

# 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 24, 2007

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: 255 State Street  
Boston, MA 02109

NAME AND ADDRESS OF AGENT FOR SERVICE: Alan R. Dynner, Esq.  
255 State Street  
Boston, MA 02109

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2006 - 06/30/2007

Eaton Vance Tax-Managed Buy-Write Opportunities Fund

ABBOTT LABORATORIES

Agen

Security: 002824100  
Meeting Type: Annual  
Meeting Date: 27-Apr-2007  
Ticker: ABT  
ISIN:

| Prop.# | Proposal      | Proposal Type | Proposal Vote |
|--------|---------------|---------------|---------------|
| 01     | DIRECTOR      |               |               |
|        | R.S. AUSTIN   | Mgmt          | For           |
|        | W.M. DALEY    | Mgmt          | For           |
|        | W.J. FARRELL  | Mgmt          | For           |
|        | H.L. FULLER   | Mgmt          | For           |
|        | R.A. GONZALEZ | Mgmt          | For           |
|        | D.A.L. OWEN   | Mgmt          | For           |
|        | B. POWELL JR. | Mgmt          | For           |
|        | W.A. REYNOLDS | Mgmt          | For           |
|        | R.S. ROBERTS  | Mgmt          | For           |

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|    |                                                   |      |         |
|----|---------------------------------------------------|------|---------|
|    | S.C. SCOTT III                                    | Mgmt | For     |
|    | W.D. SMITHBURG                                    | Mgmt | For     |
|    | G.F. TILTON                                       | Mgmt | For     |
|    | M.D. WHITE                                        | Mgmt | For     |
| 02 | RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS | Mgmt | For     |
| 03 | SHAREHOLDER PROPOSAL - ADVISORY VOTE              | Shr  | Against |
| 04 | SHAREHOLDER PROPOSAL - THE ROLES OF CHAIR AND CEO | Shr  | Against |

## ACCO BRANDS CORPORATION

Agen

Security: 00081T108  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: ABD  
ISIN:

| Prop.# | Proposal                                                                                                                                                 | Proposal Type        | Proposal Vote     |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>GORDON R. LOHMAN<br>DR. PATRICIA O. EWERS<br>GEORGE V. BAYLY                                                                                 | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE COMPANY IN 2007. |                      | For               |

## ACCREDITED HOME LENDERS HOLDING CO.

Agen

Security: 00437P107  
Meeting Type: Special  
Meeting Date: 14-Sep-2006  
Ticker: LEND  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                              | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO APPROVE THE ISSUANCE OF SHARES OF ACCREDITED<br>HOME LENDERS HOLDING CO., ( ACCREDITED ) COMMON<br>STOCK IN THE MERGER OF AAMES INVESTMENT CORPORATION<br>( AAMES ), A MARYLAND CORPORATION, WITH AND<br>INTO AHL ACQUISITION, LLC ( MERGER SUB ), A<br>MARYLAND LIMITED LIABILITY COMPANY, ALL AS<br>MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt          | For           |
| 02     | TO APPROVE AN AMENDMENT TO ACCREDITED S AMENDED                                                                                                                                                                                                                                                                                                       | Mgmt          | For           |

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AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CAPITAL STOCK FROM 45,000,000 TO 80,000,000, CONSISTING OF 75,000,000 SHARES OF COMMON STOCK AND 5,000,000 SHARES OF PREFERRED STOCK.

|    |                                                                                                                                                                                                                                                |      |     |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 03 | TO APPROVE THE ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL DESCRIBED IN ITEM 1. | Mgmt | For |
| 04 | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING.                                                                                                     | Mgmt | For |

-----  
ACE LIMITED

Agen-----

Security: G0070K103  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: ACE  
ISIN:

| Prop.# | Proposal                                                                                                                                                                       | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: BRIAN DUPERRAULT                                                                                                                                         | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ROBERT M. HERNANDEZ                                                                                                                                      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: PETER MENIKOFF                                                                                                                                           | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT RIPP                                                                                                                                              | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DERMOT F. SMURFIT                                                                                                                                        | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ACE LIMITED FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007 | Mgmt          | For           |

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ADOBE SYSTEMS INCORPORATED

Agen-----

Security: 00724F101  
Meeting Type: Annual  
Meeting Date: 05-Apr-2007  
Ticker: ADBE  
ISIN:

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

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|    |                                                                                                                                                                   | Type                                 |                                 |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01 | DIRECTOR<br>ROBERT K. BURGESS<br>CAROL MILLS<br>COLLEEN M. POULIOT<br>ROBERT SEDGEWICK<br>JOHN E. WARNOCK                                                         | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02 | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF<br>THE ADOBE SYSTEMS INCORPORATED 2003 EQUITY<br>INCENTIVE PLAN.                                                     | Mgmt                                 | Against                         |
| 03 | STOCKHOLDER PROPOSAL.                                                                                                                                             | Shr                                  | Against                         |
| 04 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING<br>NOVEMBER 30, 2007. | Mgmt                                 | For                             |

-----  
AGILENT TECHNOLOGIES, INC.

Agen-----

Security: 00846U101  
Meeting Type: Annual  
Meeting Date: 27-Feb-2007  
Ticker: A  
ISIN:

| Prop.# | Proposal                                                                                                                                                             | Proposal<br>Type     | Proposal Vote     |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>PAUL N. CLARK<br>JAMES G. CULLEN<br>ROBERT L. JOSS                                                                                                       | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | THE RATIFICATION OF THE AUDIT AND FINANCE COMMITTEE<br>S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP<br>AS AGILENT S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM. | Mgmt                 | For               |

-----  
ALLERGAN, INC.

Agen-----

Security: 018490102  
Meeting Type: Special  
Meeting Date: 20-Sep-2006  
Ticker: AGN  
ISIN:

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

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|    |                                                                                                                                                                                                                              |      |     |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 01 | TO APPROVE AN AMENDMENT TO ALLERGAN S RESTATED<br>CERTIFICATE OF INCORPORATION, AS AMENDED, TO<br>INCREASE THE TOTAL NUMBER OF SHARES OF COMMON<br>STOCK ALLERGAN IS AUTHORIZED TO ISSUE FROM<br>300,000,000 TO 500,000,000. | Mgmt | For |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|

ALLERGAN, INC.

Agen

Security: 018490102  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: AGN  
ISIN:

| Prop.# | Proposal                                                                                                                                 | Proposal Type        | Proposal Vote     |
|--------|------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>MICHAEL R. GALLAGHER<br>GAVIN S. HERBERT<br>STEPHEN J. RYAN, M.D.                                                            | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR FISCAL YEAR 2007 | Mgmt                 | For               |

ALLTEL CORPORATION

Agen

Security: 020039103  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: AT  
ISIN:

| Prop.# | Proposal                                                                                    | Proposal Type                | Proposal Vote            |
|--------|---------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>SCOTT T. FORD<br>L.L GELLERSTEDT, III<br>EMON A. MAHONY, JR.<br>RONALD TOWNSEND | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS                                         | Mgmt                         | For                      |

ALTRIA GROUP, INC.

Agen

Security: 02209S103

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

Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: MO  
ISIN:

| Prop.# | Proposal                                                                                                       | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                       |               |               |
|        | ELIZABETH E. BAILEY                                                                                            | Mgmt          | For           |
|        | HAROLD BROWN                                                                                                   | Mgmt          | For           |
|        | MATHIS CABIALLAVETTA                                                                                           | Mgmt          | For           |
|        | LOUIS C. CAMILLERI                                                                                             | Mgmt          | For           |
|        | J. DUDLEY FISHBURN                                                                                             | Mgmt          | For           |
|        | ROBERT E.R. HUNTLEY                                                                                            | Mgmt          | For           |
|        | THOMAS W. JONES                                                                                                | Mgmt          | For           |
|        | GEORGE MUNOZ                                                                                                   | Mgmt          | For           |
|        | LUCIO A. NOTO                                                                                                  | Mgmt          | For           |
|        | JOHN S. REED                                                                                                   | Mgmt          | For           |
|        | STEPHEN M. WOLF                                                                                                | Mgmt          | For           |
| 02     | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS                                                          | Mgmt          | For           |
| 03     | STOCKHOLDER PROPOSAL 1 - CUMULATIVE VOTING                                                                     | Shr           | Against       |
| 04     | STOCKHOLDER PROPOSAL 2 - INFORMING CHILDREN OF THEIR RIGHTS IF FORCED TO INCUR SECONDHAND SMOKE                | Shr           | Against       |
| 05     | STOCKHOLDER PROPOSAL 3 - STOP ALL COMPANY-SPONSORED CAMPAIGNS ALLEGEDLY ORIENTED TO PREVENT YOUTH FROM SMOKING | Shr           | Against       |
| 06     | STOCKHOLDER PROPOSAL 4 - GET OUT OF TRADITIONAL TOBACCO BUSINESS BY 2010                                       | Shr           | Against       |
| 07     | STOCKHOLDER PROPOSAL 5 - ANIMAL WELFARE POLICY                                                                 | Shr           | Against       |

AMEREN CORPORATION

Agen

Security: 023608102  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: AEE  
ISIN:

| Prop.# | Proposal           | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 01     | DIRECTOR           |               |               |
|        | STEPHEN F. BRAUER  | Mgmt          | For           |
|        | SUSAN S. ELLIOTT   | Mgmt          | For           |
|        | GAYLE P.W. JACKSON | Mgmt          | For           |
|        | JAMES C. JOHNSON   | Mgmt          | For           |
|        | RICHARD A. LIDDY   | Mgmt          | For           |

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|    |                                                                          |      |         |
|----|--------------------------------------------------------------------------|------|---------|
|    | GORDON R. LOHMAN                                                         | Mgmt | For     |
|    | CHARLES W. MUELLER                                                       | Mgmt | For     |
|    | DOUGLAS R. OBERHELMAN                                                    | Mgmt | For     |
|    | GARY L. RAINWATER                                                        | Mgmt | For     |
|    | HARVEY SALIGMAN                                                          | Mgmt | For     |
|    | PATRICK T. STOKES                                                        | Mgmt | For     |
|    | JACK D. WOODARD                                                          | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS | Mgmt | For     |
| 03 | SHAREHOLDER PROPOSAL RELATING TO REPORT ON CALLAWAY PLANT RELEASES       | Shr  | Against |

AMERICAN INTERNATIONAL GROUP, INC.

Agen

Security: 026874107  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: AIG  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                   | Proposal Type                                                                                                        | Proposal Vote                                                                                         |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>MARSHALL A. COHEN<br>MARTIN S. FELDSTEIN<br>ELLEN V. FUTTER<br>STEPHEN L. HAMMERMAN<br>RICHARD C. HOLBROOKE<br>FRED H. LANGHAMMER<br>GEORGE L. MILES, JR.<br>MORRIS W. OFFIT<br>JAMES F. ORR III<br>VIRGINIA M. ROMETTY<br>MARTIN J. SULLIVAN<br>MICHAEL H. SUTTON<br>EDMUND S.W. TSE<br>ROBERT B. WILLUMSTAD<br>FRANK G. ZARB | 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     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                                                                                                                                               | Mgmt                                                                                                                 | For                                                                                                   |
| 03     | ADOPTION OF THE AMERICAN INTERNATIONAL GROUP, INC. 2007 STOCK INCENTIVE PLAN.                                                                                                                                                                                                                                                              | Mgmt                                                                                                                 | Against                                                                                               |
| 04     | SHAREHOLDER PROPOSAL RELATING TO PERFORMANCE-BASED STOCK OPTIONS.                                                                                                                                                                                                                                                                          | Shr                                                                                                                  | Against                                                                                               |

AMGEN INC.

Agen

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

Security: 031162100  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: AMGN  
ISIN:

| Prop.# | Proposal                                                                                                                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: MR. FRANK J. BIONDI, JR.                                                                                                 | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MR. JERRY D. CHOATE                                                                                                      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER                                                                                                   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DR. GILBERT S. OMENN                                                                                                     | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2007. | Mgmt          | For           |
| 03     | TO APPROVE THE AMENDMENTS TO THE COMPANY S RESTATED CERTIFICATE OF INCORPORATION ELIMINATING THE CLASSIFICATION OF THE BOARD OF DIRECTORS.     | Mgmt          | For           |
| 04     | TO APPROVE THE AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED BYLAWS ELIMINATING THE CLASSIFICATION OF THE BOARD OF DIRECTORS.               | Mgmt          | For           |
| 5A     | STOCKHOLDER PROPOSAL #1 (ANIMAL WELFARE POLICY).                                                                                               | Shr           | Against       |
| 5B     | STOCKHOLDER PROPOSAL #2 (SUSTAINABILITY REPORT).                                                                                               | Shr           | Against       |

AMVESCAP PLC

Agen

Security: 03235E100  
Meeting Type: Annual  
Meeting Date: 23-May-2007  
Ticker: AVZ  
ISIN:

| Prop.# | Proposal                                                                                 | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO RECEIVE AND ADOPT THE ACCOUNTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON. | Mgmt          | For           |
| 02     | TO RECEIVE AND ADOPT THE REPORT OF THE BOARD ON REMUNERATION.                            | Mgmt          | For           |
| 03     | TO DECLARE A FINAL DIVIDEND.                                                             | Mgmt          | For           |
| 04     | TO RE-ELECT MR JOSEPH R CANION AS A DIRECTOR OF THE COMPANY.                             | Mgmt          | For           |

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|    |                                                                                                                  |      |         |
|----|------------------------------------------------------------------------------------------------------------------|------|---------|
| 05 | TO RE-ELECT MR EDWARD LAWRENCE AS A DIRECTOR OF THE COMPANY.                                                     | Mgmt | For     |
| 06 | TO RE-ELECT MR JAMES ROBERTSON AS A DIRECTOR OF THE COMPANY.                                                     | Mgmt | For     |
| 07 | TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX THE REMUNERATION.        | Mgmt | For     |
| 08 | TO APPROVE THE CHANGE OF NAME (SPECIAL RESOLUTION).                                                              | Mgmt | For     |
| 09 | TO AUTHORIZE THE DIRECTORS TO ALLOT SHARES PURSUANT TO SECTION 80 OF THE COMPANIES ACT 1985.                     | Mgmt | For     |
| 10 | TO DISAPPLY STATUTORY PRE-EMPTION RIGHTS PURSUANT TO SECTION 95 OF THE COMPANIES ACT 1985. (SPECIAL RESOLUTION). | Mgmt | Against |
| 11 | TO RENEW THE COMPANY S AUTHORITY TO MAKE MARKET PURCHASES OF ITS OWN ORDINARY SHARES (SPECIAL RESOLUTION).       | Mgmt | For     |
| 12 | TO APPROVE THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION).                                   | Mgmt | For     |
| 13 | TO APPROVE THE AMENDMENT TO ARTICLE 96.1 OF THE ARTICLES OF ASSOCIATION.                                         | Mgmt | For     |

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ANALOG DEVICES, INC.

