORNER | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: JAMES M. KILTS      | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: GEORGE A. LORCH     | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JOHN P. MASCOTTE    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1K | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: IAN C. READ   | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: STEPHEN W. SANGER   | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For     |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                      | Mgmt | 1 Year  |
| 05 | SHAREHOLDER PROPOSAL REGARDING PUBLICATION OF POLITICAL CONTRIBUTIONS                                   | Shr  | Against |
| 06 | SHAREHOLDER PROPOSAL REGARDING PUBLIC POLICY INITIATIVES.   | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL REGARDING PHARMACEUTICAL PRICE RESTRAINTS.   | Shr  | Against |
| 08 | SHAREHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT.   | Shr  | Against |
| 09 | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.  | Shr  | For     |
| 10 | SHAREHOLDER PROPOSAL REGARDING ANIMAL RESEARCH  | Shr  | Against |

-----  
 PHILIP MORRIS INTERNATIONAL INC.  
 -----

Agen

Security: 718172109  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: PM  
 ISIN: US7181721090  
 -----

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: HAROLD BROWN         | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MATHIS CABIALLAVETTA | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: LOUIS C. CAMILLERI   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: J. DUDLEY FISHBURN   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JENNIFER LI          | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: GRAHAM MACKAY        | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: SERGIO MARCHIONNE    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1H | ELECTION OF DIRECTOR: LUCIO A. NOTO   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: CARLOS SLIM HELU  | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: STEPHEN M. WOLF   | Mgmt | For     |
| 02 | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS                             | Mgmt | For     |
| 03 | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION                                   | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year  |
| 05 | STOCKHOLDER PROPOSAL 1 - FOOD INSECURITY AND TOBACCO USE                          | Shr  | Against |
| 06 | STOCKHOLDER PROPOSAL 2 - INDEPENDENT BOARD CHAIR                                  | Shr  | Against |

-----  
 PLUM CREEK TIMBER COMPANY, INC.

Agen

Security: 729251108  
 Meeting Type: Annual  
 Meeting Date: 03-May-2011  
 Ticker: PCL  
 ISIN: US7292511083

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICK R. HOLLEY  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBIN JOSEPHS   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JOHN G. MCDONALD  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT B. MCLEOD  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOHN F. MORGAN SR.  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MARC F. RACICOT   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JOHN H. SCULLY  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: STEPHEN C. TOBIAS   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: MARTIN A. WHITE   | Mgmt          | For           |
| 02     | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.                              | Mgmt          | For           |
| 03     | TO CHOOSE, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES. | Mgmt          | 1 Year        |
| 04     | TO RATIFY APPOINTMENT OF ERNST & YOUNG AS INDEPENDENT AUDITORS FOR 2011.              | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

PPG INDUSTRIES, INC.

Agen

Security: 693506107  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2011  
 Ticker: PPG  
 ISIN: US6935061076

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 1      | DIRECTOR<br>STEPHEN F. ANGEL<br>HUGH GRANT<br>MICHELE J. HOOPER<br>ROBERT MEHRABIAN  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 2      | PROPOSAL TO REAPPROVE THE PERFORMANCE GOALS UNDER THE OMNIBUS INCENTIVE PLAN.  | Mgmt                         | Against                  |
| 3      | PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE OMNIBUS INCENTIVE PLAN.   | Mgmt                         | Against                  |
| 4      | PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt                         | For                      |
| 5      | TO RECOMMEND THE FREQUENCY OF APPROVING EXECUTIVE COMPENSATION.  | Mgmt                         | 1 Year                   |
| 6      | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt                         | For                      |
| 7      | SHAREHOLDER PROPOSAL REQUESTING A REPORT ABOUT OUR COMMUNITY ENVIRONMENTAL ACCOUNTABILITY.   | Shr                          | Against                  |

PROLOGIS

Agen

Security: 743410102  
 Meeting Type: Special  
 Meeting Date: 01-Jun-2011  
 Ticker: PLD  
 ISIN: US7434101025

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO APPROVE THE MERGER OF PUMPKIN LLC, INDIRECT WHOLLY OWNED SUBSIDIARY OF PROLOGIS, WITH AND INTO PROLOGIS, FOLLOWED BY THE MERGER OF NEW PUMPKIN INC. WITH AND INTO AMB PROPERTY CORPORATION, A MARYLAND CORPORATION ("AMB"), WITH AMB CONTINUING | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

AS THE SURVIVING CORPORATION UNDER THE NAME  
"PROLOGIS, INC.", ALL AS MORE FULLY DESCRIBED  
IN THE PROXY STATEMENT.

|    |   |      |     |
|----|---|------|-----|
| 02 | TO APPROVE THE ADJOURNMENT OF THE PROLOGIS SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE THE MERGER IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE EACH PROPOSAL. | Mgmt | For |
|----|---|------|-----|

-----  
PUBLIC SERVICE ENTERPRISE GROUP INC.

-----  
Agen

Security: 744573106  
Meeting Type: Annual  
Meeting Date: 19-Apr-2011  
Ticker: PEG  
ISIN: US7445731067  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR.  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CONRAD K. HARPER   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: WILLIAM V. HICKEY  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: RALPH IZZO   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID LILLEY   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: THOMAS A. RENYI  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: HAK CHEOL SHIN   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: RICHARD J. SWIFT   | Mgmt          | For           |
| 02     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 03     | ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION.                             | Mgmt          | 1 Year        |
| 04     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2011. | Mgmt          | For           |

-----  
PULTEGROUP, INC.

-----  
Agen

Security: 745867101  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 11-May-2011  
 Ticker: PHM  
 ISIN: US7458671010

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 01     | DIRECTOR<br>BRIAN P. ANDERSON<br>CHERYL W. GRISE<br>PATRICK J. O'LEARY<br>THOMAS M. SCHOEWE  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Mgmt                         | For                      |
| 03     | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt                         | For                      |
| 04     | AN ADVISORY VOTE ON THE FREQUENCY WITH WHICH AN ADVISORY VOTE ON EXECUTIVE COMPENSATION SHOULD BE HELD.  | Mgmt                         | 1 Year                   |
| 05     | A SHAREHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE COMPANY'S CORPORATE GOVERNANCE GUIDELINES TO REQUIRE THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR, IF PROPERLY PRESENTED AT THE MEETING. | Shr                          | Against                  |
| 06     | A SHAREHOLDER PROPOSAL REGARDING THE USE OF PERFORMANCE-BASED OPTIONS, IF PROPERLY PRESENTED AT THE MEETING.   | Shr                          | Against                  |
| 07     | A SHAREHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING IN THE CONTESTED ELECTION OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING.  | Shr                          | Against                  |

QUALCOMM, INCORPORATED

Agen

Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 08-Mar-2011  
 Ticker: QCOM  
 ISIN: US7475251036

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 01     | DIRECTOR<br>BARBARA T. ALEXANDER<br>STEPHEN M. BENNETT<br>DONALD G. CRUICKSHANK<br>RAYMOND V. DITTAMORE<br>THOMAS W. HORTON<br>IRWIN MARK JACOBS<br>PAUL E. JACOBS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | ROBERT E. KAHN   | Mgmt | For    |
|    | SHERRY LANSING   | Mgmt | For    |
|    | DUANE A. NELLES  | Mgmt | For    |
|    | FRANCISCO ROS  | Mgmt | For    |
|    | BRENT SCOWCROFT  | Mgmt | For    |
|    | MARC I. STERN  | Mgmt | For    |
| 02 | TO APPROVE THE 2006 LONG-TERM INCENTIVE PLAN, AS AMENDED, WHICH INCLUDES AN INCREASE IN THE SHARE RESERVE BY 65,000,000 SHARES.            | Mgmt | For    |
| 03 | TO APPROVE AN AMENDMENT TO THE 2001 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE SHARE RESERVE BY 22,000,000 SHARES.                       | Mgmt | For    |
| 04 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 25, 2011. | Mgmt | For    |
| 05 | TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 06 | TO HOLD AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 07 | TO ACT ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.   | Shr  | For    |

-----  
QUEST DIAGNOSTICS INCORPORATED

Agen

-----  
Security: 74834L100  
Meeting Type: Annual  
Meeting Date: 17-May-2011  
Ticker: DGX  
ISIN: US74834L1008  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM F. BUEHLER   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: DANIEL C. STANZIONE  | Mgmt          | For           |
| 2      | PROPOSAL TO RATIFY THE APPOINTMENT OF THE REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP FOR 2011. | Mgmt          | For           |
| 3      | PROPOSAL TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 4      | PROPOSAL REGARDING THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.                                 | Mgmt          | 1 Year        |

-----  
RED HAT, INC.

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 756577102  
 Meeting Type: Annual  
 Meeting Date: 12-Aug-2010  
 Ticker: RHT  
 ISIN: US7565771026

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JEFFREY J. CLARKE  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: H. HUGH SHELTON  | Mgmt          | For           |
| 2      | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS RED HAT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2011. | Mgmt          | For           |

REGENERON PHARMACEUTICALS, INC.