Agen

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Security: 032654105  
Meeting Type: Annual  
Meeting Date: 13-Mar-2007  
Ticker: ADI  
ISIN:  
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| Prop.# | Proposal                                                                                                                                                 | Proposal Type                | Proposal Vote            |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JERALD G. FISHMAN<br>JOHN C. HODGSON<br>F. GRANT SAVIERS<br>PAUL J. SEVERINO                                                                 | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING NOVEMBER 3, 2007. | Mgmt                         | For                      |
| 03     | SHAREHOLDER PROPOSAL RELATING TO PERFORMANCE-BASED STOCK OPTION GRANTS TO SENIOR EXECUTIVES, AS DESCRIBED IN THE COMPANY S PROXY STATEMENT.              | Shr                          | Against                  |
| 04     | SHAREHOLDER PROPOSAL RELATING TO MAJORITY VOTING                                                                                                         | Shr                          | Against                  |

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IN DIRECTOR ELECTIONS, AS DESCRIBED IN THE  
COMPANY S PROXY STATEMENT.

AON CORPORATION

Agen

Security: 037389103  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: AOC  
ISIN:

| Prop.# | Proposal                                                                                                       | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                       |               |               |
|        | PATRICK G. RYAN                                                                                                | Mgmt          | For           |
|        | GREGORY C. CASE                                                                                                | Mgmt          | For           |
|        | EDGAR D. JANNOTTA                                                                                              | Mgmt          | For           |
|        | JAN KALFF                                                                                                      | Mgmt          | For           |
|        | LESTER B. KNIGHT                                                                                               | Mgmt          | For           |
|        | J. MICHAEL LOSH                                                                                                | Mgmt          | For           |
|        | R. EDEN MARTIN                                                                                                 | Mgmt          | For           |
|        | ANDREW J. MCKENNA                                                                                              | Mgmt          | For           |
|        | ROBERT S. MORRISON                                                                                             | Mgmt          | For           |
|        | RICHARD B. MYERS                                                                                               | Mgmt          | For           |
|        | RICHARD C. NOTEBAERT                                                                                           | Mgmt          | For           |
|        | JOHN W. ROGERS, JR.                                                                                            | Mgmt          | For           |
|        | GLORIA SANTONA                                                                                                 | Mgmt          | For           |
|        | CAROLYN Y. WOO                                                                                                 | Mgmt          | For           |
| 02     | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG<br>LLP AS AON S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM. | Mgmt          | For           |

APPLE INC.

Agen

Security: 037833100  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: AAPL  
ISIN:

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 01     | DIRECTOR            |               |               |
|        | WILLIAM V. CAMPBELL | Mgmt          | For           |
|        | MILLARD S. DREXLER  | Mgmt          | For           |
|        | ALBERT A. GORE, JR. | Mgmt          | For           |
|        | STEVEN P. JOBS      | Mgmt          | For           |
|        | ARTHUR D. LEVINSON  | Mgmt          | For           |
|        | ERIC E. SCHMIDT     | Mgmt          | For           |

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|    |                                                                                                                                   |      |         |
|----|-----------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | JEROME B. YORK                                                                                                                    | Mgmt | For     |
| 02 | TO APPROVE AMENDMENTS TO THE APPLE INC. 2003<br>EMPLOYEE STOCK PLAN.                                                              | Mgmt | Against |
| 03 | TO APPROVE AMENDMENTS TO THE APPLE INC. EMPLOYEE<br>STOCK PURCHASE PLAN.                                                          | Mgmt | For     |
| 04 | TO APPROVE AMENDMENTS TO THE 1997 DIRECTOR STOCK<br>OPTION PLAN.                                                                  | Mgmt | Against |
| 05 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE<br>COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR 2007.  | Mgmt | For     |
| 06 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>OPTION DATING POLICY, IF PROPERLY PRESENTED<br>AT THE MEETING.                     | Shr  | Against |
| 07 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>PAY FOR PERFORMANCE STANDARD, IF PROPERLY<br>PRESENTED AT THE MEETING.             | Shr  | Against |
| 08 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>ENVIRONMENTAL REPORT, IF PROPERLY PRESENTED<br>AT THE MEETING.                     | Shr  | Against |
| 09 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>EQUITY RETENTION POLICY, IF PROPERLY PRESENTED<br>AT THE MEETING.                  | Shr  | Against |
| 10 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>ELECTRONIC WASTE TAKE BACK AND RECYCLING,<br>IF PROPERLY PRESENTED AT THE MEETING. | Shr  | Against |
| 11 | TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED<br>ADVISORY VOTE ON COMPENSATION, IF PROPERLY<br>PRESENTED AT THE MEETING.            | Shr  | Against |

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APPLERA CORPORATION

Agen

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Security: 038020103  
Meeting Type: Annual  
Meeting Date: 19-Oct-2006  
Ticker: ABI  
ISIN:  
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| Prop.# | Proposal             | Proposal<br>Type | Proposal Vote |
|--------|----------------------|------------------|---------------|
| 01     | DIRECTOR             |                  |               |
|        | RICHARD H. AYERS     | Mgmt             | For           |
|        | JEAN-LUC BELINGARD   | Mgmt             | For           |
|        | ROBERT H. HAYES      | Mgmt             | For           |
|        | ARNOLD J. LEVINE     | Mgmt             | For           |
|        | WILLIAM H. LONGFIELD | Mgmt             | For           |
|        | THEODORE E. MARTIN   | Mgmt             | For           |

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

|    |                                                                                                                                                        |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | CAROLYN W. SLAYMAN                                                                                                                                     | Mgmt | For |
|    | ORIN R. SMITH                                                                                                                                          | Mgmt | For |
|    | JAMES R. TOBIN                                                                                                                                         | Mgmt | For |
|    | TONY L. WHITE                                                                                                                                          | Mgmt | For |
| 02 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2007. | Mgmt | For |
| 03 | APPROVAL OF AMENDMENTS TO THE APPLERA CORPORATION RESTATED CERTIFICATE OF INCORPORATION.                                                               | Mgmt | For |
| 04 | APPROVAL OF AMENDMENTS TO THE APPLERA CORPORATION/APPLIED BIOSYSTEMS GROUP AMENDED AND RESTATED 1999 STOCK INCENTIVE PLAN.                             | Mgmt | For |
| 05 | APPROVAL OF AMENDMENTS TO THE APPLERA CORPORATION/CELERA GENOMICS GROUP AMENDED AND RESTATED 1999 STOCK INCENTIVE PLAN.                                | Mgmt | For |

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 APPLIED MATERIALS, INC.

----- Agen

Security: 038222105  
 Meeting Type: Annual  
 Meeting Date: 14-Mar-2007  
 Ticker: AMAT  
 ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                      | Proposal Type                                                                | Proposal Vote                                                      |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>MICHAEL H. ARMACOST<br>ROBERT H. BRUST<br>DEBORAH A. COLEMAN<br>PHILIP V. GERDINE<br>THOMAS J. IANNOTTI<br>CHARLES Y.S. LIU<br>JAMES C. MORGAN<br>GERHARD H. PARKER<br>WILLEM P. ROELANDTS<br>MICHAEL R. SPLINTER | 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 APPROVE THE AMENDED AND RESTATED EMPLOYEE STOCK INCENTIVE PLAN.                                                                                                                                                            | Mgmt                                                                         | For                                                                |
| 03     | TO APPROVE THE AMENDED AND RESTATED EMPLOYEES STOCK PURCHASE PLAN.                                                                                                                                                            | Mgmt                                                                         | For                                                                |
| 04     | TO APPROVE THE AMENDED AND RESTATED SENIOR EXECUTIVE BONUS PLAN.                                                                                                                                                              | Mgmt                                                                         | For                                                                |
| 05     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS APPLIED MATERIALS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007.                                                                                                | Mgmt                                                                         | For                                                                |

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

ARCHER-DANIELS-MIDLAND COMPANY

Agen

Security: 039483102  
Meeting Type: Annual  
Meeting Date: 02-Nov-2006  
Ticker: ADM  
ISIN:

| Prop.# | Proposal                                                                                                                                                                           | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>G.A. ANDREAS<br>A.L. BOECKMANN<br>M.H. CARTER<br>R.S. JOSLIN<br>A. MACIEL<br>P.J. MOORE<br>M.B. MULRONEY<br>T.F. O'NEILL<br>O.G. WEBB<br>K.R. WESTBROOK<br>P.A. WOERTZ | 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     | ADOPT STOCKHOLDER S PROPOSAL NO. 1 (LABELING GENETICALLY ENGINEERED FOOD.)                                                                                                         | Shr                                                                                          | Against                                                                          |
| 03     | ADOPT STOCKHOLDER S PROPOSAL NO. 2 (CODE OF CONDUCT REGARDING GLOBAL HUMAN RIGHTS STANDARDS.)                                                                                      | Shr                                                                                          | Against                                                                          |

ARTHUR J. GALLAGHER & CO.

Agen

Security: 363576109  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: AJG  
ISIN:

| Prop.# | Proposal                                                                                                                           | Proposal Type        | Proposal Vote                 |
|--------|------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------------------|
| 01     | DIRECTOR<br>WILLIAM L. BAX<br>T. KIMBALL BROOKER<br>DAVID S. JOHNSON                                                               | Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2007. | Mgmt                 | No vote                       |

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

ASHLAND INC.

Agen

Security: 044209104  
Meeting Type: Annual  
Meeting Date: 25-Jan-2007  
Ticker: ASH  
ISIN:

| Prop.# | Proposal                                                                                                         | Proposal Type                        | Proposal Vote                   |
|--------|------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>ERNEST H. DREW*<br>MANNIE L. JACKSON*<br>THEODORE M. SOLSO*<br>MICHAEL J. WARD*<br>JOHN F. TURNER**  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF ERNST & YOUNG AS INDEPENDENT AUDITORS FOR FISCAL 2007.                                           | Mgmt                                 | For                             |
| 03     | SHAREHOLDER PROPOSAL TO INITIATE THE APPROPRIATE PROCESS TO IMPLEMENT MAJORITY VOTING FOR ELECTION OF DIRECTORS. | Shr                                  | Against                         |

ASM LITHOGRAPHY HOLDING N.V.