Agen

Security: 75886F107  
 Meeting Type: Annual  
 Meeting Date: 10-Jun-2011  
 Ticker: REGN  
 ISIN: US75886F1075

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 01     | DIRECTOR<br>ALFRED G GILMAN MD PH.D<br>JOSEPH L. GOLDSTEIN M.D<br>CHRISTINE A. POON<br>P. ROY VAGELOS, M.D.   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt                         | For                      |
| 03     | PROPOSAL TO APPROVE THE COMPANY'S SECOND AMENDED AND RESTATED 2000 LONG-TERM INCENTIVE PLAN.  | Mgmt                         | For                      |
| 04     | PROPOSAL TO APPROVE, BY NON-BINDING ADVISORY VOTE, EXECUTIVE COMPENSATION.  | Mgmt                         | For                      |
| 05     | PROPOSAL TO RECOMMEND, BY NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt                         | 1 Year                   |

RESEARCH IN MOTION LIMITED

Agen

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 Security: 760975102  
 Meeting Type: Annual  
 Meeting Date: 13-Jul-2010  
 Ticker: RIMM  
 ISIN: CA7609751028  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>JAMES L. BALSILLIE<br>MIKE LAZARIDIS<br>JAMES ESTILL<br>DAVID KERR<br>ROGER MARTIN<br>JOHN RICHARDSON<br>BARBARA STYMIEST<br>ANTONIO VIANA-BAPTISTA<br>JOHN WETMORE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | IN RESPECT OF THE RE-APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY AND AUTHORIZING THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.                  | Mgmt   | For   |

-----  
 ROBERT HALF INTERNATIONAL INC.

Agen

-----  
 Security: 770323103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2011  
 Ticker: RHI  
 ISIN: US7703231032  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>ANDREW S. BERWICK, JR.<br>EDWARD W. GIBBONS<br>HAROLD M. MESSMER, JR.<br>BARBARA J. NOVOGRADAC<br>ROBERT J. PACE<br>FREDERICK A. RICHMAN<br>M. KEITH WADDELL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote<br>No vote |
| 02     | RATIFICATION OF APPOINTMENT OF AUDITOR.  | Mgmt   | No vote   |
| 03     | PROPOSAL REGARDING STOCK INCENTIVE PLAN.   | Mgmt   | No vote   |
| 04     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | No vote   |
| 05     | ADVISORY VOTE TO DETERMINE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.   | Mgmt   | No vote   |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

ROCKWELL COLLINS, INC.

Agen

Security: 774341101  
 Meeting Type: Annual  
 Meeting Date: 04-Feb-2011  
 Ticker: COL  
 ISIN: US7743411016

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>C.A. DAVIS<br>R.E. EBERHART<br>D. LILLEY  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO CONSIDER AND VOTE ON A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF EXECUTIVE OFFICERS AND RELATED DISCLOSURES. | Mgmt                 | For               |
| 03     | TO VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt                 | 1 Year            |
| 04     | FOR THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR AUDITORS FOR FISCAL YEAR 2011.  | Mgmt                 | For               |

ROYAL BANK OF CANADA

Agen

Security: 780087102  
 Meeting Type: Annual  
 Meeting Date: 03-Mar-2011  
 Ticker: RY  
 ISIN: CA7800871021

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 01     | DIRECTOR<br>W.G. BEATTIE<br>J.T. FERGUSON<br>P. GAUTHIER<br>T.J. HEARN<br>A.D. LABERGE<br>J. LAMARRE<br>B.C. LOUIE<br>M.H. MCCAIN<br>G.M. NIXON<br>D.P. O'BRIEN<br>J.P. REINHARD<br>E. SONSHINE<br>K.P. TAYLOR<br>V.L. YOUNG | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 02 | APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITOR  | Mgmt | For     |
| 03 | ADVISORY RESOLUTION TO ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR | Mgmt | For     |
| 04 | SHAREHOLDER PROPOSAL NO. 1   | Shr  | Against |
| 05 | SHAREHOLDER PROPOSAL NO. 2   | Shr  | For     |
| 06 | SHAREHOLDER PROPOSAL NO. 3   | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL NO. 4.  | Shr  | Against |

---

RYDER SYSTEM, INC. Agen

Security: 783549108  
Meeting Type: Annual  
Meeting Date: 06-May-2011  
Ticker: R  
ISIN: US7835491082

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES S. BEARD  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: L. PATRICK HASSEY   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: LYNN M. MARTIN  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: HANSEL E. TOOKES, II  | Mgmt          | For           |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR.                       | Mgmt          | For           |
| 03     | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 04     | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF THE SHAREHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS (EVERY 1, 2 OR 3 YEARS). | Mgmt          | 1 Year        |

---

SANDRIDGE ENERGY, INC. Agen

Security: 80007P307  
Meeting Type: Special  
Meeting Date: 16-Jul-2010  
Ticker: SD  
ISIN: US80007P3073

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO APPROVE THE ISSUANCE OF SHARES OF SANDRIDGE ENERGY, INC. ("SANDRIDGE") COMMON STOCK IN CONNECTION WITH THE MERGER OF STEEL SUBSIDIARY CORPORATION, A WHOLLY OWNED SUBSIDIARY OF SANDRIDGE, WITH AND INTO ARENA RESOURCES, INC. PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, AMONG SANDRIDGE, STEEL SUBSIDIARY CORPORATION AND ARENA RESOURCES, INC. | Mgmt          | For           |
| 02     | PROPOSAL TO AMEND THE CERTIFICATE OF INCORPORATION OF SANDRIDGE TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF SANDRIDGE CAPITAL STOCK FROM 450,000,000 TO 850,000,000 AND THE AUTHORIZED SHARES OF SANDRIDGE COMMON STOCK FROM 400,000,000 TO 800,000,000.   | Mgmt          | For           |

-----  
 SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

-----  
 Security: 806857108  
 Meeting Type: Annual  
 Meeting Date: 06-Apr-2011  
 Ticker: SLB  
 ISIN: AN8068571086  
 -----

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: P. CAMUS       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: P. CURRIE      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: A. GOULD       | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: T. ISAAC       | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: K.V. KAMATH    | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: N. KUDRYAVTSEV | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: A. LAJOUS      | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: M.E. MARKS     | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: E. MOLER       | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: L.R. REIF      | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: T.I. SANDVOLD  | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: H. SEYDOUX     | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: P. KIBSGAARD   | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1N | ELECTION OF DIRECTOR: L.S. OLAYAN  | Mgmt | For     |
| 02 | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 03 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.   | Mgmt | 1 Year  |
| 04 | TO APPROVE THE AMENDMENT TO THE COMPANY'S ARTICLES OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON SHARE CAPITAL.   | Mgmt | Against |
| 05 | TO APPROVE THE AMENDMENTS TO THE COMPANY'S ARTICLES OF INCORPORATION TO CLARIFY THE VOTING STANDARD IN CONTESTED DIRECTOR ELECTIONS AND TO MAKE CERTAIN OTHER CHANGES. | Mgmt | For     |
| 06 | TO APPROVE THE COMPANY'S FINANCIAL STATEMENTS AND DECLARATION OF DIVIDENDS.  | Mgmt | For     |
| 07 | TO APPROVE THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Mgmt | For     |

-----  
 SHIRE PLC

Agen

-----  
 Security: 82481R106  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: SHPGY  
 ISIN: US82481R1068  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO RECEIVE THE COMPANY'S ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2010 TOGETHER WITH THE DIRECTORS REPORT AND THE AUDITORS' REPORT ON THOSE ACCOUNTS. | Mgmt          | For           |
| 02     | TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED DECEMBER 31, 2010.   | Mgmt          | For           |
| 03     | TO RE-ELECT MATTHEW EMMENS AS A DIRECTOR OF THE COMPANY.  | Mgmt          | For           |
| 04     | TO RE-ELECT ANGUS RUSSELL AS A DIRECTOR OF THE COMPANY.   | Mgmt          | For           |
| 05     | TO RE-ELECT GRAHAM HETHERINGTON AS A DIRECTOR OF THE COMPANY.   | Mgmt          | For           |
| 06     | TO RE-ELECT DAVID KAPPLER AS A DIRECTOR OF THE COMPANY.   | Mgmt          | For           |
| 07     | TO RE-ELECT PATRICK LANGLOIS AS A DIRECTOR OF THE COMPANY.  | Mgmt          | For           |
| 08     | TO RE-ELECT DR JEFFREY LEIDEN AS A DIRECTOR   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |   |      |         |
|-----|---|------|---------|
|     | OF THE COMPANY.   |      |         |
| O9  | TO ELECT DR DAVID GINSBURG AS A DIRECTOR OF THE COMPANY.  | Mgmt | For     |
| O10 | TO ELECT ANNE MINTO AS A DIRECTOR OF THE COMPANY.   | Mgmt | For     |
| O11 | TO RE-APPOINT DELOITTE LLP AS AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE CONCLUSION OF THE MEETING TO THE CONCLUSION OF THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN 2012.  | Mgmt | For     |
| O12 | TO AUTHORIZE THE AUDIT, COMPLIANCE & RISK COMMITTEE OF THE BOARD TO DETERMINE THE REMUNERATION OF THE AUDITORS.   | Mgmt | For     |
| O13 | TO RESOLVE THAT THE AUTHORITY TO ALLOT RELEVANT SECURITIES (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (B) OF THE COMPANY'S ARTICLES OF ASSOCIATION BE RENEWED AND FOR THIS PURPOSE THE AUTHORIZED ALLOTMENT AMOUNT SHALL BE: (A) POUND 9,370,661 OF RELEVANT SECURITIES; AND (B) SOLELY IN CONNECTION WITH AN ALLOTMENT PURSUANT TO AN OFFER BY WAY OF A RIGHTS ISSUE POUND 18,741,322 OF RELEVANT SECURITIES COMPRISING EQUITY SECURITIES, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt | Against |
| S14 | AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS: TO RESOLVE THAT, SUBJECT TO THE PASSING OF RESOLUTION 13, THE AUTHORITY TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) WHOLLY FOR CASH, CONFERRED ON THE DIRECTORS BY ARTICLE 10 PARAGRAPH (D) OF THE COMPANY'S ARTICLES OF ASSOCIATION BE RENEWED AND FOR THIS PURPOSE THE NON PRE-EMPTIVE AMOUNT SHALL BE POUND 1,405,599 OF EQUITY SECURITIES, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.   | Mgmt | Against |
| S15 | AUTHORITY TO MAKE MARKET PURCHASES: TO RESOLVE THAT THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORIZED: (A) PURSUANT TO ARTICLE 57 OF THE COMPANIES (JERSEY) LAW 1991 TO MAKE MARKET PURCHASES OF ORDINARY SHARES IN THE CAPITAL OF THE COMPANY; (B) PURSUANT TO ARTICLE LAW 1991, TO HOLD AS TREASURY SHARES ANY ORDINARY SHARES PURCHASED PURSUANT TO THE AUTHORITY CONFERRED BY PARAGRAPH (A) OF THIS RESOLUTION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.   | Mgmt | For     |
| S16 | TO RESOLVE THAT, WITH EFFECT FROM THE CONCLUSION OF THE ANNUAL GENERAL MEETING, THE COMPANY'S ARTICLES OF ASSOCIATION BE AMENDED AND THOSE PRODUCED TO THE MEETING AND INITIALLED BY THE CHAIRMAN (THE "NEW ARTICLES") BE ADOPTED AS THE COMPANY'S ARTICLES OF ASSOCIATION, IN SUBSTITUTION FOR, AND TO THE EXCLUSION OF, THE EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY.  | Mgmt | For     |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