Agen

Security: N07059111  
Meeting Type: Annual  
Meeting Date: 28-Mar-2007  
Ticker: ASML  
ISIN:

| Prop.# | Proposal                                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 03     | DISCUSSION OF THE ANNUAL REPORT 2006 AND ADOPTION OF THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ( FY ) 2006, AS PREPARED IN ACCORDANCE WITH DUTCH LAW. | Mgmt          | For           |
| 04     | DISCHARGE OF THE MEMBERS OF THE BOARD OF MANAGEMENT ( BOM ) FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FY 2006.                                       | Mgmt          | For           |
| 05     | DISCHARGE OF THE MEMBERS OF THE SUPERVISORY BOARD ( SB ) FROM LIABILITY FOR THEIR RESPONSIBILITIES IN THE FY 2006.                                          | Mgmt          | For           |
| 07     | PROPOSAL TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY.                                                                                               | Mgmt          | For           |
| 8A     | APPROVAL OF THE NUMBER OF PERFORMANCE STOCK AVAILABLE FOR THE BOM AND AUTHORIZATION OF THE BOM TO ISSUE THE PERFORMANCE STOCK.                              | Mgmt          | For           |

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

|     |                                                                                                                                                                                                                                                                                                               |      |     |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 8B  | APPROVAL OF THE NUMBER OF PERFORMANCE STOCK OPTIONS AVAILABLE FOR THE BOM AND AUTHORIZATION OF THE BOM TO ISSUE THE PERFORMANCE STOCK OPTIONS.                                                                                                                                                                | Mgmt | For |
| 8C  | APPROVAL OF THE NUMBER OF SHARES, EITHER IN STOCK OR STOCK OPTIONS, AVAILABLE FOR ASML EMPLOYEES AND AUTHORIZATION OF THE BOM TO ISSUE THE STOCK OR STOCK OPTIONS.                                                                                                                                            | Mgmt | For |
| 09  | NOMINATION FOR APPOINTMENT OF MR. W. T. SIEGLE AS MEMBER OF THE SB.                                                                                                                                                                                                                                           | Mgmt | For |
| 11  | REMUNERATION OF THE SB.                                                                                                                                                                                                                                                                                       | Mgmt | For |
| 12A | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS TO ISSUE (RIGHTS TO SUBSCRIBE FOR) SHARES IN THE CAPITAL OF THE COMPANY, LIMITED TO 5% OF THE ISSUED CAPITAL AT THE TIME OF THE AUTHORIZATION.                                                                                                        | Mgmt | For |
| 12B | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS TO RESTRICT OR EXCLUDE THE PRE-EMPTION RIGHTS ACCRUING TO SHAREHOLDERS IN CONNECTION WITH ITEM 12A.                                                                                                                                                   | Mgmt | For |
| 12C | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS TO ISSUE (RIGHTS TO SUBSCRIBE FOR) SHARES IN THE CAPITAL OF THE COMPANY, FOR AN ADDITIONAL 5% OF THE ISSUED 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 | For |
| 12D | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS TO RESTRICT OR EXCLUDE THE PRE-EMPTION RIGHTS ACCRUING TO SHAREHOLDERS IN CONNECTION WITH ITEM 12C.                                                                                                                                                   | Mgmt | For |
| 13  | PROPOSAL TO CANCEL ORDINARY SHARES IN THE SHARE CAPITAL OF THE COMPANY (TO BE) REPURCHASED BY THE COMPANY.                                                                                                                                                                                                    | Mgmt | For |
| 14  | PROPOSAL TO AUTHORIZE THE BOM FOR A PERIOD OF 18 MONTHS TO ACQUIRE ORDINARY SHARES IN THE COMPANY S CAPITAL.                                                                                                                                                                                                  | Mgmt | For |
| 15  | PROPOSAL TO CANCEL ADDITIONAL ORDINARY SHARES IN THE SHARE CAPITAL OF THE COMPANY TO BE REPURCHASED BY THE COMPANY FOLLOWING THE CANCELLATION OF THE ORDINARY SHARES UNDER ITEM 13.                                                                                                                           | Mgmt | For |
| 16  | PROPOSAL TO CANCEL ADDITIONAL ORDINARY SHARES IN THE SHARE CAPITAL OF THE COMPANY TO BE REPURCHASED BY THE COMPANY FOLLOWING THE CANCELLATION OF THE ORDINARY SHARES UNDER ITEM 15.                                                                                                                           | Mgmt | For |

AT&T INC.

Agen

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

Security: 00206R102  
Meeting Type: Special  
Meeting Date: 21-Jul-2006  
Ticker: T  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVE ISSUANCE OF AT&T COMMON SHARES REQUIRED TO BE ISSUED PURSUANT TO THE MERGER AGREEMENT, DATED AS OF MARCH 4, 2006, BY AND AMONG BELL SOUTH CORPORATION, AT&T INC. AND ABC CONSOLIDATION CORP., AS IT MAY BE AMENDED. | Mgmt          | For           |

AT&T INC.

Agen

Security: 00206R102  
Meeting Type: Annual  
Meeting Date: 27-Apr-2007  
Ticker: T  
ISIN:

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------|---------------|---------------|
| A01    | ELECTION OF DIRECTOR: WILLIAM F. ALDINGER III | Mgmt          | For           |
| A02    | ELECTION OF DIRECTOR: GILBERT F. AMELIO       | Mgmt          | For           |
| A03    | ELECTION OF DIRECTOR: REUBEN V. ANDERSON      | Mgmt          | For           |
| A04    | ELECTION OF DIRECTOR: JAMES H. BLANCHARD      | Mgmt          | For           |
| A05    | ELECTION OF DIRECTOR: AUGUST A. BUSCH III     | Mgmt          | For           |
| A06    | ELECTION OF DIRECTOR: JAMES P. KELLY          | Mgmt          | For           |
| A07    | ELECTION OF DIRECTOR: CHARLES F. KNIGHT       | Mgmt          | For           |
| A08    | ELECTION OF DIRECTOR: JON C. MADONNA          | Mgmt          | For           |
| A09    | ELECTION OF DIRECTOR: LYNN M. MARTIN          | Mgmt          | For           |
| A10    | ELECTION OF DIRECTOR: JOHN B. MCCOY           | Mgmt          | For           |
| A11    | ELECTION OF DIRECTOR: MARY S. METZ            | Mgmt          | For           |
| A12    | ELECTION OF DIRECTOR: TONI REMBE              | Mgmt          | For           |
| A13    | ELECTION OF DIRECTOR: JOYCE M. ROCHE          | Mgmt          | For           |
| A14    | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON   | Mgmt          | For           |
| A15    | ELECTION OF DIRECTOR: LAURA D ANDREA TYSON    | Mgmt          | For           |

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

|     |                                               |      |         |
|-----|-----------------------------------------------|------|---------|
| A16 | ELECTION OF DIRECTOR: PATRICIA P. UPTON       | Mgmt | For     |
| A17 | ELECTION OF DIRECTOR: EDWARD E. WHITACRE, JR. | Mgmt | For     |
| B02 | RATIFY APPOINTMENT OF INDEPENDENT AUDITORS    | Mgmt | For     |
| B03 | APPROVE THE AT&T SEVERANCE POLICY             | Mgmt | For     |
| C04 | STOCKHOLDER PROPOSAL A                        | Shr  | Against |
| C05 | STOCKHOLDER PROPOSAL B                        | Shr  | For     |
| C06 | STOCKHOLDER PROPOSAL C                        | Shr  | Against |
| C07 | STOCKHOLDER PROPOSAL D                        | Shr  | Against |
| C08 | STOCKHOLDER PROPOSAL E                        | Shr  | For     |

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 ATHEROS COMMUNICATIONS, INC.

Agen

Security: 04743P108  
 Meeting Type: Annual  
 Meeting Date: 22-May-2007  
 Ticker: ATHR  
 ISIN:

| Prop.# | Proposal                                                                                                                           | Proposal Type        | Proposal Vote     |
|--------|------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>CRAIG H. BARRATT<br>MARSHALL L. MOHR<br>ANDREW S. RAPPAPORT                                                            | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2007. | Mgmt                 | For               |

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 AUTOMATIC DATA PROCESSING, INC.

Agen

Security: 053015103  
 Meeting Type: Annual  
 Meeting Date: 14-Nov-2006  
 Ticker: ADP  
 ISIN:

| Prop.# | Proposal                         | Proposal Type | Proposal Vote |
|--------|----------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>GREGORY D. BRENNEMAN | Mgmt          | For           |

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

|    |                                                                                         |      |     |
|----|-----------------------------------------------------------------------------------------|------|-----|
|    | LESLIE A. BRUN                                                                          | Mgmt | For |
|    | GARY C. BUTLER                                                                          | Mgmt | For |
|    | LEON G. COOPERMAN                                                                       | Mgmt | For |
|    | R. GLENN HUBBARD                                                                        | Mgmt | For |
|    | JOHN P. JONES                                                                           | Mgmt | For |
|    | ANN DIBBLE JORDAN                                                                       | Mgmt | For |
|    | FREDERIC V. MALEK                                                                       | Mgmt | For |
|    | HENRY TAUB                                                                              | Mgmt | For |
|    | ARTHUR F. WEINBACH                                                                      | Mgmt | For |
| 02 | APPROVAL OF THE COMPANY S AMENDED AND RESTATED<br>EXECUTIVE INCENTIVE COMPENSATION PLAN | Mgmt | For |
| 03 | APPOINTMENT OF DELOITTE & TOUCHE LLP                                                    | Mgmt | For |

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 AVERY DENNISON CORPORATION

Agen

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 Security: 053611109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: AVY  
 ISIN:  
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| Prop.# | Proposal                                                                                                                                                                  | Proposal Type        | Proposal Vote     |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>ROLF BORJESSON<br>PETER W. MULLIN<br>PATRICK T. SIEWERT                                                                                                       | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR<br>THE CURRENT FISCAL YEAR, WHICH ENDS ON DECEMBER<br>29, 2007 | Mgmt                 | For               |

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 BANK OF AMERICA CORPORATION

Agen

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 Security: 060505104  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2007  
 Ticker: BAC  
 ISIN:  
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| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM BARNET, III   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR. | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JOHN T. COLLINS       | Mgmt          | For           |

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

|    |                                                                            |      |         |
|----|----------------------------------------------------------------------------|------|---------|
| 1D | ELECTION OF DIRECTOR: GARY L. COUNTRYMAN                                   | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: TOMMY R. FRANKS                                      | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: CHARLES K. GIFFORD                                   | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: W. STEVEN JONES                                      | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: KENNETH D. LEWIS                                     | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: MONICA C. LOZANO                                     | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: WALTER E. MASSEY                                     | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: THOMAS J. MAY                                        | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: PATRICIA E. MITCHELL                                 | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: THOMAS M. RYAN                                       | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: O. TEMPLE SLOAN, JR.                                 | Mgmt | For     |
| 1O | ELECTION OF DIRECTOR: MEREDITH R. SPANGLER                                 | Mgmt | For     |
| 1P | ELECTION OF DIRECTOR: ROBERT L. TILLMAN                                    | Mgmt | For     |
| 1Q | ELECTION OF DIRECTOR: JACKIE M. WARD                                       | Mgmt | For     |
| 02 | RATIFICATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Mgmt | For     |
| 03 | STOCKHOLDER PROPOSAL - STOCK OPTIONS                                       | Shr  | Against |
| 04 | STOCKHOLDER PROPOSAL - NUMBER OF DIRECTORS                                 | Shr  | Against |
| 05 | STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN                          | Shr  | Against |

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BAXTER INTERNATIONAL INC.

Agen

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Security: 071813109  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: BAX  
ISIN:  
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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|-------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: BLAKE E. DEVITT     | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN D. FORSYTH     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: GAIL D. FOSLER      | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN | Mgmt          | For           |

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

|    |                                                               |      |         |
|----|---------------------------------------------------------------|------|---------|
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For     |
| 03 | APPROVAL OF 2007 INCENTIVE PLAN                               | Mgmt | Against |

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BECTON, DICKINSON AND COMPANY

Agen

Security: 075887109  
 Meeting Type: Annual  
 Meeting Date: 30-Jan-2007  
 Ticker: BDX  
 ISIN:

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| Prop.# | Proposal                                                                                                            | Proposal Type                        | Proposal Vote                   |
|--------|---------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>CLAIRE FRASER-LIGGETT<br>HENRY P. BECTON, JR.<br>EDWARD F. DEGRAAN<br>ADEL A.F. MAHMOUD<br>JAMES F. ORR | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                          | Mgmt                                 | For                             |
| 03     | AMENDMENT TO THE 2004 EMPLOYEE AND DIRECTOR EQUITY-BASED COMPENSATION PLAN                                          | Mgmt                                 | For                             |
| 04     | CUMULATIVE VOTING                                                                                                   | Shr                                  | Against                         |

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BEMIS COMPANY, INC.

Agen

Security: 081437105  
 Meeting Type: Annual  
 Meeting Date: 03-May-2007  
 Ticker: BMS  
 ISIN:

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| Prop.# | Proposal                                                                                                                      | Proposal Type                | Proposal Vote            |
|--------|-------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>NANCY P. MCDONALD<br>JEFFREY H. CURLER<br>ROGER D. O'SHAUGHNESSY<br>DAVID S. HAFFNER                              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | 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. | Mgmt                         | For                      |

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

03 TO VOTE UPON THE STOCKHOLDER PROPOSAL ON COMPENSATION Shr Against  
REPORT, IF PROPERLY PRESENTED AT THE MEETING.

BEST BUY CO., INC.

Agen

Security: 086516101  
Meeting Type: Annual  
Meeting Date: 27-Jun-2007  
Ticker: BBY  
ISIN:

| Prop.# | Proposal                                                                                                                                                            | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                                                                            |               |               |
|        | RONALD JAMES*                                                                                                                                                       | Mgmt          | For           |
|        | ELLIOT S. KAPLAN*                                                                                                                                                   | Mgmt          | For           |
|        | MATTHEW H. PAULL*                                                                                                                                                   | Mgmt          | For           |
|        | JAMES E. PRESS*                                                                                                                                                     | Mgmt          | For           |
|        | RICHARD M. SCHULZE*                                                                                                                                                 | Mgmt          | For           |
|        | MARY A. TOLAN*                                                                                                                                                      | Mgmt          | For           |
|        | HATIM A. TYABJI*                                                                                                                                                    | Mgmt          | For           |
|        | ROGELIO M. REBOLLEDO**                                                                                                                                              | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 1, 2008.   | Mgmt          | For           |
| 03     | APPROVAL OF AN AMENDMENT TO THE BEST BUY CO., INC. 2004 OMNIBUS STOCK AND INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES SUBJECT TO THE PLAN TO 38 MILLION SHARES. | Mgmt          | Against       |

BIOGEN IDEC INC.

Agen

Security: 09062X103  
Meeting Type: Annual  
Meeting Date: 31-May-2007  
Ticker: BIIB  
ISIN:

| Prop.# | Proposal                                                                                      | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                      |               |               |
|        | JAMES C. MULLEN                                                                               | Mgmt          | For           |
|        | BRUCE R. ROSS                                                                                 | Mgmt          | For           |
|        | MARIJN E. DEKKERS                                                                             | Mgmt          | For           |
| 02     | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED | Mgmt          | For           |

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

PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR  
ENDING DECEMBER 31, 2007.

BIOMARIN PHARMACEUTICAL INC.

Agen

Security: 09061G101  
Meeting Type: Annual  
Meeting Date: 07-Jun-2007  
Ticker: BMRN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                              | Proposal Type                                                | Proposal Vote                                        |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>JEAN-JACQUES BIENAIME<br>MICHAEL GREY<br>ELAINE J. HERON<br>JOSEPH KLEIN, III<br>PIERRE LAPALME<br>V. BRYAN LAWLIS<br>ALAN J. LEWIS<br>RICHARD A. MEIER                   | 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     | PROPOSAL TO RATIFY THE SELECTION BY THE BOARD<br>OF DIRECTORS OF KPMG LLP AS THE COMPANY S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR<br>ENDING DECEMBER 31, 2007. | Mgmt                                                         | For                                                  |
| 03     | PROPOSAL TO INCREASE THE NUMBER OF AUTHORIZED<br>SHARES OF COMMON STOCK OF THE COMPANY FROM<br>150,000,000 TO 250,000,000.                                                            | Mgmt                                                         | Against                                              |

BMC SOFTWARE, INC.

Agen

Security: 055921100  
Meeting Type: Annual  
Meeting Date: 22-Aug-2006  
Ticker: BMC  
ISIN:

| Prop.# | Proposal                                                                                                                                        | Proposal Type                                        | Proposal Vote                                 |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>B. GARLAND CUPP<br>ROBERT E. BEAUCHAMP<br>JON E. BARFIELD<br>JOHN W. BARTER<br>MELDON K. GAFNER<br>LEW W. GRAY<br>P. THOMAS JENKINS | 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

|    |                                                                                                                                           |      |     |
|----|-------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | LOUIS J. LAVIGNE, JR.                                                                                                                     | Mgmt | For |
|    | KATHLEEN A. O'NEIL                                                                                                                        | Mgmt | For |
|    | GEORGE F. RAYMOND                                                                                                                         | Mgmt | For |
|    | TOM C. TINSLEY                                                                                                                            | Mgmt | For |
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING MARCH 31, 2007. | Mgmt | For |
| 03 | PROPOSAL TO RATIFY AND APPROVE THE BMC SOFTWARE, INC. 2006 EMPLOYEE STOCK PURCHASE PLAN.                                                  | Mgmt | For |

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BRISTOL-MYERS SQUIBB COMPANY

Agen

Security: 110122108  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: BMY  
ISIN:

| Prop.# | Proposal                                                      | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: L.B. CAMPBELL                           | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.M. CORNELIUS                          | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: L.J. FREEH                              | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.                     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: M. GROBSTEIN                            | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: L. JOHANSSON                            | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: J.D. ROBINSON III                       | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: V.L. SATO, PH.D.                        | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: R.S. WILLIAMS, M.D.                     | Mgmt          | For           |
| 02     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |
| 03     | 2007 STOCK AWARD AND INCENTIVE PLAN                           | Mgmt          | Against       |
| 04     | SENIOR EXECUTIVE PERFORMANCE INCENTIVE PLAN                   | Mgmt          | Against       |
| 05     | EXECUTIVE COMPENSATION DISCLOSURE                             | Shr           | Against       |
| 06     | RECOUPMENT                                                    | Shr           | Against       |
| 07     | CUMULATIVE VOTING                                             | Shr           | Against       |

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

BROCADE COMMUNICATIONS SYSTEMS, INC.

Agen

Security: 111621108  
Meeting Type: Annual  
Meeting Date: 19-Apr-2007  
Ticker: BRCD  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                         | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>RENATO A. DIPENTIMA<br>SANJAY VASWANI                                                                                                                                                | Mgmt<br>Mgmt  | For<br>For    |
| 02     | TO AMEND BROCADE S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT A 1-FOR-100 REVERSE STOCK SPLIT IMMEDIATELY FOLLOWED BY A 100-FOR-1 FORWARD STOCK SPLIT OF BROCADE S COMMON STOCK | Mgmt          | For           |
| 03     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF BROCADE COMMUNICATIONS SYSTEMS, INC. FOR THE FISCAL YEAR ENDING OCTOBER 27, 2007                                              | Mgmt          | For           |

BUSINESS OBJECTS S.A.

Agen

Security: 12328X107  
Meeting Type: Annual  
Meeting Date: 05-Jun-2007  
Ticker: BOBJ  
ISIN:

| Prop.# | Proposal                                                                                         | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE COMPANY S STATUTORY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2006    | Mgmt          | For           |
| 02     | APPROVAL OF THE COMPANY S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2006 | Mgmt          | For           |
| 03     | ALLOCATION OF THE COMPANY S EARNINGS FOR THE YEAR ENDED DECEMBER 31, 2006                        | Mgmt          | For           |
| 04     | RENEWAL OF THE TERM OF OFFICE OF MR. ARNOLD SILVERMAN, AS A DIRECTOR OF THE COMPANY              | Mgmt          | For           |
| 05     | RENEWAL OF THE TERM OF OFFICE OF MR. BERNARD CHARLES, AS A DIRECTOR OF THE COMPANY               | Mgmt          | For           |
| 06     | RENEWAL OF THE TERM OF OFFICE OF DR. KURT LAUK,                                                  | Mgmt          | For           |

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

|     |                                                                                                                                                                                                                                                                                                          |      |         |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|     | AS A DIRECTOR OF THE COMPANY                                                                                                                                                                                                                                                                             |      |         |
| O7  | RENEWAL OF TERM OF OFFICE OF MR. CARL PASCARELLA,<br>AS A DIRECTOR OF THE COMPANY                                                                                                                                                                                                                        | Mgmt | For     |
| O8  | APPROVAL OF AN ADDITIONAL AGGREGATE AMOUNT OF<br>AUTHORIZED DIRECTOR FEES                                                                                                                                                                                                                                | Mgmt | For     |
| O9  | RATIFICATION OF REGULATED AGREEMENTS                                                                                                                                                                                                                                                                     | Mgmt | For     |
| O10 | APPOINTMENT OF CONSTANTIN ASSOCIES, AS THE COMPANY<br>S NEW SECOND ALTERNATE STATUTORY AUDITORS,<br>AS A REPLACEMENT FOR ROUER, BERNARD, BRETOUT,<br>THE COMPANY S NEW SECOND REGULAR STATUTORY<br>AUDITORS                                                                                              | Mgmt | For     |
| O11 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO REPURCHASE SHARES OF THE COMPANY                                                                                                                                                                                                                   | Mgmt | For     |
| E12 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO REDUCE THE COMPANY S SHARE CAPITAL BY CANCELLATION<br>OF TREASURY SHARES                                                                                                                                                                           | Mgmt | For     |
| E13 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO INCREASE THE COMPANY S SHARE CAPITAL THROUGH<br>THE ISSUANCE OF ORDINARY SHARES, WITH SUBSCRIPTION<br>RESERVED TO THE PARTICIPANTS IN THE COMPANY<br>S EMPLOYEE SAVINGS PLAN                                                                       | Mgmt | For     |
| E14 | DELEGATION OF POWERS GRANTED TO THE BOARD OF<br>DIRECTORS TO INCREASE THE COMPANY S SHARE CAPITAL<br>THROUGH THE ISSUANCE OF ORDINARY SHARES, WITH<br>SUBSCRIPTION RESERVED TO THE 2004 BUSINESS<br>OBJECTS S.A. EMPLOYEE BENEFITS TRUST UNDER<br>THE 2004 INTERNATIONAL EMPLOYEE STOCK PURCHASE<br>PLAN | Mgmt | For     |
| E15 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO GRANT OPTIONS TO SUBSCRIBE OR TO PURCHASE<br>ORDINARY SHARES OF THE COMPANY AND APPROVAL<br>OF THE 2007 STOCK OPTION PLAN                                                                                                                          | Mgmt | For     |
| E16 | DELEGATION OF POWERS GRANTED TO THE BOARD OF<br>DIRECTORS TO INCREASE THE COMPANY S SHARE CAPITAL<br>THROUGH THE ISSUANCE OF ORDINARY SHARES, WITH<br>SUBSCRIPTION RESERVED TO THE BUSINESS OBJECTS<br>EMPLOYEE BENEFIT SUB-PLAN TRUST UNDER THE 2001<br>STOCK INCENTIVE SUB-PLAN                        | Mgmt | For     |
| E17 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ALLOCATE, FREE OF CHARGE, EXISTING ORDINARY<br>SHARES, OR TO ISSUE, FREE OF CHARGE, NEW ORDINARY<br>SHARES, TO THE EMPLOYEES AND CERTAIN OFFICERS<br>OF THE COMPANY AND ITS SUBSIDIARIES                                                           | Mgmt | Against |
| E18 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD<br>OF DIRECTORS TO ISSUE WARRANTS FREE OF CHARGE<br>IN THE EVENT OF A PUBLIC TENDER OFFER/EXCHANGE<br>OFFER FOR THE COMPANY WITHIN THE FRAMEWORK<br>OF A LEGAL RECIPROCITY CLAUSE                                                                           | Mgmt | Against |
| E19 | APPROVAL OF THE AMENDMENTS OF THE COMPANY S                                                                                                                                                                                                                                                              | Mgmt | For     |

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

ARTICLES OF ASSOCIATION TO CONFORM THEM TO  
THE NEW PROVISIONS OF THE FRENCH COMMERCIAL  
CODE, AS AMENDED BY FRENCH DECREE 2006-1566  
DATED DECEMBER 11, 2006, WHICH MODIFIES FRENCH  
DECREE N 67-236 AS OF MARCH 23, 1967 RELATING  
TO COMMERCIAL COMPANIES

|     |                                                                                                                                                                       |      |         |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| E20 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ISSUE WARRANTS TO SUBSCRIBE UP TO A MAXIMUM<br>OF 45,000 ORDINARY SHARES RESERVED FOR MR.<br>ARNOLD SILVERMAN   | Mgmt | Against |
| E21 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ISSUE WARRANTS TO SUBSCRIBE UP TO A MAXIMUM<br>OF 45,000 ORDINARY SHARES RESERVED FOR MR.<br>BERNARD CHARLES    | Mgmt | Against |
| E22 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ISSUE WARRANTS TO SUBSCRIBE UP TO A MAXIMUM<br>OF 45,000 ORDINARY SHARES RESERVED FOR DR.<br>KURT LAUK          | Mgmt | Against |
| E23 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ISSUE WARRANTS TO SUBSCRIBE UP TO A MAXIMUM<br>OF 30,000 ORDINARY SHARES RESERVED FOR MR.<br>CARL PASCARELLA    | Mgmt | Against |
| E24 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>TO ISSUE WARRANTS TO SUBSCRIBE UP TO A MAXIMUM<br>OF 45,000 ORDINARY SHARES RESERVED FOR MR.<br>DAVID PETERSCHMIDT | Mgmt | Against |

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C.R. BARD, INC.

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Agen

Security: 067383109  
Meeting Type: Annual  
Meeting Date: 18-Apr-2007  
Ticker: BCR  
ISIN:

| Prop.# | Proposal                                                                                                        | Proposal<br>Type     | Proposal Vote     |
|--------|-----------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>THEODORE E. MARTIN<br>ANTHONY WELTERS<br>TONY L. WHITE                                              | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR<br>2007. | Mgmt                 | For               |

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CAMPBELL SOUP COMPANY

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Agen

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

Security: 134429109  
Meeting Type: Annual  
Meeting Date: 16-Nov-2006  
Ticker: CPB  
ISIN:

| Prop.# | Proposal                                                                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                          |               |               |
|        | EDMUND M. CARPENTER                                                               | Mgmt          | For           |
|        | PAUL R. CHARRON                                                                   | Mgmt          | For           |
|        | DOUGLAS R. CONANT                                                                 | Mgmt          | For           |
|        | BENNETT DORRANCE                                                                  | Mgmt          | For           |
|        | KENT B. FOSTER                                                                    | Mgmt          | For           |
|        | HARVEY GOLUB                                                                      | Mgmt          | For           |
|        | RANDALL W. LARRIMORE                                                              | Mgmt          | For           |
|        | PHILIP E. LIPPINCOTT                                                              | Mgmt          | For           |
|        | MARY ALICE D. MALONE                                                              | Mgmt          | For           |
|        | SARA MATHEW                                                                       | Mgmt          | For           |
|        | DAVID C. PATTERSON                                                                | Mgmt          | For           |
|        | CHARLES R. PERRIN                                                                 | Mgmt          | For           |
|        | A. BARRY RAND                                                                     | Mgmt          | For           |
|        | GEORGE STRAWBRIDGE, JR.                                                           | Mgmt          | For           |
|        | LES C. VINNEY                                                                     | Mgmt          | For           |
|        | CHARLOTTE C. WEBER                                                                | Mgmt          | For           |
| 02     | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 03     | SHAREOWNER PROPOSAL ON SUSTAINABILITY REPORT.                                     | Shr           | Against       |

## CAPITAL ONE FINANCIAL CORPORATION

Agen

Security: 14040H105  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: COF  
ISIN:

| Prop.# | Proposal                                                                                                                                                                           | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                                                                                           |               |               |
|        | W. RONALD DIETZ                                                                                                                                                                    | Mgmt          | For           |
|        | LEWIS HAY, III                                                                                                                                                                     | Mgmt          | For           |
|        | MAYO SHATTUCK, III                                                                                                                                                                 | Mgmt          | For           |
| 02     | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE CORPORATION FOR 2007.                                                                                             | Mgmt          | For           |
| 03     | APPROVAL AND ADOPTION OF CAPITAL ONE S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PERMIT AMENDMENT OF THE BYLAWS TO ADOPT MAJORITY VOTING FOR THE ELECTION OF DIRECTORS. | Mgmt          | For           |

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

|    |                                                                               |     |         |
|----|-------------------------------------------------------------------------------|-----|---------|
| 04 | STOCKHOLDER PROPOSAL: STOCKHOLDER ADVISORY VOTE<br>ON EXECUTIVE COMPENSATION. | Shr | Against |
|----|-------------------------------------------------------------------------------|-----|---------|

CAREMARK RX, INC.