S17 TO RESOLVE THAT, SUBJECT TO THE PASSING OF RESOLUTION Mgmt For  
 16, A GENERAL MEETING OTHER THAN AN ANNUAL  
 GENERAL MEETING OF THE COMPANY MAY BE CALLED  
 ON NOT LESS THAN 14 CLEAR DAYS' NOTICE.

SIMON PROPERTY GROUP, INC. Agen

Security: 828806109  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: SPG  
 ISIN: US8288061091

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MELVYN E. BERGSTEIN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: LINDA WALKER BYNOE  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D.  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ALLAN HUBBARD   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DANIEL C. SMITH, PH.D.  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR.  | Mgmt          | For           |
| 02     | NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 03     | NON-BINDING ADVISORY VOTE REGARDING THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.         | Mgmt          | 1 Year        |
| 04     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt          | For           |

SOUTHWEST AIRLINES CO. Agen

Security: 844741108  
 Meeting Type: Annual  
 Meeting Date: 18-May-2011  
 Ticker: LUV  
 ISIN: US8447411088

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1A | ELECTION OF DIRECTOR: DAVID W. BIEGLER  | Mgmt | For    |
| 1B | ELECTION OF DIRECTOR: DOUGLAS H. BROOKS   | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: WILLIAM H. CUNNINGHAM   | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: JOHN G. DENISON   | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: GARY C. KELLY   | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: NANCY B. LOEFFLER   | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: JOHN T. MONTFORD  | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: THOMAS M. NEALON  | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: DANIEL D. VILLANUEVA  | Mgmt | For    |
| 02 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt | For    |
| 03 | ADVISORY VOTE ON FREQUENCY OF VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt | 1 Year |
| 04 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt | For    |
| 05 | ADOPT SIMPLE MAJORITY VOTE.   | Shr  | For    |

-----  
 STANLEY BLACK & DECKER, INC

Agen

-----  
 Security: 854502101  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: SWK  
 ISIN: US8545021011  
 -----

| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>GEORGE W. BUCKLEY<br>CARLOS M. CARDOSO<br>ROBERT B. COUTTS<br>MANUEL A. FERNANDEZ<br>MARIANNE M. PARRS                           | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | TO APPROVE ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE 2011 FISCAL YEAR.   | Mgmt                                 | For                             |
| 03     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt                                 | For                             |
| 04     | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY WITH WHICH THE COMPANY SHOULD CONDUCT FUTURE SHAREHOLDER ADVISORY VOTES ON NAMED EXECUTIVE | Mgmt                                 | 1 Year                          |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

## OFFICER COMPENSATION.

-----  
 STAPLES, INC.

Agen

-----  
 Security: 855030102  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2011  
 Ticker: SPLS  
 ISIN: US8550301027  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: BASIL L. ANDERSON  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ARTHUR M. BLANK  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MARY ELIZABETH BURTON  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JUSTIN KING  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: CAROL MEYROWITZ  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROWLAND T. MORIARTY  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: ROBERT C. NAKASONE   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: RONALD L. SARGENT  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: ELIZABETH A. SMITH   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ROBERT E. SULENTIC   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: VIJAY VISHWANATH   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: PAUL F. WALSH  | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF ERNST & YOUNG LLP AS STAPLES' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt          | For           |
| 03     | TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 04     | TO HOLD AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES.   | Mgmt          | 1 Year        |
| 05     | TO ACT ON A SHAREHOLDER PROPOSAL REGARDING THE ABILITY OF SHAREHOLDERS TO ACT BY MAJORITY WRITTEN CONSENT.   | Shr           | Against       |

-----  
 STARWOOD HOTELS & RESORTS WORLDWIDE

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 85590A401  
 Meeting Type: Annual  
 Meeting Date: 05-May-2011  
 Ticker: HOT  
 ISIN: US85590A4013

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>ADAM ARON<br>CHARLENE BARSHEFSKY<br>THOMAS CLARKE<br>CLAYTON DALEY, JR.<br>BRUCE DUNCAN<br>LIZANNE GALBREATH<br>ERIC HIPPEAU<br>STEPHEN QUAZZO<br>THOMAS RYDER<br>FRITS VAN PAASSCHEN<br>KNEELAND YOUNGBLOOD   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.  | Mgmt   | For   |
| 03     | RESOLVED, THAT THE COMPANY STOCKHOLDERS APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION & ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION, IN OUR PROXY STATEMENT FOR THE 2011 ANNUAL MEETING OF STOCKHOLDERS. | Mgmt   | For   |
| 04     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.  | Mgmt   | 1 Year  |

STRYKER CORPORATION

Agen

Security: 863667101  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: SYK  
 ISIN: US8636671013

| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 01     | DIRECTOR<br>HOWARD E. COX, JR.<br>SRIKANT M. DATAR, PH.D.<br>ROCH DOLIVEUX, DVM<br>LOUISE L. FRANCESCONI<br>ALLAN C. GOLSTON<br>HOWARD L. LANCE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | STEPHEN P. MACMILLAN   | Mgmt | For    |
|    | WILLIAM U. PARFET  | Mgmt | For    |
|    | RONDA E. STRYKER   | Mgmt | For    |
| 02 | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011. | Mgmt | For    |
| 03 | APPROVAL OF THE 2011 LONG-TERM INCENTIVE PLAN.   | Mgmt | For    |
| 04 | APPROVAL OF THE 2011 PERFORMANCE INCENTIVE AWARD PLAN.   | Mgmt | For    |
| 05 | APPROVAL, IN AN ADVISORY VOTE, OF THE COMPANY'S EXECUTIVE COMPENSATION.                                    | Mgmt | For    |
| 06 | RECOMMENDATION, IN AN ADVISORY VOTE, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 07 | SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING.  | Shr  | For    |

-----  
 SUNCOR ENERGY INC.

Agen

-----  
 Security: 867224107  
 Meeting Type: Annual  
 Meeting Date: 03-May-2011  
 Ticker: SU  
 ISIN: CA8672241079  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>MEL E. BENSON<br>DOMINIC D'ALESSANDRO<br>JOHN T. FERGUSON<br>W. DOUGLAS FORD<br>RICHARD L. GEORGE<br>PAUL HASELDONCKX<br>JOHN R. HUFF<br>JACQUES LAMARRE<br>BRIAN F. MACNEILL<br>MAUREEN MCCAW<br>MICHAEL W. O'BRIEN<br>JAMES W. SIMPSON<br>EIRA THOMAS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITOR OF SUNCOR ENERGY INC. FOR THE ENSUING YEAR AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.   | Mgmt   | For   |
| 03     | TO ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR.   | Mgmt   | For   |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 SYMANTEC CORPORATION

Agen

-----  
 Security: 871503108  
 Meeting Type: Annual  
 Meeting Date: 20-Sep-2010  
 Ticker: SYMC  
 ISIN: US8715031089  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: STEPHEN M. BENNETT   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MICHAEL A. BROWN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: WILLIAM T. COLEMAN III   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: FRANK E. DANGEARD  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: GERALDINE B. LAYBOURNE   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID L. MAHONEY   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: ROBERT S. MILLER   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ENRIQUE SALEM  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: DANIEL H. SCHULMAN   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JOHN W. THOMPSON   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: V. PAUL UNRUH  | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR.     | Mgmt          | For           |
| 03     | AMENDMENT TO OUR 2004 EQUITY INCENTIVE PLAN, AS AMENDED, TO INCREASE THE NUMBER OF AUTHORIZED SHARES ISSUABLE BY 55,000,000.   | Mgmt          | For           |
| 04     | AMENDMENT TO OUR 2008 EMPLOYEE STOCK PURCHASE PLAN, TO INCREASE NUMBER OF AUTHORIZED SHARES ISSUABLE THEREUNDER BY 20,000,000. | Mgmt          | For           |

-----  
 T. ROWE PRICE GROUP, INC.