Agen

Security: 141705103  
Meeting Type: Special  
Meeting Date: 16-Mar-2007  
Ticker: CMX  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                             | Proposal<br>Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|---------------|
| 01     | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 1, 2006, BY AND AMONG CVS CORPORATION, CAREMARK AND TWAIN MERGERSUB L.L.C., AS AMENDED BY AMENDMENT NO. 1, DATED JANUARY 16, 2007 AND TO APPROVE THE MERGER OF CAREMARK RX, INC. WITH AND INTO TWAIN MERGERSUB L.L.C., ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt             | For           |
| 02     | TO APPROVE ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, INCLUDING IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE ADOPTION OF THE MERGER AGREEMENT AND THE APPROVAL OF THE MERGER.                                                                                                                            | Mgmt             | For           |

CARNIVAL CORPORATION

Agen

Security: 143658300  
Meeting Type: Annual  
Meeting Date: 16-Apr-2007  
Ticker: CCL  
ISIN:

| Prop.# | Proposal            | Proposal<br>Type | Proposal Vote |
|--------|---------------------|------------------|---------------|
| 01     | DIRECTOR            |                  |               |
|        | MICKY ARISON        | Mgmt             | For           |
|        | AMB R.G. CAPEN, JR. | Mgmt             | For           |
|        | ROBERT H. DICKINSON | Mgmt             | For           |
|        | ARNOLD W. DONALD    | Mgmt             | For           |
|        | PIER LUIGI FOSCHI   | Mgmt             | For           |
|        | HOWARD S. FRANK     | Mgmt             | For           |
|        | RICHARD J. GLASIER  | Mgmt             | For           |
|        | BARONESS HOGG       | Mgmt             | For           |
|        | MODESTO A. MAIDIQUE | Mgmt             | For           |
|        | SIR JOHN PARKER     | Mgmt             | For           |
|        | PETER G. RATCLIFFE  | Mgmt             | For           |

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

|    |                                                                                                                                                                                                                                      |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | STUART SUBOTNICK                                                                                                                                                                                                                     | Mgmt | For |
|    | LAURA WEIL                                                                                                                                                                                                                           | Mgmt | For |
|    | UZI ZUCKER                                                                                                                                                                                                                           | Mgmt | For |
| 02 | TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR CARNIVAL PLC AND TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR CARNIVAL CORPORATION. | Mgmt | For |
| 03 | TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE TO THE REMUNERATION OF THE INDEPENDENT AUDITORS.                                                                                                                           | Mgmt | For |
| 04 | TO RECEIVE THE ACCOUNTS AND REPORTS FOR CARNIVAL PLC FOR THE FINANCIAL YEAR ENDED NOVEMBER 30, 2006.                                                                                                                                 | Mgmt | For |
| 05 | TO APPROVE THE DIRECTORS REMUNERATION REPORT OF CARNIVAL PLC.                                                                                                                                                                        | Mgmt | For |
| 06 | TO APPROVE LIMITS ON THE AUTHORITY TO ALLOT SHARES BY CARNIVAL PLC.                                                                                                                                                                  | Mgmt | For |
| 07 | TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS FOR CARNIVAL PLC.                                                                                                                                                                | Mgmt | For |
| 08 | TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET.                                                                                                                         | Mgmt | For |
| 09 | TO APPROVE ELECTRONIC COMMUNICATIONS WITH CARNIVAL PLC SHAREHOLDERS.                                                                                                                                                                 | Mgmt | For |

-----  
CATERPILLAR INC.

Agen

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Security: 149123101  
Meeting Type: Annual  
Meeting Date: 13-Jun-2007  
Ticker: CAT  
ISIN:  
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| Prop.# | Proposal                                                                                | Proposal Type                | Proposal Vote            |
|--------|-----------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JOHN T. DILLON<br>JUAN GALLARDO<br>WILLIAM A. OSBORN<br>EDWARD B. RUST, JR. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFY AUDITORS                                                                         | Mgmt                         | For                      |
| 03     | STOCKHOLDER PROPOSAL-SEPARATE CEO & CHAIR                                               | Shr                          | Against                  |
| 04     | STOCKHOLDER PROPOSAL-MAJORITY VOTE STANDARD                                             | Shr                          | For                      |

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

CHECKFREE CORPORATION

Agen

Security: 162813109  
Meeting Type: Annual  
Meeting Date: 01-Nov-2006  
Ticker: CKFR  
ISIN:

| Prop.# | Proposal                                                                  | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>MARK A. JOHNSON<br>EUGENE F. QUINN                            | Mgmt<br>Mgmt  | For<br>For    |
| 02     | APPROVAL OF THE CHECKFREE CORPORATION 2006 ASSOCIATE STOCK PURCHASE PLAN. | Mgmt          | For           |

CHEVRON CORPORATION

Agen

Security: 166764100  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: CVX  
ISIN:

| Prop.# | Proposal                             | Proposal Type | Proposal Vote |
|--------|--------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: S.H. ARMACOST  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: L.F. DEILY     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: R.E. DENHAM    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: R.J. EATON     | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: S. GINN        | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: F.G. JENIFER   | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: S. NUNN        | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: D.J. O REILLY  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: D.B. RICE      | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: P.J. ROBERTSON | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: K.W. SHARER    | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: C.R. SHOEMATE  | Mgmt          | For           |

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

|    |                                                                                                               |      |         |
|----|---------------------------------------------------------------------------------------------------------------|------|---------|
| 1M | ELECTION OF DIRECTOR: R.D. SUGAR                                                                              | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: C. WARE                                                                                 | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                 | Mgmt | For     |
| 03 | PROPOSAL TO AMEND CHEVRON S RESTATED CERTIFICATE OF INCORPORATION TO REPEAL THE SUPERMAJORITY VOTE PROVISIONS | Mgmt | For     |
| 04 | ADOPT POLICY AND REPORT ON HUMAN RIGHTS                                                                       | Shr  | Against |
| 05 | ADOPT GOALS AND REPORT ON GREENHOUSE GAS EMISSIONS                                                            | Shr  | Against |
| 06 | ADOPT POLICY AND REPORT ON ANIMAL WELFARE                                                                     | Shr  | Against |
| 07 | RECOMMEND AMENDMENT TO THE BY-LAWS TO SEPARATE THE CEO/CHAIRMAN POSITIONS                                     | Shr  | Against |
| 08 | AMEND THE BY-LAWS REGARDING THE STOCKHOLDER RIGHTS PLAN POLICY                                                | Shr  | For     |
| 09 | REPORT ON HOST COUNTRY ENVIRONMENTAL LAWS                                                                     | Shr  | Against |

CHICAGO MERCANTILE EXCHANGE HOLDINGS

Agen

Security: 167760107  
Meeting Type: Special  
Meeting Date: 04-Apr-2007  
Ticker: CME  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                            | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 17, 2006, AS AMENDED ON DECEMBER 20, 2006, BY AND AMONG CHICAGO MERCANTILE EXCHANGE HOLDINGS INC., CBOT HOLDINGS, INC. AND BOARD OF TRADE OF THE CITY OF CHICAGO, INC. AND THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT, INCLUDING THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt          | For           |
| 02     | TO ADJOURN OR POSTPONE THE CME HOLDINGS SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES.                                                                                                                                                                                                                                                                               | Mgmt          | For           |

CHICAGO MERCANTILE EXCHANGE HOLDINGS

Agen

Security: 167760107

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

Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: CME  
ISIN:

| Prop.# | Proposal                                                                                                                                                | Proposal Type                                        | Proposal Vote                                 |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>CRAIG S. DONOHUE<br>TERRENCE A. DUFFY<br>DANIEL R. GLICKMAN<br>WILLIAM P. MILLER II<br>JAMES E. OLIFF<br>JOHN F. SANDNER<br>TERRY L. SAVAGE | 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 APPROVE AN AMENDMENT TO THE CHICAGO MERCANTILE EXCHANGE HOLDINGS INC. AMENDED AND RESTATED OMNIBUS STOCK PLAN.                                       | Mgmt                                                 | Against                                       |
| 03     | TO APPROVE AN AMENDMENT TO THE CHICAGO MERCANTILE HOLDINGS INC. ANNUAL INCENTIVE PLAN.                                                                  | Mgmt                                                 | Against                                       |
| 04     | RATIFICATION OF ERNST & YOUNG AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                     | Mgmt                                                 | For                                           |

CIENA CORPORATION

Agen

Security: 171779309  
Meeting Type: Annual  
Meeting Date: 14-Mar-2007  
Ticker: CIEN  
ISIN:

| Prop.# | Proposal                                                                                                                                                          | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>LAWTON W. FITT<br>PATRICK H NETTLES PH.D.<br>MICHAEL J. ROWNY                                                                                         | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE ELECTION BY THE BOARD OF DIRECTORS OF BRUCE L. CLAFLIN AS A CLASS III DIRECTOR IN ACCORDANCE WITH CIENA S PRINCIPLES OF CORPORATE GOVERNANCE. | Mgmt                 | For               |
| 03     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIENA S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.               | Mgmt                 | For               |

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

CINCINNATI FINANCIAL CORPORATION

Agem

Security: 172062101  
Meeting Type: Annual  
Meeting Date: 05-May-2007  
Ticker: CINF  
ISIN:

| Prop.# | Proposal                                                                                                                  | Proposal Type        | Proposal Vote     |
|--------|---------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>G.T. BIER, CPA (RET)<br>DIRK J. DEBBINK<br>DOUGLAS S. SKIDMORE                                                | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFYING THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt                 | For               |

CINTAS CORPORATION

Agem

Security: 172908105  
Meeting Type: Annual  
Meeting Date: 10-Oct-2006  
Ticker: CTAS  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                         | Proposal Type                                                        | Proposal Vote                                                                                   |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>RICHARD T. FARMER<br>ROBERT J. KOHLHEPP<br>SCOTT D. FARMER<br>GERALD S. ADOLPH<br>PAUL R. CARTER<br>GERALD V. DIRVIN<br>JOYCE HERGENHAN<br>ROGER L. HOWE<br>DAVID C. PHILLIPS        | 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 |
| 02     | RATIFICATION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2007.                                                                                          | Mgmt                                                                 | No vote                                                                                         |
| 03     | PROPOSAL TO ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR WHO HAS NOT PREVIOUSLY SERVED AS AN EXECUTIVE OFFICER OF CINTAS.                               | Shr                                                                  | No vote                                                                                         |
| 04     | PROPOSAL TO AMEND CINTAS ARTICLES OF INCORPORATION TO PROVIDE THAT THE DIRECTOR NOMINEES BE ELECTED BY THE AFFIRMATIVE VOTE OF THE MAJORITY OF VOTES CAST AT THE ANNUAL MEETING OF SHAREHOLDERS. | Shr                                                                  | No vote                                                                                         |

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

CISCO SYSTEMS, INC.

Agen

Security: 17275R102  
Meeting Type: Annual  
Meeting Date: 15-Nov-2006  
Ticker: CSCO  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                  | Proposal Type                                                                | Proposal Vote                                                      |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>CAROL A. BARTZ<br>M. MICHELE BURNS<br>MICHAEL D. CAPELLAS<br>LARRY R. CARTER<br>JOHN T. CHAMBERS<br>DR. JOHN L. HENNESSY<br>RICHARD M. KOVACEVICH<br>RODERICK C. MCGEARY<br>STEVEN M. WEST<br>JERRY YANG                                                                                                                                                      | 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 RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 28, 2007.                                                                                                                                                                                                                | Mgmt                                                                         | For                                                                |
| 03     | PROPOSAL SUBMITTED BY A SHAREHOLDER URGING THE BOARD OF DIRECTORS TO ADOPT A POLICY THAT A SIGNIFICANT PORTION OF FUTURE EQUITY COMPENSATION GRANTS TO SENIOR EXECUTIVES SHALL BE SHARES OF STOCK THAT REQUIRE THE ACHIEVEMENT OF PERFORMANCE GOALS AS A PREREQUISITE TO VESTING, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.                                       | Shr                                                                          | Against                                                            |
| 04     | PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD S COMPENSATION COMMITTEE INITIATE A REVIEW OF CISCO S EXECUTIVE COMPENSATION POLICIES AND TO MAKE AVAILABLE, UPON REQUEST, A REPORT OF THAT REVIEW BY JANUARY 1, 2007, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.                                                                                          | 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                                                            |

CIT GROUP INC.

Agen

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

Security: 125581108  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: CIT  
ISIN:

| Prop.# | Proposal                                                            | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                            |               |               |
|        | JEFFREY M. PEEK                                                     | Mgmt          | For           |
|        | GARY C. BUTLER                                                      | Mgmt          | For           |
|        | WILLIAM M. FREEMAN                                                  | Mgmt          | For           |
|        | SUSAN LYNE                                                          | Mgmt          | For           |
|        | MARIANNE MILLER PARRS                                               | Mgmt          | For           |
|        | TIMOTHY M. RING                                                     | Mgmt          | For           |
|        | JOHN R. RYAN                                                        | Mgmt          | For           |
|        | SEYMOUR STERNBERG                                                   | Mgmt          | For           |
|        | PETER J. TOBIN                                                      | Mgmt          | For           |
|        | LOIS M. VAN DEUSEN                                                  | Mgmt          | For           |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS. | Mgmt          | For           |

CITIGROUP INC.

Agen

Security: 172967101  
Meeting Type: Annual  
Meeting Date: 17-Apr-2007  
Ticker: C  
ISIN:

| Prop.# | Proposal                                         | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: C. MICHAEL ARMSTRONG.      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ALAIN J.P. BELDA.          | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: GEORGE DAVID.              | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: KENNETH T. DERR.           | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: JOHN M. DEUTCH.            | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROBERTO HERNANDEZ RAMIREZ. | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: KLAUS KLEINFELD.           | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ANDREW N. LIVERIS.         | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: ANNE MULCAHY.              | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: RICHARD D. PARSONS.        | Mgmt          | For           |

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

|    |                                                                                                                                                  |      |         |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 1K | ELECTION OF DIRECTOR: CHARLES PRINCE.                                                                                                            | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: JUDITH RODIN.                                                                                                              | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: ROBERT E. RUBIN.                                                                                                           | Mgmt | For     |
| 1N | ELECTION OF DIRECTOR: FRANKLIN A. THOMAS.                                                                                                        | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITIGROUP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                              | Mgmt | For     |
| 03 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PRIOR GOVERNMENTAL SERVICE OF CERTAIN INDIVIDUALS.                                                   | Shr  | Against |
| 04 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.                                                                             | Shr  | Against |
| 05 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON CHARITABLE CONTRIBUTIONS.                                                                            | Shr  | Against |
| 06 | SHAREOWNER PROPOSAL REQUESTING AN ADVISORY RESOLUTION TO RATIFY EXECUTIVE COMPENSATION.                                                          | Shr  | Against |
| 07 | STOCKHOLDER PROPOSAL REQUESTING THAT CEO COMPENSATION BE LIMITED TO NO MORE THAN 100 TIMES THE AVERAGE COMPENSATION PAID TO WORLDWIDE EMPLOYEES. | Shr  | For     |
| 08 | STOCKHOLDER PROPOSAL REQUESTING THAT THE CHAIRMAN OF THE BOARD HAVE NO MANAGEMENT DUTIES, TITLES OR RESPONSIBILITIES.                            | Shr  | Against |
| 09 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCK OPTIONS BE SUBJECT TO A FIVE-YEAR SALES RESTRICTION.                                                  | Shr  | Against |
| 10 | STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING.                                                                                               | Shr  | Against |
| 11 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCKHOLDERS HAVE THE RIGHT TO CALL SPECIAL SHAREHOLDER MEETINGS.                                           | Shr  | Against |

CITIZENS COMMUNICATIONS COMPANY

Agen

Security: 17453B101  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: CZN  
ISIN:

| Prop.# | Proposal              | Proposal Type | Proposal Vote |
|--------|-----------------------|---------------|---------------|
| 01     | DIRECTOR              |               |               |
|        | KATHLEEN Q. ABERNATHY | Mgmt          | For           |
|        | LEROY T. BARNES, JR.  | Mgmt          | For           |
|        | MICHAEL T. DUGAN      | Mgmt          | For           |
|        | JERI B. FINARD        | Mgmt          | For           |

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

|    |                                                                                                    |      |         |
|----|----------------------------------------------------------------------------------------------------|------|---------|
|    | LAWTON WEHLE FITT                                                                                  | Mgmt | For     |
|    | WILLIAM M. KRAUS                                                                                   | Mgmt | For     |
|    | HOWARD L. SCHROTT                                                                                  | Mgmt | For     |
|    | LARRAINE D. SEGIL                                                                                  | Mgmt | For     |
|    | BRADLEY E. SINGER                                                                                  | Mgmt | For     |
|    | DAVID H. WARD                                                                                      | Mgmt | For     |
|    | MYRON A. WICK, III                                                                                 | Mgmt | For     |
|    | MARY AGNES WILDEROTTER                                                                             | Mgmt | For     |
| 02 | TO ADOPT THE 2008 CITIZENS INCENTIVE PLAN.                                                         | Mgmt | For     |
| 03 | TO ADOPT AN AMENDMENT TO THE AMENDED AND RESTATED 2000 EQUITY INCENTIVE PLAN.                      | Mgmt | Against |
| 04 | TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt | For     |

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COACH, INC.

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Agen

Security: 189754104  
Meeting Type: Annual  
Meeting Date: 02-Nov-2006  
Ticker: COH  
ISIN:

| Prop.# | Proposal       | Proposal Type | Proposal Vote |
|--------|----------------|---------------|---------------|
| 01     | DIRECTOR       |               |               |
|        | LEW FRANKFORT  | Mgmt          | For           |
|        | SUSAN KROPF    | Mgmt          | For           |
|        | GARY LOVEMAN   | Mgmt          | For           |
|        | IVAN MENEZES   | Mgmt          | For           |
|        | IRENE MILLER   | Mgmt          | For           |
|        | KEITH MONDA    | Mgmt          | For           |
|        | MICHAEL MURPHY | Mgmt          | For           |
|        | JIDE ZEITLIN   | Mgmt          | For           |

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COLGATE-PALMOLIVE COMPANY

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Agen

Security: 194162103  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: CL  
ISIN:

| Prop.# | Proposal                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: J.T. CAHILL | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.K. CONWAY | Mgmt          | For           |

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

|    |                                                                                                       |      |         |
|----|-------------------------------------------------------------------------------------------------------|------|---------|
| 1C | ELECTION OF DIRECTOR: E.M. HANCOCK                                                                    | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: D.W. JOHNSON                                                                    | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: R.J. KOGAN                                                                      | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: D.E. LEWIS                                                                      | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: R. MARK                                                                         | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: J.P. REINHARD                                                                   | Mgmt | For     |
| 02 | RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP<br>AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM | Mgmt | For     |
| 03 | STOCKHOLDER PROPOSAL ON SPECIAL SHAREHOLDER<br>MEETINGS                                               | Shr  | For     |
| 04 | STOCKHOLDER PROPOSAL ON EXECUTIVE COMPENSATION                                                        | Shr  | Against |

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COMCAST CORPORATION

Agen

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Security: 20030N101  
Meeting Type: Annual  
Meeting Date: 23-May-2007  
Ticker: CMCSA  
ISIN:  
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| 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           |
|        | JULIAN A. BRODSKY                                            | Mgmt          | For           |
|        | JOSEPH J. COLLINS                                            | Mgmt          | For           |
|        | J. MICHAEL COOK                                              | Mgmt          | For           |
|        | JEFFREY A. HONICKMAN                                         | Mgmt          | For           |
|        | BRIAN L. ROBERTS                                             | Mgmt          | For           |
|        | RALPH J. ROBERTS                                             | Mgmt          | For           |
|        | DR. JUDITH RODIN                                             | Mgmt          | For           |
|        | MICHAEL I. SOVERN                                            | Mgmt          | For           |
| 02     | INDEPENDENT AUDITORS                                         | Mgmt          | For           |
| 03     | PREVENT THE ISSUANCE OF NEW STOCK OPTIONS                    | Shr           | Against       |
| 04     | REQUIRE THAT THE CHAIRMAN OF THE BOARD NOT BE<br>AN EMPLOYEE | Shr           | Against       |
| 05     | REQUIRE SUSTAINABILITY REPORT                                | Shr           | Against       |
| 06     | ADOPT A RECAPITALIZATION PLAN                                | Shr           | For           |

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

|    |                                               |     |         |
|----|-----------------------------------------------|-----|---------|
| 07 | REQUIRE ANNUAL VOTE ON EXECUTIVE COMPENSATION | Shr | Against |
| 08 | REQUIRE PAY DIFFERENTIAL REPORT               | Shr | Against |
| 09 | REQUIRE DISCLOSURE OF POLITICAL CONTRIBUTIONS | Shr | Against |

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COMERICA INCORPORATED

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Agen

Security: 200340107  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: CMA  
ISIN:

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| Prop.# | Proposal                                                                     | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------|---------------|---------------|
| 01     | ELECTION OF DIRECTOR: RALPH W. BABB, JR.                                     | Mgmt          | For           |
| 02     | ELECTION OF DIRECTOR: JAMES F. CORDES                                        | Mgmt          | For           |
| 03     | ELECTION OF DIRECTOR: PETER D. CUMMINGS                                      | Mgmt          | For           |
| 04     | ELECTION OF DIRECTOR: WILLIAM P. VITITOE                                     | Mgmt          | For           |
| 05     | ELECTION OF DIRECTOR: KENNETH L. WAY                                         | Mgmt          | For           |
| 06     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS | Mgmt          | For           |
| 07     | SHAREHOLDER PROPOSAL - PREPARATION OF A SUSTAINABILITY REPORT                | Shr           | Against       |

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COMMERCIAL CAPITAL BANCORP, INC.

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Agen

Security: 20162L105  
Meeting Type: Special  
Meeting Date: 25-Jul-2006  
Ticker: CCBI  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                               | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 23, 2006, AMONG WASHINGTON MUTUAL, INC., BRUIN ACQUISITION INC. AND COMMERCIAL CAPITAL BANCORP, INC. | Mgmt          | For           |
| 02     | PROPOSAL TO GRANT DISCRETIONARY AUTHORITY TO ADJOURN THE SPECIAL MEETING IF NECESSARY TO                                                                                               | Mgmt          | For           |

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

PERMIT FURTHER SOLICITATIONS OF PROXIES IF  
THERE ARE NOT SUFFICIENT VOTES AT THE TIME  
OF THE SPECIAL MEETING TO APPROVE AND ADOPT  
THE AGREEMENT AND PLAN OF MERGER.

COMPANHIA VALE DO RIO DOCE

Agen

Security: 204412209  
Meeting Type: Special  
Meeting Date: 27-Apr-2007  
Ticker: RIO  
ISIN:

| Prop.# | Proposal                                                                                                                                                                            | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPRECIATION OF THE MANAGEMENTS REPORT AND ANALYSIS, DISCUSSION AND VOTE ON THE FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2006.                                  | Mgmt          | For           |
| 02     | PROPOSAL FOR THE DESTINATION OF PROFITS OF THE SAID FISCAL YEAR AND APPROVAL OF THE INVESTMENT BUDGET OF THE COMPANY.                                                               | Mgmt          | For           |
| 03     | APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS.                                                                                                                               | Mgmt          | For           |
| 04     | APPOINTMENT OF THE MEMBERS OF THE FISCAL COUNCIL.                                                                                                                                   | Mgmt          | For           |
| 05     | ESTABLISHMENT OF THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF EXECUTIVE OFFICERS AND THE FISCAL COUNCIL.                                                 | Mgmt          | For           |
| E1     | PROPOSAL FOR THE CAPITAL INCREASE, THROUGH CAPITALIZATION OF RESERVES, WITHOUT THE ISSUANCE OF SHARES, AND THE CONSEQUENT CHANGE OF THE HEAD OF ARTICLE 5 OF THE COMPANY S BY-LAWS. | Mgmt          | For           |

COMPUWARE CORPORATION

Agen

Security: 205638109  
Meeting Type: Annual  
Meeting Date: 22-Aug-2006  
Ticker: CPWR  
ISIN:

| Prop.# | Proposal                                          | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>DENNIS W. ARCHER<br>GURMINDER S. BEDI | Mgmt<br>Mgmt  | For<br>For    |

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

|    |                                                                                                                    |      |     |
|----|--------------------------------------------------------------------------------------------------------------------|------|-----|
|    | WILLIAM O. GRABE                                                                                                   | Mgmt | For |
|    | WILLIAM R. HALLING                                                                                                 | Mgmt | For |
|    | PETER KARMANOS, JR.                                                                                                | Mgmt | For |
|    | FAYE ALEXANDER NELSON                                                                                              | Mgmt | For |
|    | GLENDA D. PRICE                                                                                                    | Mgmt | For |
|    | W. JAMES PROWSE                                                                                                    | Mgmt | For |
|    | G. SCOTT ROMNEY                                                                                                    | Mgmt | For |
| 02 | THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 03 | THE RATIFICATION OF THE RIGHTS AGREEMENT, DATED OCTOBER 25, 2000, AS AMENDED.                                      | Mgmt | For |

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 CONAGRA FOODS, INC.