Agen

-----  
 Security: 74144T108  
 Meeting Type: Annual  
 Meeting Date: 14-Apr-2011  
 Ticker: TROW  
 ISIN: US74144T1088  
 -----



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: EDWARD C. BERNARD  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAMES T. BRADY   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J. ALFRED BROADDUS, JR.  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DONALD B. HEBB, JR.  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JAMES A.C. KENNEDY   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROBERT F. MACLELLAN  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: BRIAN C. ROGERS  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DR. ALFRED SOMMER  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: DWIGHT S. TAYLOR   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE  | Mgmt          | For           |
| 02     | TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.              | Mgmt          | For           |
| 03     | RECOMMEND, BY NON-BINDING ADVISORY VOTE, FREQUENCY OF VOTING BY HOLDERS ON COMPENSATION PAID BY COMPANY TO EXECUTIVE OFFICERS. | Mgmt          | 1 Year        |
| 04     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.                     | Mgmt          | For           |

TAIWAN SEMICONDUCTOR MFG. CO. LTD.

Agen

Security: 874039100  
 Meeting Type: Annual  
 Meeting Date: 09-Jun-2011  
 Ticker: TSM  
 ISIN: US8740391003

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO ACCEPT 2010 BUSINESS REPORT AND FINANCIAL STATEMENTS   | Mgmt          | For           |
| 02     | TO APPROVE THE PROPOSAL FOR DISTRIBUTION OF 2010 PROFITS  | Mgmt          | For           |
| 03     | TO REVISE INTERNAL RULES AS FOLLOWS: (A) PROCEDURES FOR LENDING FUNDS TO OTHER PARTIES (B) PROCEDURES FOR ENDORSEMENT AND GUARANTEE | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |              |            |
|----|--|--------------|------------|
| 04 | TO APPROVE THE TRANSFER OF TSMC'S SOLAR BUSINESS AND SOLID STATE LIGHTING BUSINESS INTO TWO NEW TSMC WHOLLY OWNED COMPANIES RESPECTIVELY, AND TO FURTHER APPROVE THE "SOLAR BUSINESS TRANSFER PLAN" AND "SOLID STATE LIGHTING BUSINESS TRANSFER PLAN." | Mgmt         | For        |
| 05 | DIRECTOR<br>GREGORY C. CHOW<br>KOK-CHOO CHEN   | Mgmt<br>Mgmt | For<br>For |

---

TARGET CORPORATION

Agen

Security: 87612E106  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2011  
 Ticker: TGT  
 ISIN: US87612E1064

---

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROXANNE S. AUSTIN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CALVIN DARDEN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MARY N. DILLON  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES A. JOHNSON  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: MARY E. MINNICK   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ANNE M. MULCAHY   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DERICA W. RICE  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: STEPHEN W. SANGER   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: GREGG W. STEINHAFEL   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JOHN G. STUMPF  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: SOLOMON D. TRUJILLO   | Mgmt          | For           |
| 02     | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. | Mgmt          | For           |
| 03     | COMPANY PROPOSAL TO APPROVE THE TARGET CORPORATION 2011 LONG-TERM INCENTIVE PLAN.                                 | Mgmt          | For           |
| 04     | COMPANY PROPOSAL TO CAST A NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION ("SAY-ON-PAY").                    | Mgmt          | For           |
| 05     | COMPANY PROPOSAL TO CAST A NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF SAY-ON-PAY VOTES.                        | Mgmt          | 1 Year        |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |     |         |
|----|--|-----|---------|
| 06 | SHAREHOLDER PROPOSAL ON COMPENSATION BENCHMARKING. | Shr | Against |
| 07 | SHAREHOLDER PROPOSAL ON ELECTRONICS RECYCLING.     | Shr | Against |

---

TESSERA TECHNOLOGIES, INC. Agen

Security: 88164L100  
 Meeting Type: Annual  
 Meeting Date: 24-May-2011  
 Ticker: TSRA  
 ISIN: US88164L1008

| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 01     | DIRECTOR<br>ROBERT J BOEHLKE<br>JOHN B GOODRICH<br>DAVID C NAGEL, PH.D.<br>HENRY R NOTHHAFT<br>KEVIN G RIVETTE<br>ROBERT A YOUNG, PH.D.                                   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2011. | Mgmt   | For                                    |
| 03     | TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt   | For                                    |
| 04     | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Mgmt   | 1 Year                                 |
| 05     | A STOCKHOLDER PROPOSAL TO RECOMMEND THE ADOPTION OF A MAJORITY VOTING STANDARD IN UNCONTESTED DIRECTOR ELECTIONS.   | Shr  | For                                    |

---

THE CHARLES SCHWAB CORPORATION Agen

Security: 808513105  
 Meeting Type: Annual  
 Meeting Date: 17-May-2011  
 Ticker: SCHW  
 ISIN: US8085131055

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: FRANK C. HERRINGER | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: STEPHEN T. MCLIN   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1C | ELECTION OF DIRECTOR: CHARLES R. SCHWAB                               | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: ROGER O. WALTHER                                | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: ROBERT N. WILSON                                | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT AUDITORS                                  | Mgmt | For     |
| 03 | APPROVAL OF AMENDED 2004 STOCK INCENTIVE PLAN                         | Mgmt | For     |
| 04 | APPROVAL OF COMPENSATION OF NAMED EXECUTIVE OFFICERS                  | Mgmt | For     |
| 05 | FREQUENCY OF VOTES ON COMPENSATION OF NAMED EXECUTIVE OFFICERS        | Mgmt | 1 Year  |
| 06 | STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS                | Shr  | Against |
| 07 | STOCKHOLDER PROPOSAL REGARDING DECLASSIFICATION OF BOARD OF DIRECTORS | Shr  | For     |

-----  
 THE CLOROX COMPANY

Agen

Security: 189054109  
 Meeting Type: Annual  
 Meeting Date: 17-Nov-2010  
 Ticker: CLX  
 ISIN: US1890541097

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DANIEL BOGGAN, JR.                       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: RICHARD H. CARMONA                       | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: TULLY M. FRIEDMAN                        | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: GEORGE J. HARAD                          | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DONALD R. KNAUSS                         | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT                    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: GARY G. MICHAEL                          | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: EDWARD A. MUELLER                        | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JAN L. MURLEY                            | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: PAMELA THOMAS-GRAHAM                     | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: CAROLYN M. TICKNOR                       | Mgmt          | For           |
| 02     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 03 | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE COMPANY'S 2005 STOCK INCENTIVE PLAN.             | Mgmt | Against |
| 04 | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE COMPANY'S EXECUTIVE INCENTIVE COMPENSATION PLAN. | Mgmt | Against |
| 05 | STOCKHOLDER PROPOSAL ON INDEPENDENT CHAIRMAN.  | Shr  | Against |

-----  
 THE COCA-COLA COMPANY

Agen

Security: 191216100  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: KO  
 ISIN: US1912161007

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: HERBERT A. ALLEN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: RONALD W. ALLEN  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: HOWARD G. BUFFETT  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: BARRY DILLER   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: EVAN G. GREENBERG  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ALEXIS M. HERMAN   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MUHTAR KENT  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DONALD R. KEOUGH   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: DONALD F. MCHENRY  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: SAM NUNN   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: JAMES D. ROBINSON III  | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: PETER V. UEERROTH  | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: JACOB WALLENBERG   | Mgmt          | For           |
| 1O     | ELECTION OF DIRECTOR: JAMES B. WILLIAMS  | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS               | Mgmt          | For           |
| 03     | APPROVAL OF THE PERFORMANCE MEASURES AVAILABLE UNDER THE PERFORMANCE INCENTIVE PLAN OF THE | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|  |  |      |         |
|--|--|------|---------|
| COCA-COLA COMPANY TO PRESERVE THE TAX DEDUCTIBILITY<br>OF THE AWARDS |  |      |         |
| 04   | APPROVAL OF THE PERFORMANCE MEASURES AVAILABLE<br>UNDER THE COCA-COLA COMPANY 1989 RESTRICTED<br>STOCK AWARD PLAN TO PRESERVE THE TAX DEDUCTIBILITY<br>OF THE AWARDS | Mgmt | For     |
| 05   | ADVISORY VOTE ON EXECUTIVE COMPENSATION (SAY<br>ON PAY VOTE)   | Mgmt | For     |
| 06   | ADVISORY VOTE ON THE FREQUENCY OF HOLDING THE<br>SAY ON PAY VOTE   | Mgmt | 1 Year  |
| 07   | SHAREOWNER PROPOSAL REGARDING A REPORT ON BISPHENOL-A  | Shr  | Against |

-----  
 THE ESTEE LAUDER COMPANIES INC.

Agen

-----  
 Security: 518439104  
 Meeting Type: Annual  
 Meeting Date: 09-Nov-2010  
 Ticker: EL  
 ISIN: US5184391044  
 -----

| Prop.# | Proposal  | Proposal<br>Type                     | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>AERIN LAUDER<br>WILLIAM P. LAUDER<br>L.F. DE ROTHSCHILD<br>RICHARD D. PARSONS<br>RICHARD F. ZANNINO | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF AMENDMENT TO THE AMENDED AND RESTATED<br>FISCAL 2002 SHARE INCENTIVE PLAN.                          | Mgmt                                 | Against                         |
| 03     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT<br>AUDITORS FOR THE 2011 FISCAL YEAR.                    | Mgmt                                 | For                             |

-----  
 THE GOLDMAN SACHS GROUP, INC.

Agen

-----  
 Security: 38141G104  
 Meeting Type: Annual  
 Meeting Date: 06-May-2011  
 Ticker: GS  
 ISIN: US38141G1040  
 -----

| Prop.# | Proposal                                 | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN | Mgmt             | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1B | ELECTION OF DIRECTOR: JOHN H. BRYAN   | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: GARY D. COHN  | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: CLAES DAHLBACK  | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: STEPHEN FRIEDMAN  | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: WILLIAM W. GEORGE   | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: JAMES A. JOHNSON  | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: LOIS D. JULIBER   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: LAKSHMI N. MITTAL   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: JAMES J. SCHIRO   | Mgmt | For     |
| 02 | ADVISORY VOTE ON EXECUTIVE COMPENSATION MATTERS<br>(SAY ON PAY)   | Mgmt | For     |
| 03 | ADVISORY VOTE ON THE FREQUENCY OF SAY ON PAY  | Mgmt | 1 Year  |
| 04 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR OUR 2011 FISCAL YEAR | Mgmt | For     |
| 05 | SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING  | Shr  | Against |
| 06 | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREOWNER<br>MEETINGS   | Shr  | Against |
| 07 | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION<br>AND LONG-TERM PERFORMANCE  | Shr  | Against |
| 08 | SHAREHOLDER PROPOSAL REGARDING A REPORT ON SENIOR<br>EXECUTIVE COMPENSATION   | Shr  | Against |
| 09 | SHAREHOLDER PROPOSAL REGARDING A REPORT ON CLIMATE<br>CHANGE RISK DISCLOSURE  | Shr  | For     |
| 10 | SHAREHOLDER PROPOSAL REGARDING A REPORT ON POLITICAL<br>CONTRIBUTIONS   | Shr  | Against |

-----  
 THE HERSHEY COMPANY

Agen

-----  
 Security: 427866108  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: HSY  
 ISIN: US4278661081  
 -----

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
| 01     | DIRECTOR |               |               |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | P.M. ARWAY   | Mgmt | For    |
|    | R.F. CAVANAUGH   | Mgmt | For    |
|    | C.A. DAVIS   | Mgmt | For    |
|    | J.M. MEAD  | Mgmt | For    |
|    | J.E. NEVELS  | Mgmt | For    |
|    | A.J. PALMER  | Mgmt | For    |
|    | T.J. RIDGE   | Mgmt | For    |
|    | D.L. SHEDLARZ  | Mgmt | For    |
|    | D.J. WEST  | Mgmt | For    |
| 02 | RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2011.                                   | Mgmt | For    |
| 03 | APPROVE, ON A NON-BINDING ADVISORY BASIS, A RESOLUTION APPROVING EXECUTIVE COMPENSATION.               | Mgmt | For    |
| 04 | SELECT, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 05 | APPROVE THE HERSHEY COMPANY AMENDED AND RESTATED EQUITY AND INCENTIVE COMPENSATION PLAN.               | Mgmt | For    |

-----  
 THE KROGER CO.

Agen

-----  
 Security: 501044101  
 Meeting Type: Annual  
 Meeting Date: 23-Jun-2011  
 Ticker: KR  
 ISIN: US5010441013  
 -----

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: REUBEN V. ANDERSON | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT D. BEYER    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DAVID B. DILLON    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: SUSAN J. KROFF     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOHN T. LAMACCHIA  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID B. LEWIS     | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: W. RODNEY MCMULLEN | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: JORGE P. MONTOYA   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: CLYDE R. MOORE     | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: SUSAN M. PHILLIPS  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: STEVEN R. ROGEL    | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: JAMES A. RUNDE     | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1M | ELECTION OF DIRECTOR: RONALD L. SARGENT   | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: BOBBY S. SHACKOULS  | Mgmt | For     |
| 02 | APPROVAL OF 2011 LONG-TERM INCENTIVE AND CASH BONUS PLAN.   | Mgmt | For     |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 04 | ADVISORY VOTE ON FREQUENCY OF HOLDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.                              | Mgmt | 3 Years |
| 05 | APPROVAL OF PRICEWATERHOUSECOOPERS LLP, AS AUDITORS.  | Mgmt | For     |
| 06 | APPROVAL OF SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO RECOMMEND REVISION OF KROGER'S CODE OF CONDUCT. | Shr  | Against |

-----  
 THE MCGRAW-HILL COMPANIES, INC.

Agen

Security: 580645109  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2011  
 Ticker: MHP  
 ISIN: US5806451093

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PEDRO ASPE  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: SIR WINFRIED BISCHOFF   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DOUGLAS N. DAFT   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: WILLIAM D. GREEN  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: LINDA KOCH LORIMER  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: HAROLD MCGRAW III   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: ROBERT P. MCGRAW  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: HILDA OCHOA-BRILLEMBOURG  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: SIR MICHAEL RAKE  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: EDWARD B. RUST, JR.   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: KURT L. SCHMOKE   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: SIDNEY TAUREL   | Mgmt          | For           |
| 02     | VOTE TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO PERMIT SHAREHOLDERS TO CALL SPECIAL MEETINGS | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 03 | VOTE TO APPROVE, ON AN ADVISORY BASIS, THE EXECUTIVE COMPENSATION PROGRAM FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS | Mgmt | For     |
| 04 | VOTE, ON AN ADVISORY BASIS, ON HOW OFTEN THE COMPANY WILL CONDUCT AN ADVISORY VOTE ON EXECUTIVE COMPENSATION         | Mgmt | 1 Year  |
| 05 | VOTE TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011    | Mgmt | For     |
| 06 | SHAREHOLDER PROPOSAL REQUESTING SHAREHOLDER ACTION BY WRITTEN CONSENT  | Shr  | Against |

-----  
 THE PROCTER & GAMBLE COMPANY

Agen

Security: 742718109  
 Meeting Type: Annual  
 Meeting Date: 12-Oct-2010  
 Ticker: PG  
 ISIN: US7427181091

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ANGELA F. BRALY                                   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: KENNETH I. CHENAULT                               | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: SCOTT D. COOK                                     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: RAJAT K. GUPTA                                    | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROBERT A. MCDONALD                                | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.                            | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JOHNATHAN A. RODGERS                              | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MARY A. WILDEROTTER                               | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: PATRICIA A. WOERTZ                                | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ERNESTO ZEDILLO                                   | Mgmt          | For           |
| 02     | RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |
| 03     | SHAREHOLDER PROPOSAL - CUMULATIVE VOTING                                | Shr           | Against       |

-----  
 THE TORONTO-DOMINION BANK

Agen

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Security: 891160509  
 Meeting Type: Annual  
 Meeting Date: 31-Mar-2011  
 Ticker: TD  
 ISIN: CA8911605092

---

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| A      | DIRECTOR<br>WILLIAM E. BENNETT<br>HUGH J. BOLTON<br>JOHN L. BRAGG<br>AMY W. BRINKLEY<br>W. EDMUND CLARK<br>WENDY K. DOBSON<br>HENRY H. KETCHAM<br>PIERRE H. LESSARD<br>BRIAN M. LEVITT<br>HAROLD H. MACKAY<br>IRENE R. MILLER<br>NADIR H. MOHAMED<br>WILBUR J. PREZZANO<br>HELEN K. SINCLAIR<br>CAROLE S. TAYLOR<br>JOHN M. THOMPSON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| B      | APPOINTMENT OF AUDITOR NAMED IN THE MANAGEMENT PROXY CIRCULAR  | Mgmt   | For  |
| C      | APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE REPORT OF THE HUMAN RESOURCES COMMITTEE AND APPROACH TO COMPENSATION SECTIONS OF THE MANAGEMENT PROXY CIRCULAR NOTE* ITEM C ABOVE IS AN ADVISORY VOTE  | Mgmt   | For  |
| D      | SHAREHOLDER PROPOSAL A   | Shr  | Against  |
| E      | SHAREHOLDER PROPOSAL B   | Shr  | Against  |
| F      | SHAREHOLDER PROPOSAL C   | Shr  | Against  |
| G      | SHAREHOLDER PROPOSAL D   | Shr  | Against  |

---

THE TRAVELERS COMPANIES, INC.

Agen

Security: 89417E109  
 Meeting Type: Annual  
 Meeting Date: 26-May-2011  
 Ticker: TRV  
 ISIN: US89417E1091

---

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ALAN L. BELLER | Mgmt          | For           |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1B | ELECTION OF DIRECTOR: JOHN H. DASBURG   | Mgmt | For    |
| 1C | ELECTION OF DIRECTOR: JANET M. DOLAN  | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN   | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: JAY S. FISHMAN  | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: LAWRENCE G. GRAEV   | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: PATRICIA L. HIGGINS   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: THOMAS R. HODGSON   | Mgmt | For    |
| 1I | ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH,<br>JR.  | Mgmt | For    |
| 1J | ELECTION OF DIRECTOR: DONALD J. SHEPARD   | Mgmt | For    |
| 1K | ELECTION OF DIRECTOR: LAURIE J. THOMSEN   | Mgmt | For    |
| 02 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS TRAVELERS' INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2011. | Mgmt | For    |
| 03 | NON-BINDING VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | NON-BINDING VOTE ON THE FREQUENCY OF FUTURE<br>VOTES ON EXECUTIVE COMPENSATION.   | Mgmt | 1 Year |

-----  
 THE WALT DISNEY COMPANY

Agen

-----  
 Security: 254687106  
 Meeting Type: Annual  
 Meeting Date: 23-Mar-2011  
 Ticker: DIS  
 ISIN: US2546871060  
 -----

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

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1I | ELECTION OF DIRECTOR: MONICA C. LOZANO   | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT  | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: JOHN E. PEPPER, JR.  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: SHERYL K. SANDBERG   | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: ORIN C. SMITH  | Mgmt | For     |
| 02 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2011. | Mgmt | For     |
| 03 | TO APPROVE THE 2011 STOCK INCENTIVE PLAN.  | Mgmt | For     |
| 04 | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.  | Mgmt | For     |
| 05 | TO APPROVE HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY ONE, TWO OR THREE YEARS, AS INDICATED.       | Mgmt | 1 Year  |
| 06 | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO PERFORMANCE TESTS FOR RESTRICTED STOCK UNITS.                    | Shr  | Against |

-----  
 THE WILLIAMS COMPANIES, INC.