Agen

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 Security: 205887102  
 Meeting Type: Annual  
 Meeting Date: 28-Sep-2006  
 Ticker: CAG  
 ISIN:  
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| Prop.# | Proposal                                                                                       | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>DAVID H. BATCHELDER<br>STEVEN F. GOLDSTONE<br>MARK H. RAUENHORST<br>GARY M. RODKIN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | APPROVE THE 2006 STOCK PLAN                                                                    | Mgmt                         | For                      |
| 03     | RATIFY THE APPOINTMENT OF INDEPENDENT AUDITORS                                                 | Mgmt                         | For                      |

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 CONOCOPHILLIPS

Agen

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 Security: 20825C104  
 Meeting Type: Annual  
 Meeting Date: 09-May-2007  
 Ticker: COP  
 ISIN:  
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| Prop.# | Proposal                                              | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF CLASS II DIRECTOR: JAMES E. COPELAND, JR. | Mgmt          | For           |
| 1B     | ELECTION OF CLASS II DIRECTOR: KENNETH M. DUBERSTEIN  | Mgmt          | For           |

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

|    |                                                                                                            |      |         |
|----|------------------------------------------------------------------------------------------------------------|------|---------|
| 1C | ELECTION OF CLASS II DIRECTOR: RUTH R. HARKIN                                                              | Mgmt | For     |
| 1D | ELECTION OF CLASS II DIRECTOR: WILLIAM R. RHODES                                                           | Mgmt | For     |
| 1E | ELECTION OF CLASS II DIRECTOR: J. STAPLETON ROY                                                            | Mgmt | For     |
| 1F | ELECTION OF CLASS II DIRECTOR: WILLIAM E. WADE, JR.                                                        | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Mgmt | For     |
| 03 | CORPORATE POLITICAL CONTRIBUTIONS                                                                          | Shr  | Against |
| 04 | GLOBAL WARMING-RENEWABLES                                                                                  | Shr  | Against |
| 05 | QUALIFICATION FOR DIRECTOR NOMINEES                                                                        | Shr  | Against |
| 06 | DRILLING IN SENSITIVE/PROTECTED AREAS                                                                      | Shr  | Against |
| 07 | REPORT ON RECOGNITION OF INDIGENOUS RIGHTS                                                                 | Shr  | Against |
| 08 | COMMUNITY ACCOUNTABILITY                                                                                   | Shr  | Against |

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COOPER INDUSTRIES, LTD.

Agen

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Security: G24182100  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: CBE  
ISIN:  
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| Prop.# | Proposal                                                                                                                                | Proposal Type                        | Proposal Vote                   |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>S.G. BUTLER<br>D.F. SMITH<br>G.B. SMITH<br>M.S. THOMPSON<br>L.D. KINGSLEY                                                   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | APPOINT ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING 12/31/2007.                                                       | Mgmt                                 | For                             |
| 03     | AMENDMENT TO COOPER S BYE-LAWS TO INCREASE AUTHORIZED SHARES.                                                                           | Mgmt                                 | Against                         |
| 04     | SHAREHOLDER PROPOSAL REQUESTING COOPER TO IMPLEMENT A CODE OF CONDUCT BASED ON INTERNATIONAL LABOR ORGANIZATION HUMAN RIGHTS STANDARDS. | Shr                                  | Against                         |

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

CORNING INCORPORATED

Agen

Security: 219350105  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: GLW  
ISIN:

| Prop.# | Proposal                                                                                                                                                   | Proposal Type                        | Proposal Vote                                       |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|
| 01     | DIRECTOR<br>ROBERT F. CUMMINGS, JR.<br>EUGENE C. SIT<br>WILLIAM D. SMITHBURG<br>HANSEL E. TOOKES II<br>WENDELL P. WEEKS                                    | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote<br>No vote |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS CORNING S INDEPENDENT AUDITORS FOR THE<br>FISCAL YEAR ENDING DECEMBER 31, 2007. |                                      | No vote                                             |
| 03     | SHAREHOLDER PROPOSAL RELATING TO THE ELECTION<br>OF EACH DIRECTOR ANNUALLY.                                                                                | Shr                                  | No vote                                             |

CSX CORPORATION

Agen

Security: 126408103  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: CSX  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                               | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>D.M. ALVARADO<br>E.E. BAILEY<br>SEN. J.B. BREAU<br>S.T. HALVERSON<br>E.J. KELLY, III<br>R.D. KUNISCH<br>S.J. MORCOTT<br>D.M. RATCLIFFE<br>W.C. RICHARDSON<br>F.S. ROYAL, M.D.<br>D.J. SHEPARD<br>M.J. WARD | 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 ERNST & YOUNG AS INDEPENDENT<br>PUBLIC ACCOUNTING FIRM FOR 2007                                                                                                                                        | Mgmt                                                                                         | For                                                                              |
| 03     | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION                                                                                                                                                                  | Shr                                                                                          | Against                                                                          |

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

|    |                                                             |     |         |
|----|-------------------------------------------------------------|-----|---------|
| 04 | SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING              | Shr | Against |
| 05 | SHAREHOLDER PROPOSAL REGARDING SEVERANCE AGREEMENTS         | Shr | Against |
| 06 | SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS | Shr | For     |

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CV THERAPEUTICS, INC.

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Agen

Security: 126667104  
Meeting Type: Annual  
Meeting Date: 31-May-2007  
Ticker: CVTX  
ISIN:

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| Prop.# | Proposal                                                                                                                                                               | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>THOMAS L. GUTSHALL<br>KENNETH B. LEE, JR.                                                                                                                  | Mgmt<br>Mgmt  | For<br>For    |
| 02     | TO APPROVE THE AMENDMENT AND RESTATEMENT OF<br>THE COMPANY S 2000 EQUITY INCENTIVE PLAN                                                                                | Mgmt          | Against       |
| 03     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP<br>AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF THE COMPANY FOR ITS FISCAL YEAR ENDING<br>DECEMBER 31, 2007 | Mgmt          | For           |

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CVS/CAREMARK CORPORATION

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Agen

Security: 126650100  
Meeting Type: Special  
Meeting Date: 15-Mar-2007  
Ticker: CVS  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                           | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE PROPOSAL TO AMEND CVS AMENDED<br>AND RESTATED CERTIFICATE OF INCORPORATION TO<br>INCREASE THE AUTHORIZED NUMBER OF SHARES OF<br>CVS COMMON STOCK FROM 1 BILLION TO 3.2 BILLION<br>AND TO CHANGE THE NAME OF CVS CORPORATION TO<br>CVS/CAREMARK CORPORATION , AS DESCRIBED IN<br>THE ACCOMPANYING JOINT PROXY STATEMENT/PROSPECTUS. | Mgmt          | For           |
| 02     | APPROVAL OF PROPOSAL TO ISSUE STOCK PURSUANT<br>TO THE MERGER AGREEMENT, AS THE SAME MAY BE<br>AMENDED FROM TIME TO TIME, IN CONNECTION WITH                                                                                                                                                                                                       | Mgmt          | For           |

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

THE PROPOSED MERGER OF CAREMARK RX, INC. WITH  
 TWAIN MERGERSUB L.L.C., A WHOLLY OWNED SUBSIDIARY  
 OF CVS CORPORATION, AS DESCRIBED IN THE ACCOMPANYING  
 JOINT PROXY STATEMENT/PROSPECTUS.

|    |                                                                                                                                                                          |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 03 | APPROVAL OF ANY PROPOSAL TO ADJOURN OR POSTPONE<br>THE SPECIAL MEETING, INCLUDING IF NECESSARY,<br>TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE<br>FOREGOING PROPOSALS. | Mgmt | For |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|

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 CVS/CAREMARK CORPORATION

Agen

Security: 126650100  
 Meeting Type: Annual  
 Meeting Date: 09-May-2007  
 Ticker: CVS  
 ISIN:

| 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: E. MAC CRAWFORD                                                                                                         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DAVID W. DORMAN                                                                                                         | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: KRISTEN E. GIBNEY WILLIAMS                                                                                              | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: ROGER L. HEADRICK                                                                                                       | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MARIAN L. HEARD                                                                                                         | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: WILLIAM H. JOYCE                                                                                                        | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON                                                                                                      | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: TERRENCE MURRAY                                                                                                         | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: C.A. LANCE PICCOLO                                                                                                      | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: SHELI Z. ROSENBERG                                                                                                      | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: THOMAS M. RYAN                                                                                                          | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: RICHARD J. SWIFT                                                                                                        | Mgmt          | For           |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP<br>AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR. | Mgmt          | For           |
| 03     | PROPOSAL TO ADOPT THE COMPANY S 2007 EMPLOYEE<br>STOCK PURCHASE PLAN.                                                                         | Mgmt          | For           |
| 04     | PROPOSAL TO ADOPT THE COMPANY S 2007 INCENTIVE                                                                                                | Mgmt          | Against       |

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

PLAN.

|    |                                                                                                   |     |         |
|----|---------------------------------------------------------------------------------------------------|-----|---------|
| 05 | STOCKHOLDER PROPOSAL REGARDING LIMITS ON CEO COMPENSATION.                                        | Shr | For     |
| 06 | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF THE ROLES OF CHAIRMAN AND CEO.                       | Shr | Against |
| 07 | STOCKHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING BY THE COMPANY.                           | Shr | Against |
| 08 | STOCKHOLDER PROPOSAL REGARDING THE RELATIONSHIP BETWEEN THE COMPANY AND COMPENSATION CONSULTANTS. | Shr | Against |
| 09 | STOCKHOLDER PROPOSAL REGARDING THE COMPANY S POLICY ON STOCK OPTION GRANTS.                       | Shr | Against |

CVS/CAREMARK CORPORATION

Agen

Security: 126650100  
Meeting Type: Consent  
Meeting Date: 09-May-2007  
Ticker: CVS  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | PROPOSAL SUBMITTED BY AMALGAMATED BANK LONG VIEW COLLECTIVE INVESTMENT FUND REQUESTING THAT THE BOARD OF DIRECTORS ADOPT A POLICY WITH RESPECT TO THE COMPANY S PRACTICES IN MAKING AWARDS OF EQUITY COMPENSATION TO DIRECTORS AND EXECUTIVES. | Shr           | Against       |

D.R. HORTON, INC.

Agen

Security: 23331A109  
Meeting Type: Annual  
Meeting Date: 25-Jan-2007  
Ticker: DHI  
ISIN:

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 01     | DIRECTOR            |               |               |
|        | DONALD R. HORTON    | Mgmt          | For           |
|        | BRADLEY S. ANDERSON | Mgmt          | For           |
|        | MICHAEL R. BUCHANAN | Mgmt          | For           |
|        | RICHARD I. GALLAND  | Mgmt          | For           |
|        | MICHAEL W. HEWATT   | Mgmt          | For           |

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

|    |                                                                                                      |      |         |
|----|------------------------------------------------------------------------------------------------------|------|---------|
|    | DONALD J. TOMNITZ                                                                                    | Mgmt | For     |
|    | BILL W. WHEAT                                                                                        | Mgmt | For     |
| 02 | TO VOTE ON A SHAREHOLDER PROPOSAL CONCERNING A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS. | Shr  | Against |
| 03 | TO CONDUCT OTHER BUSINESS PROPERLY BROUGHT BEFORE THE MEETING.                                       | Mgmt | For     |

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DANAHER CORPORATION

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Agen

Security: 235851102  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: DHR  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                    | Proposal Type        | Proposal Vote     |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>STEVEN M. RALES<br>JOHN T. SCHWIETERS<br>ALAN G. SPOON                                                                                                                                                                                                                                                                                                          | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2007.                                                                                                                                                                                                                              | Mgmt                 | For               |
| 03     | TO APPROVE AN AMENDMENT TO DANAHER S CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK OF DANAHER TO A TOTAL OF ONE BILLION (1,000,000,000) SHARES, \$.01 PAR VALUE PER SHARE.                                                                                                                                                       | Mgmt                 | Against           |
| 04     | TO APPROVE THE 2007 STOCK INCENTIVE PLAN.                                                                                                                                                                                                                                                                                                                                   | Mgmt                 | Against           |
| 05     | TO APPROVE THE 2007 EXECUTIVE CASH INCENTIVE COMPENSATION PLAN.                                                                                                                                                                                                                                                                                                             | Mgmt                 | Against           |
| 06     | TO APPROVE AN AMENDMENT TO DANAHER S AMENDED AND RESTATED EXECUTIVE DEFERRED INCENTIVE PROGRAM.                                                                                                                                                                                                                                                                             | Mgmt                 | Against           |
| 07     | TO ACT UPON A SHAREHOLDER PROPOSAL URGING THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS TO ADOPT A POLICY REQUIRING THAT SENIOR EXECUTIVES RETAIN A SIGNIFICANT PERCENTAGE OF SHARES ACQUIRED THROUGH EQUITY COMPENSATION PROGRAMS DURING THEIR EMPLOYMENT, AND TO REPORT TO SHAREHOLDERS REGARDING THE POLICY BEFORE DANAHER S 2008 ANNUAL MEETING OF SHAREHOLDERS. | Shr                  | Against           |

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

DEERE & COMPANY

Agen

Security: 244199105  
Meeting Type: Annual  
Meeting Date: 28-Feb-2007  
Ticker: DE  
ISIN:

| Prop.# | Proposal                                                                                                                      | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT W. LANE                                                                                          | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: ANTONIO MADERO B.                                                                                       | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: AULANA L. PETERS                                                                                        | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2007 | Mgmt          | For           |

DELL INC.

Agen

Security: 24702R101  
Meeting Type: Annual  
Meeting Date: 21-Jul-2006  
Ticker: DELL  
ISIN:

| Prop.# | Proposal                            | Proposal Type | Proposal Vote |
|--------|-------------------------------------|---------------|---------------|
| 01     | DIRECTOR                            |               |               |
|        | DONALD J. CARTY                     | Mgmt          | For           |
|        | MICHAEL S. DELL                     | Mgmt          | For           |
|        | WILLIAM H. GRAY, III                | Mgmt          | For           |
|        | SALLIE L. KRAWCHECK                 | Mgmt          | For           |
|        | ALAN (A.G.) LAFLEY                  | Mgmt          | For           |
|        | JUDY C. LEWENT                      | Mgmt          | For           |
|        | KLAUS S. LUFT                       | Mgmt          | For           |
|        | ALEX J. MANDL                       | Mgmt          | For           |
|        | MICHAEL A. MILES                    | Mgmt          | For           |
|        | SAMUEL A. NUNN, JR.                 | Mgmt          | For           |
|        | KEVIN B. ROLLINS                    | Mgmt          | For           |
| 02     | RATIFICATION OF INDEPENDENT AUDITOR | Mgmt          | For           |
| SH1    | GLOBAL HUMAN RIGHTS STANDARD        | Shr           | Against       |
| SH2    | DECLARATION OF DIVIDEND             | Shr           | Against       |

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

DIAMOND OFFSHORE DRILLING, INC.