Agen

-----  
 Security: 969457100  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: WMB  
 ISIN: US9694571004  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ALAN S. ARMSTRONG  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JUANITA H. HINSHAW   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: FRANK T. MACINNIS  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JANICE D. STONEY   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: LAURA A. SUGG  | Mgmt          | For           |
| 02     | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2011.                            | Mgmt          | For           |
| 03     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 04     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Mgmt          | 1 Year        |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 TIFFANY & CO.

Agen

-----  
 Security: 886547108  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: TIF  
 ISIN: US8865471085  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MICHAEL J. KOWALSKI   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROSE MARIE BRAVO  | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: GARY E. COSTLEY   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: LAWRENCE K. FISH  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ABBY F. KOHNSTAMM   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: CHARLES K. MARQUIS  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: PETER W. MAY  | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J. THOMAS PRESBY  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: WILLIAM A. SHUTZER  | Mgmt          | For           |
| 2      | APPROVAL OF THE APPOINTMENT BY THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2012. | Mgmt          | For           |
| 3      | APPROVAL OF THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 4      | THE FREQUENCY OF STOCKHOLDER VOTES TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt          | 1 Year        |

-----  
 TITAN INTERNATIONAL, INC.

Agen

-----  
 Security: 88830M102  
 Meeting Type: Annual  
 Meeting Date: 12-May-2011  
 Ticker: TWI  
 ISIN: US88830M1027  
 -----

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

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   | Type                 |                   |
|----|---|----------------------|-------------------|
| 01 | DIRECTOR<br>RICHARD M CASHIN, JR.<br>ALBERT J. FEBBO<br>MITCHELL I. QUAIN   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02 | TO RATIFY THE SELECTION OF INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM, PRICEWATERHOUSECOOPERS<br>LLP, TO AUDIT THE CONSOLIDATED FINANCIAL STATEMENTS<br>OF THE COMPANY AND ITS SUBSIDIARIES FOR 2011.                     | Mgmt                 | For               |
| 03 | TO APPROVE AN AMENDMENT TO THE TITAN INTERNATIONAL,<br>INC. 2005 EQUITY INCENTIVE PLAN TO INCREASE<br>THE NUMBER OF SHARES OF COMMON STOCK RESERVED<br>FOR ISSUANCE BY 2.1 MILLION SHARES AND TO MAKE<br>A TECHNICAL AMENDMENT. | Mgmt                 | Against           |
| 04 | TO APPROVE A NON-BINDING ADVISORY RESOLUTION<br>ON EXECUTIVE COMPENSATION.  | Mgmt                 | For               |
| 05 | TO RECOMMEND, BY NON-BINDING ADVISORY VOTE,<br>THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON<br>EXECUTIVE COMPENSATION.  | Mgmt                 | 1 Year            |

TIVO INC.

Agen

Security: 888706108  
Meeting Type: Annual  
Meeting Date: 04-Aug-2010  
Ticker: TIVO  
ISIN: US8887061088

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | DIRECTOR<br>JEFFREY T. HINSON<br>WILLIAM CELLA  | Mgmt<br>Mgmt  | For<br>For    |
| 02     | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR THE FISCAL YEAR ENDING JANUARY 31, 2011.                   | Mgmt          | For           |
| 03     | TO APPROVE AN AMENDMENT TO THE AMENDED & RESTATED<br>2008 EQUITY INCENTIVE AWARD PLAN TO RESERVE<br>AN ADDITIONAL 5,000,000 SHARES OF OUR COMMON<br>STOCK FOR ISSUANCE. | Mgmt          | Against       |

UNION PACIFIC CORPORATION

Agen

Security: 907818108  
Meeting Type: Annual

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Date: 05-May-2011  
 Ticker: UNP  
 ISIN: US9078181081

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: A.H. CARD, JR.   | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: E.B. DAVIS, JR.  | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: T.J. DONOHUE   | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: A.W. DUNHAM  | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: J.R. HOPE  | Mgmt          | No vote       |
| 1F     | ELECTION OF DIRECTOR: C.C. KRULAK  | Mgmt          | No vote       |
| 1G     | ELECTION OF DIRECTOR: M.R. MCCARTHY  | Mgmt          | No vote       |
| 1H     | ELECTION OF DIRECTOR: M.W. MCCONNELL   | Mgmt          | No vote       |
| 1I     | ELECTION OF DIRECTOR: T.F. MCLARTY III   | Mgmt          | No vote       |
| 1J     | ELECTION OF DIRECTOR: S.R. ROGEL   | Mgmt          | No vote       |
| 1K     | ELECTION OF DIRECTOR: J.H. VILLARREAL  | Mgmt          | No vote       |
| 1L     | ELECTION OF DIRECTOR: J.R. YOUNG   | Mgmt          | No vote       |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.   | Mgmt          | No vote       |
| 03     | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION ("SAY ON PAY").   | Mgmt          | No vote       |
| 04     | AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION ("SAY ON FREQUENCY").   | Mgmt          | No vote       |
| 5A     | COMPANY PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF INCORPORATION TO REDUCE SHAREHOLDER VOTING REQUIREMENTS RELATED TO: ACTIONS ADVERSELY AFFECTING PREFERRED STOCK.     | Mgmt          | No vote       |
| 5B     | COMPANY PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF INCORPORATION TO REDUCE SHAREHOLDER VOTING REQUIREMENTS RELATED TO: REMOVAL OF DIRECTORS.                            | Mgmt          | No vote       |
| 5C     | COMPANY PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF INCORPORATION TO REDUCE SHAREHOLDER VOTING REQUIREMENTS RELATED TO: CHANGING THE AUTHORIZED AMOUNT OF CAPITAL STOCK. | Mgmt          | No vote       |
| 06     | SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT DIRECTOR TO SERVE AS CHAIRMAN OF THE BOARD IF PROPERLY PRESENTED AT THE ANNUAL MEETING.                                    | Shr           | No vote       |



Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

-----  
 UNITED STATES STEEL CORPORATION  
 -----

Agen

Security: 912909108  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2011  
 Ticker: X  
 ISIN: US9129091081  
 -----

| Prop.# | Proposal  | Proposal Type                        | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>RICHARD A. GEPHARDT*<br>GLEND A. MCNEAL*<br>GRAHAM B. SPANIER*<br>PATRICIA A. TRACEY*<br>JOHN J. ENGEL**  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM      | Mgmt                                 | For                             |
| 03     | APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF<br>THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS                      | Mgmt                                 | For                             |
| 04     | RECOMMENDATION, IN A NON-BINDING ADVISORY VOTE,<br>OF THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE<br>COMPENSATION | Mgmt                                 | 1 Year                          |

-----  
 UNITEDHEALTH GROUP INCORPORATED  
 -----

Agen

Security: 91324P102  
 Meeting Type: Annual  
 Meeting Date: 23-May-2011  
 Ticker: UNH  
 ISIN: US91324P1021  
 -----

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR. | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: RICHARD T. BURKE        | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: ROBERT J. DARRETTA      | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY      | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: MICHELE J. HOOPER       | Mgmt          | No vote       |
| 1F     | ELECTION OF DIRECTOR: RODGER A. LAWSON        | Mgmt          | No vote       |
| 1G     | ELECTION OF DIRECTOR: DOUGLAS W. LEATHERDALE  | Mgmt          | No vote       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1H | ELECTION OF DIRECTOR: GLENN M. RENWICK   | Mgmt | No vote |
| 1I | ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.   | Mgmt | No vote |
| 1J | ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.  | Mgmt | No vote |
| 02 | APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF EXECUTIVE COMPENSATION.   | Mgmt | No vote |
| 03 | RECOMMENDATION, BY A NON-BINDING ADVISORY VOTE, OF THE FREQUENCY OF HOLDING A SAY-ON-PAY VOTE.   | Mgmt | No vote |
| 04 | APPROVAL OF THE UNITEDHEALTH GROUP 2011 INCENTIVE STOCK PLAN.  | Mgmt | No vote |
| 05 | APPROVAL OF AN AMENDMENT TO THE UNITEDHEALTH GROUP 1993 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK ISSUABLE THEREUNDER.           | Mgmt | No vote |
| 06 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt | No vote |

-----  
 UNUM GROUP

Agen

-----  
 Security: 91529Y106  
 Meeting Type: Annual  
 Meeting Date: 25-May-2011  
 Ticker: UNM  
 ISIN: US91529Y1064  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JON S. FOSSEL   | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: GLORIA C. LARSON  | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: WILLIAM J. RYAN   | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: THOMAS R. WATJEN  | Mgmt          | No vote       |
| 02     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt          | No vote       |
| 03     | TO INDICATE, ON AN ADVISORY BASIS, THAT FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION BE HELD EVERY YEAR, EVERY TWO YEARS OR EVERY THREE YEARS. | Mgmt          | No vote       |
| 04     | TO APPROVE THE UNUM EUROPEAN HOLDING COMPANY LIMITED SAVINGS-RELATED SHARE OPTION SCHEME 2011.  | Mgmt          | No vote       |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 05 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2011. | Mgmt | No vote |
|----|---|------|---------|

-----  
VCA ANTECH, INC.

Agen

Security: 918194101  
Meeting Type: Annual  
Meeting Date: 06-Jun-2011  
Ticker: WOOF  
ISIN: US9181941017

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | DIRECTOR<br>JOHN B. CHICKERING, JR.<br>JOHN HEIL  | Mgmt<br>Mgmt  | For<br>For    |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt          | For           |
| 03     | RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE<br>GOALS UNDER THE VCA ANTECH, INC. 2006 EQUITY<br>INCENTIVE PLAN.                       | Mgmt          | For           |
| 04     | RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE<br>GOALS UNDER THE VCA ANTECH, INC. 2007 CASH<br>INCENTIVE PLAN.                         | Mgmt          | For           |
| 05     | ADVISORY VOTE TO APPROVE THE COMPENSATION OF<br>OUR NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 06     | ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE<br>ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED<br>EXECUTIVE OFFICERS.                    | Mgmt          | 1 Year        |

-----  
VERISIGN, INC.

Agen

Security: 92343E102  
Meeting Type: Annual  
Meeting Date: 26-May-2011  
Ticker: VRSN  
ISIN: US92343E1029

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: D. JAMES BIDZOS      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: WILLIAM L. CHENEVICH | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 1C | ELECTION OF DIRECTOR: KATHLEEN A. COTE  | Mgmt | For    |
| 1D | ELECTION OF DIRECTOR: MARK D. MCLAUGHLIN  | Mgmt | For    |
| 1E | ELECTION OF DIRECTOR: ROGER H. MOORE  | Mgmt | For    |
| 1F | ELECTION OF DIRECTOR: JOHN D. ROACH   | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: LOUIS A. SIMPSON  | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: TIMOTHY TOMLINSON   | Mgmt | For    |
| 02 | TO CONDUCT A NON-BINDING, ADVISORY VOTE TO APPROVE VERISIGN, INC.'S EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 03 | TO CONDUCT A NON-BINDING, ADVISORY VOTE ON THE FREQUENCY OF NON-BINDING, STOCKHOLDER ADVISORY VOTES ON VERISIGN, INC.'S EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 04 | TO APPROVE THE AMENDED AND RESTATED VERISIGN, INC. 2006 EQUITY INCENTIVE PLAN.  | Mgmt | For    |
| 05 | TO RATIFY THE SELECTION OF KPMG LLP AS VERISIGN, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2011.    | Mgmt | For    |

---

VERIZON COMMUNICATIONS INC.

Agen

---

Security: 92343V104  
Meeting Type: Annual  
Meeting Date: 05-May-2011  
Ticker: VZ  
ISIN: US92343V1044

---

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICHARD L. CARRION   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: M. FRANCES KEETH     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ROBERT W. LANE       | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: LOWELL C. MCADAM     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: SANDRA O. MOOSE      | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: JOSEPH NEUBAUER      | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: CLARENCE OTIS, JR.   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: HUGH B. PRICE        | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG   | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1K | ELECTION OF DIRECTOR: RODNEY E. SLATER                                       | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: JOHN W. SNOW   | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For     |
| 03 | ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION                              | Mgmt | For     |
| 04 | ADVISORY VOTE RELATED TO FUTURE VOTES ON EXECUTIVE COMPENSATION              | Mgmt | 1 Year  |
| 05 | DISCLOSE PRIOR GOVERNMENT SERVICE  | Shr  | Against |
| 06 | PERFORMANCE STOCK UNIT PERFORMANCE THRESHOLDS                                | Shr  | Against |
| 07 | CUMULATIVE VOTING  | Shr  | Against |
| 08 | SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING                                  | Shr  | Against |

-----  
VISA INC.

Agen

Security: 92826C839  
Meeting Type: Annual  
Meeting Date: 27-Jan-2011  
Ticker: V  
ISIN: US92826C8394

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.  | Mgmt          | For           |
| 02     | TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO IMPLEMENT A MAJORITY VOTE STANDARD IN UNCONTESTED ELECTIONS OF DIRECTORS. | Mgmt          | For           |
| 3 4    | DIRECTOR   |               |               |
|        | GARY P. COUGHLAN   | Mgmt          | For           |
|        | MARY B. CRANSTON   | Mgmt          | For           |
|        | F.J. FERNANDEZ-CARBAJAL  | Mgmt          | For           |
|        | ROBERT W. MATSCHULLAT  | Mgmt          | For           |
|        | CATHY E. MINEHAN   | Mgmt          | For           |
|        | SUZANNE NORA JOHNSON   | Mgmt          | For           |
|        | DAVID J. PANG  | Mgmt          | For           |
|        | JOSEPH W. SAUNDERS   | Mgmt          | For           |
|        | WILLIAM S. SHANAHAN  | Mgmt          | For           |
|        | JOHN A. SWAINSON   | Mgmt          | For           |
|        | SUZANNE NORA JOHNSON   | Mgmt          | For           |
|        | JOSEPH W. SAUNDERS   | Mgmt          | For           |
|        | JOHN A. SWAINSON   | Mgmt          | For           |
| 05     | AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 06     | AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING   | Mgmt          | 1 Year        |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.

|    |  |      |     |
|----|--|------|-----|
| 07 | TO APPROVE THE VISA INC. INCENTIVE PLAN, AS AMENDED AND RESTATED.  | Mgmt | For |
| 08 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011. | Mgmt | For |

-----  
VODAFONE GROUP PLC

Agen

Security: 92857W209  
Meeting Type: Annual  
Meeting Date: 27-Jul-2010  
Ticker: VOD  
ISIN: US92857W2098

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO RECEIVE THE COMPANY'S ACCOUNTS AND REPORTS OF THE DIRECTORS AND THE AUDITORS FOR THE YEAR ENDED 31 MARCH 2010                     | Mgmt          | For           |
| 02     | TO RE-ELECT SIR JOHN BOND AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)   | Mgmt          | For           |
| 03     | TO RE-ELECT JOHN BUCHANAN AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE, MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)          | Mgmt          | For           |
| 04     | TO RE-ELECT VITTORIO COLAO AS A DIRECTOR   | Mgmt          | For           |
| 05     | TO RE-ELECT MICHEL COMBES AS A DIRECTOR  | Mgmt          | For           |
| 06     | TO RE-ELECT ANDY HALFORD AS A DIRECTOR   | Mgmt          | For           |
| 07     | TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR  | Mgmt          | For           |
| 08     | TO RE-ELECT ALAN JEBSON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Mgmt          | For           |
| 09     | TO RE-ELECT SAMUEL JONAH AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Mgmt          | For           |
| 10     | TO RE-ELECT NICK LAND AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Mgmt          | For           |
| 11     | TO RE-ELECT ANNE LAUVERGEON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE)  | Mgmt          | For           |
| 12     | TO RE-ELECT LUC VANDELDELDE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE, MEMBER OF THE REMUNERATION COMMITTEE) | Mgmt          | For           |
| 13     | TO RE-ELECT ANTHONY WATSON AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|     |  |      |         |
|-----|--|------|---------|
| 14  | TO RE-ELECT PHILIP YEA AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)  | Mgmt | For     |
| 15  | TO APPROVE A FINAL DIVIDEND OF 5.65P PER ORDINARY SHARE  | Mgmt | For     |
| 16  | TO APPROVE THE REMUNERATION REPORT   | Mgmt | For     |
| 17  | TO RE-APPOINT DELOITTE LLP AS AUDITORS   | Mgmt | For     |
| 18  | TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITORS   | Mgmt | For     |
| 19  | TO AUTHORISE THE DIRECTORS TO ALLOT SHARES   | Mgmt | Against |
| S20 | TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)  | Mgmt | For     |
| S21 | TO AUTHORISE THE COMPANY'S TO PURCHASE ITS OWN SHARES (SECTION 701, COMPANIES ACT 2006) (SPECIAL RESOLUTION)                                   | Mgmt | For     |
| S22 | TO ADOPT NEW ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION)  | Mgmt | For     |
| S23 | TO AUTHORISE THE CALLING OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING ON NOT LESS THAN 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION) | Mgmt | For     |
| 24  | TO APPROVE THE CONTINUED OPERATION OF THE VODAFONE SHARE INCENTIVE PLAN.   | Mgmt | For     |

-----  
WAL-MART STORES, INC.

Agen

Security: 931142103  
Meeting Type: Annual  
Meeting Date: 03-Jun-2011  
Ticker: WMT  
ISIN: US9311421039

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: AIDA M. ALVAREZ    | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAMES W. BREYER    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: M. MICHELE BURNS   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JAMES I. CASH, JR. | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROGER C. CORBETT   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DOUGLAS N. DAFT    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MICHAEL T. DUKE    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |         |
|----|---|------|---------|
| 1H | ELECTION OF DIRECTOR: GREGORY B. PENNER   | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: STEVEN S REINEMUND  | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: H. LEE SCOTT, JR.   | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: ARNE M. SORENSON  | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: JIM C. WALTON   | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: S. ROBSON WALTON  | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS                                     | Mgmt | For     |
| 1O | ELECTION OF DIRECTOR: LINDA S. WOLF   | Mgmt | For     |
| 02 | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS                      | Mgmt | For     |
| 03 | ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Mgmt | For     |
| 04 | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION | Mgmt | 1 Year  |
| 05 | GENDER IDENTITY NON-DISCRIMINATION POLICY   | Shr  | Against |
| 06 | POLITICAL CONTRIBUTIONS REPORT  | Shr  | Against |
| 07 | SPECIAL SHAREOWNER MEETINGS   | Shr  | Against |
| 08 | REQUIRE SUPPLIER(S) TO PUBLISH AN ANNUAL SUSTAINABILITY REPORT                    | Shr  | Against |
| 09 | CLIMATE CHANGE RISK DISCLOSURE  | Shr  | Against |

-----  
WASTE MANAGEMENT, INC.

Agen

-----  
Security: 94106L109  
Meeting Type: Annual  
Meeting Date: 13-May-2011  
Ticker: WM  
ISIN: US94106L1098  
-----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: PASTORA SAN JUAN CAFFERTY | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: FRANK M. CLARK, JR.       | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: PATRICK W. GROSS          | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JOHN C. POPE              | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: W. ROBERT REUM            | Mgmt          | For           |



## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |        |
|----|--|------|--------|
| 1F | ELECTION OF DIRECTOR: STEVEN G. ROTHMEIER  | Mgmt | For    |
| 1G | ELECTION OF DIRECTOR: DAVID P. STEINER   | Mgmt | For    |
| 1H | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER   | Mgmt | For    |
| 02 | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2011.   | Mgmt | For    |
| 03 | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 04 | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY<br>OF EXECUTIVE COMPENSATION VOTES.   | Mgmt | 1 Year |
| 05 | AN AMENDMENT TO THE COMPANY'S BY-LAWS TO ALLOW<br>STOCKHOLDERS WHO HAVE HELD AT LEAST A 25% NET<br>LONG POSITION IN OUR COMMON STOCK FOR ONE YEAR<br>TO CALL SPECIAL STOCKHOLDER MEETINGS. | Mgmt | For    |

---

WELLS FARGO & COMPANY

Agen

Security: 949746101  
Meeting Type: Annual  
Meeting Date: 03-May-2011  
Ticker: WFC  
ISIN: US9497461015

---

| Prop.# | Proposal                                     | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN D. BAKER II       | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN S. CHEN           | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: LLOYD H. DEAN          | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: SUSAN E. ENGEL         | Mgmt             | For           |
| 1E     | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Mgmt             | For           |
| 1F     | ELECTION OF DIRECTOR: DONALD M. JAMES        | Mgmt             | For           |
| 1G     | ELECTION OF DIRECTOR: MACKEY J. MCDONALD     | Mgmt             | For           |
| 1H     | ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN    | Mgmt             | For           |
| 1I     | ELECTION OF DIRECTOR: NICHOLAS G. MOORE      | Mgmt             | For           |
| 1J     | ELECTION OF DIRECTOR: PHILIP J. QUIGLEY      | Mgmt             | For           |
| 1K     | ELECTION OF DIRECTOR: JUDITH M. RUNSTAD      | Mgmt             | For           |
| 1L     | ELECTION OF DIRECTOR: STEPHEN W. SANGER      | Mgmt             | For           |
| 1M     | ELECTION OF DIRECTOR: JOHN G. STUMPF         | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 1N | ELECTION OF DIRECTOR: SUSAN G. SWENSON   | Mgmt | For     |
| 02 | PROPOSAL TO APPROVE AN ADVISORY RESOLUTION TO APPROVE THE NAMED EXECUTIVES' COMPENSATION.  | Mgmt | For     |
| 03 | ADVISORY PROPOSAL ON THE FREQUENCY OF FUTURE ADVISORY VOTES REGARDING NAMED EXECUTIVES' COMPENSATION.  | Mgmt | 1 Year  |
| 04 | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2011.   | Mgmt | For     |
| 05 | STOCKHOLDER PROPOSAL REGARDING AN AMENDMENT TO THE COMPANY'S BY-LAWS TO ALLOW HOLDERS OF 10% OF THE COMPANY'S COMMON STOCK TO CALL SPECIAL MEETINGS OF STOCKHOLDERS. | Shr  | For     |
| 06 | STOCKHOLDER PROPOSAL TO PROVIDE FOR CUMULATIVE VOTING IN CONTESTED DIRECTOR ELECTIONS.   | Shr  | Against |
| 07 | STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.  | Shr  | Against |
| 08 | STOCKHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON DIRECTOR COMPENSATION.  | Shr  | For     |
| 09 | STOCKHOLDER PROPOSAL REGARDING AN INVESTIGATION AND REPORT ON INTERNAL CONTROLS FOR MORTGAGE SERVICING OPERATIONS.   | Shr  | Against |

---

WHIRLPOOL CORPORATION

Agen

Security: 963320106  
 Meeting Type: Annual  
 Meeting Date: 19-Apr-2011  
 Ticker: WHR  
 ISIN: US9633201069

---

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: SAMUEL R. ALLEN     | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JEFF M. FETTIG      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MICHAEL F. JOHNSTON | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: WILLIAM T. KERR     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOHN D. LIU         | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: MILES L. MARSH      | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: WILLIAM D. PEREZ    | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MICHAEL D. WHITE    | Mgmt          | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 02 | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 03 | ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN<br>ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |
| 04 | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG<br>LLP AS WHIRLPOOL'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2011.                                       | Mgmt | For    |
| 05 | STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED<br>AT THE MEETING, TO ALLOW STOCKHOLDER ACTION<br>BY WRITTEN CONSENT.   | Shr  | For    |
| 06 | STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED<br>AT THE MEETING, TO REQUIRE STOCKHOLDER APPROVAL<br>OF CERTAIN FUTURE SEVERANCE AGREEMENTS WITH<br>SENIOR EXECUTIVES. | Shr  | For    |

-----  
 WILLIS GROUP HOLDINGS PLC

Agen

Security: G96666105  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2011  
 Ticker: WSH  
 ISIN: IE00B4XGY116

| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM W. BRADLEY   | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: JOSEPH A. CALIFANO   | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: ANNA C. CATALANO   | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: SIR ROY GARDNER  | Mgmt             | For           |
| 1E     | ELECTION OF DIRECTOR: SIR JEREMY HANLEY  | Mgmt             | For           |
| 1F     | ELECTION OF DIRECTOR: ROBYN S. KRAVIT  | Mgmt             | For           |
| 1G     | ELECTION OF DIRECTOR: JEFFREY B. LANE  | Mgmt             | For           |
| 1H     | ELECTION OF DIRECTOR: WENDY E. LANE  | Mgmt             | For           |
| 1I     | ELECTION OF DIRECTOR: JAMES F. MCCANN  | Mgmt             | For           |
| 1J     | ELECTION OF DIRECTOR: JOSEPH J. PLUMERI  | Mgmt             | For           |
| 1K     | ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS   | Mgmt             | For           |
| 1L     | ELECTION OF DIRECTOR: MICHAEL J. SOMERS  | Mgmt             | For           |
| 2      | RATIFY THE REAPPOINTMENT OF DELOITTE LLP AS<br>AUDITORS UNTIL THE CLOSE OF THE NEXT ANNUAL<br>GENERAL MEETING OF SHAREHOLDERS AND AUTHORIZE<br>THE BOARD OF DIRECTORS ACTING THROUGH THE AUDIT | Mgmt             | For           |

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

|  |  |      |        |
|--|--|------|--------|
| COMMITTEE TO FIX THE AUDITORS' REMUNERATION. |  |      |        |
| 3  | RENEW THE AUTHORIZATION OF THE COMPANY AND/OR ANY SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF THE COMPANY'S ORDINARY SHARES. | Mgmt | For    |
| 4  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 5  | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.  | Mgmt | 1 Year |

-----  
 YAHOO! INC.

Agen

Security: 984332106  
 Meeting Type: Annual  
 Meeting Date: 23-Jun-2011  
 Ticker: YHOO  
 ISIN: US9843321061

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CAROL BARTZ  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROY J. BOSTOCK   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: PATTI S. HART  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: SUSAN M. JAMES   | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: VYOMESH JOSHI  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID W. KENNY   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: ARTHUR H. KERN   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: BRAD D. SMITH  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: GARY L. WILSON   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JERRY YANG   | Mgmt          | For           |
| 02     | ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                   | Mgmt          | 1 Year        |
| 04     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                    | Mgmt          | For           |
| 05     | SHAREHOLDER PROPOSAL REGARDING HUMAN RIGHTS PRINCIPLES, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr           | Against       |

# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

YUM! BRANDS, INC.

Agen

Security: 988498101  
 Meeting Type: Annual  
 Meeting Date: 19-May-2011  
 Ticker: YUM  
 ISIN: US9884981013

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DAVID W. DORMAN   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MASSIMO FERRAGAMO   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J. DAVID GRISSOM  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: BONNIE G. HILL  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROBERT HOLLAND, JR.   | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: KENNETH G. LANGONE  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JONATHAN S. LINEN   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: THOMAS C. NELSON  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: DAVID C. NOVAK  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: THOMAS M. RYAN  | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: JING-SHYH S. SU   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: ROBERT D. WALTER  | Mgmt          | For           |
| 02     | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 21 OF PROXY)   | Mgmt          | For           |
| 03     | TO APPROVE, BY NON-BINDING ADVISORY VOTE, EXECUTIVE COMPENSATION (PAGE 23 OF PROXY)   | Mgmt          | For           |
| 04     | TO RECOMMEND, BY NON-BINDING ADVISORY VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES (PAGE 24 OF PROXY)                                    | Mgmt          | 1 Year        |
| 05     | PROPOSAL APPROVING AMENDMENT TO COMPANY'S RESTATED ARTICLES OF INCORPORATION TO PERMIT SHAREHOLDERS TO CALL SPECIAL MEETINGS (PAGE 25 OF PROXY) | Mgmt          | For           |

\* Management position unknown

## SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the

## Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

|                |  |
|----------------|--|
| (Registrant)   | Eaton Vance Tax-Managed Buy-Write Opportunities Fund |
| By (Signature) | /s/ Walter A. Row, III                               |
| Name           | Walter A. Row, III                                   |
| Title          | President  |
| Date           | 08/17/2011   |