Agem

Security: 25271C102  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: DO  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                             | Proposal Type                                                        | Proposal Vote                                               |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>JAMES S. TISCH<br>LAWRENCE R. DICKERSON<br>ALAN R. BATKIN<br>JOHN R. BOLTON<br>CHARLES L. FABRIKANT<br>PAUL G. GAFFNEY II<br>HERBERT C. HOFMANN<br>ARTHUR L. REBELL<br>RAYMOND S. TROUBH | 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 APPROVE OUR AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS.                                                                                                              | Mgmt                                                                 | For                                                         |
| 03     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2007.                                                                                  | Mgmt                                                                 | For                                                         |

DOLLAR GENERAL CORPORATION

Agem

Security: 256669102  
Meeting Type: Special  
Meeting Date: 21-Jun-2007  
Ticker: DG  
ISIN:

| Prop.# | Proposal                                            | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE AGREEMENT AND PLAN OF MERGER        | Mgmt          | For           |
| 02     | ADJOURNMENT AND POSTPONEMENT OF THE SPECIAL MEETING | Mgmt          | For           |

DOW JONES & COMPANY, INC.

Agem

Security: 260561105  
Meeting Type: Annual  
Meeting Date: 18-Apr-2007  
Ticker: DJ  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                               | Proposal Type                                                                                                        | Proposal Vote                                                                                         |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>JON E. BARFIELD<br>LEWIS B. CAMPBELL<br>EDUARDO CASTRO-WRIGHT<br>JOHN M. ENGLER<br>HARVEY GOLUB<br>DIETER VON HOLTZBRINCK<br>FRANK N. NEWMAN<br>CHRISTOPHER BANCROFT<br>JOHN F. BROCK<br>MICHAEL B. ELEFANTE<br>LESLIE HILL<br>M. PETER MCPHERSON<br>DAVID K.P. LI<br>PAUL SAGAN<br>ELIZABETH STEELE<br>RICHARD F. ZANNINO | 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     | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2007.                                                                                                                                                                                                                                                                        | Mgmt                                                                                                                 | For                                                                                                   |
| 03     | APPROVING THE DOW JONES 2001 LONG-TERM INCENTIVE PLAN AS AMENDED AND RESTATED, INCLUDING AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 2,100,000 SHARES FROM 10,500,000 TO 12,600,000 SHARES.                                                                                                | Mgmt                                                                                                                 | Against                                                                                               |
| 04     | STOCKHOLDER PROPOSAL TO REQUIRE THAT DIFFERENT PERSONS SERVE IN THE POSITIONS OF CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER AND THAT THE CHAIRMAN NOT BE A CURRENT OR FORMER EXECUTIVE OF THE COMPANY.                                                                                                                          | Shr                                                                                                                  | Against                                                                                               |

DUKE ENERGY CORPORATION

Agen

Security: 26441C105  
Meeting Type: Annual  
Meeting Date: 24-Oct-2006  
Ticker: DUK  
ISIN:

| Prop.# | Proposal                                                                                                                                                    | Proposal Type                                                | Proposal Vote                                        |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>ROGER AGNELLI<br>PAUL M. ANDERSON<br>WILLIAM BARNET, III<br>G. ALEX BERNHARDT, SR.<br>MICHAEL G. BROWNING<br>PHILLIP R. COX<br>WILLIAM T. ESREY | 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 |

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

|    |                                                                                                |      |     |
|----|------------------------------------------------------------------------------------------------|------|-----|
|    | ANN MAYNARD GRAY                                                                               | Mgmt | For |
|    | JAMES H. HANCE, JR.                                                                            | Mgmt | For |
|    | DENNIS R. HENDRIX                                                                              | Mgmt | For |
|    | MICHAEL E.J. PHELPS                                                                            | Mgmt | For |
|    | JAMES T. RHODES                                                                                | Mgmt | For |
|    | JAMES E. ROGERS                                                                                | Mgmt | For |
|    | MARY L. SCHAPIRO                                                                               | Mgmt | For |
|    | DUDLEY S. TAFT                                                                                 | Mgmt | For |
| 02 | APPROVAL OF THE DUKE ENERGY CORPORATION 2006 LONG-TERM INCENTIVE PLAN.                         | Mgmt | For |
| 03 | RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY S INDEPENDENT PUBLIC ACCOUNTANT FOR 2006. | Mgmt | For |

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DUKE ENERGY CORPORATION

Agem

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Security: 26441C105  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: DUK  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                                                  | Proposal Type                                                                | Proposal Vote                                                      |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>WILLIAM BARNET, III<br>G. ALEX BERNHARDT, SR.<br>MICHAEL G. BROWNING<br>PHILLIP R. COX<br>ANN MAYNARD GRAY<br>JAMES H. HANCE, JR.<br>JAMES T. RHODES<br>JAMES E. ROGERS<br>MARY L. SCHAPIRO<br>DUDLEY S. TAFT | 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 DUKE ENERGY S INDEPENDENT PUBLIC ACCOUNTANT FOR 2007                                                                                                                             | Mgmt                                                                         | For                                                                |

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E. I. DU PONT DE NEMOURS AND COMPANY

Agem

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Security: 263534109  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: DD  
ISIN:

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

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

|    |                                                                                                                                                                                                                                              | Type                                                                         |                                                                    |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01 | DIRECTOR<br>RICHARD H. BROWN<br>ROBERT A. BROWN<br>BERTRAND P. COLLOMB<br>CURTIS J. CRAWFORD<br>JOHN T. DILLON<br>ELEUTHERE I. DU PONT<br>CHARLES O. HOLLIDAY, JR<br>LOIS D. JULIBER<br>MASAHISA NAITOH<br>SEAN O'KEEFE<br>WILLIAM K. REILLY | 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 | ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                                                                                                                                             | Mgmt                                                                         | For                                                                |
| 03 | ON DUPONT EQUITY AND INCENTIVE PLAN                                                                                                                                                                                                          | Mgmt                                                                         | Against                                                            |
| 04 | ON GENETICALLY MODIFIED FOOD                                                                                                                                                                                                                 | Shr                                                                          | Against                                                            |
| 05 | ON PLANT CLOSURE                                                                                                                                                                                                                             | Shr                                                                          | Against                                                            |
| 06 | ON REPORT ON PFOA                                                                                                                                                                                                                            | Shr                                                                          | Against                                                            |
| 07 | ON COSTS                                                                                                                                                                                                                                     | Shr                                                                          | Against                                                            |
| 08 | ON GLOBAL WARMING                                                                                                                                                                                                                            | Shr                                                                          | Against                                                            |
| 09 | ON CHEMICAL FACILITY SECURITY                                                                                                                                                                                                                | Shr                                                                          | Against                                                            |

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EASTMAN CHEMICAL COMPANY

Agen

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Security: 277432100  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: EMN  
ISIN:  
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| Prop.# | Proposal                                                                                           | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RENEE J. HORNBAKER.                                                          | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: THOMAS H. MCLAIN.                                                            | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: PETER M. WOOD.                                                               | Mgmt          | For           |
| 02     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS.                 | Mgmt          | For           |
| 03     | APPROVAL OF THE 2007 OMNIBUS LONG-TERM COMPENSATION PLAN.                                          | Mgmt          | Against       |
| 04     | STOCKHOLDER PROPOSAL TO ESTABLISH POLICY LIMITING BENEFITS UNDER SUPPLEMENTAL EXECUTIVE RETIREMENT | Shr           | For           |

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

PLANS.

EASTMAN KODAK COMPANY

Agen

Security: 277461109  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: EK  
ISIN:

| Prop.# | Proposal                                                                                                                                  | Proposal Type                | Proposal Vote            |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>MICHAEL J. HAWLEY<br>WILLIAM H. HERNANDEZ<br>HECTOR DE J. RUIZ<br>LAURA D'ANDREA TYSON                                        | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE AUDIT COMMITTEE S SELECTION<br>OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt                         | For                      |
| 03     | SHAREHOLDER PROPOSAL REQUESTING A MONETARY LIMIT<br>ON EXECUTIVE COMPENSATION.                                                            | Shr                          | Against                  |

EATON CORPORATION

Agen

Security: 278058102  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: ETN  
ISIN:

| Prop.# | Proposal                                                                                     | Proposal Type                | Proposal Vote            |
|--------|----------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>CHRISTOPHER M. CONNOR<br>MICHAEL J. CRITELLI<br>CHARLES E. GOLDEN<br>ERNIE GREEN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT AUDITOR FOR 2007.     | Mgmt                         | For                      |

EBAY INC.

Agen

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

Security: 278642103  
Meeting Type: Annual  
Meeting Date: 14-Jun-2007  
Ticker: EBAY  
ISIN:

| Prop.# | Proposal                                                                                                                                              | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>PHILIPPE BOURGUIGNON<br>THOMAS J. TIERNEY<br>MARGARET C. WHITMAN                                                                          | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | APPROVAL OF AN AMENDMENT TO OUR 1999 GLOBAL EQUITY INCENTIVE PLAN TO FURTHER SATISFY THE REQUIREMENTS OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. | Mgmt                 | For               |
| 03     | APPROVAL OF AN AMENDMENT TO OUR 1998 EMPLOYEE STOCK PURCHASE PLAN TO EXTEND THE TERM OF THE PURCHASE PLAN.                                            | Mgmt                 | For               |
| 04     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2007.                 | Mgmt                 | For               |

ELECTRONIC ARTS INC.

Agen

Security: 285512109  
Meeting Type: Annual  
Meeting Date: 27-Jul-2006  
Ticker: ERTS  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                  | Proposal Type                                                        | Proposal Vote                                               |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>M. RICHARD ASHER<br>LEONARD S. COLEMAN<br>GARY M. KUSIN<br>GREGORY B. MAFFEI<br>TIMOTHY MOTT<br>VIVEK PAUL<br>LAWRENCE F. PROBST III<br>RICHARD A. SIMONSON<br>LINDA J. SRERE | 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 OF STOCK OPTION EXCHANGE PROGRAM.                                                                                                                                                | Mgmt                                                                 | For                                                         |
| 03     | AMENDMENT TO THE 2000 EQUITY INCENTIVE PLAN.                                                                                                                                              | Mgmt                                                                 | For                                                         |
| 04     | AMENDMENT TO THE 2000 EMPLOYEE STOCK PURCHASE PLAN.                                                                                                                                       | Mgmt                                                                 | For                                                         |

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

05      RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.      Mgmt      For

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ELI LILLY AND COMPANY

Agen

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Security: 532457108  
Meeting Type: Annual  
Meeting Date: 16-Apr-2007  
Ticker: LLY  
ISIN:  
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| Prop.# | Proposal                                                                                                                                          | Proposal Type                | Proposal Vote            |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>W. BISCHOFF<br>J.M. COOK<br>F.G. PRENDERGAST<br>K.P. SEIFERT                                                                          | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITORS FOR 2007. | Mgmt                         | For                      |
| 03     | APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF DIRECTORS.                                                  | Mgmt                         | For                      |
| 04     | REAPPROVE PERFORMANCE GOALS FOR THE COMPANY S STOCK PLANS.                                                                                        | Mgmt                         | For                      |
| 05     | PROPOSAL BY SHAREHOLDERS ON EXTENDING THE COMPANY S ANIMAL CARE AND USE POLICY TO CONTRACT LABS.                                                  | Shr                          | Against                  |
| 06     | PROPOSAL BY SHAREHOLDERS ON INTERNATIONAL OUTSOURCING OF ANIMAL RESEARCH.                                                                         | Shr                          | Against                  |
| 07     | PROPOSAL BY SHAREHOLDERS ON SEPARATING THE ROLES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.                                                         | Shr                          | Against                  |
| 08     | PROPOSAL BY SHAREHOLDERS ON AMENDING THE ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO AMEND THE BYLAWS.                                     | Shr                          | For                      |
| 09     | PROPOSAL BY SHAREHOLDERS ON ADOPTING A SIMPLE MAJORITY VOTE STANDARD.                                                                             | Shr                          | For                      |

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EMBARQ CORPORATION

Agen

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Security: 29078E105  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: EQ  
ISIN:  
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# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

| Prop.# | Proposal                                                                                                                                                              | Proposal Type                                                        | Proposal Vote                                               |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>PETER C. BROWN<br>STEVEN A. DAVIS<br>DANIEL R. HESSE<br>JOHN P. MULLEN<br>WILLIAM A. OWENS<br>DINESH C. PALIWAL<br>STEPHANIE M. SHERN<br>LAURIE A. SIEGEL | 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 KPMG LLP AS OUR<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR THE 2007 FISCAL YEAR.                                            | Mgmt                                                                 | For                                                         |

EMERSON ELECTRIC CO.

Agen

Security: 291011104  
Meeting Type: Annual  
Meeting Date: 06-Feb-2007  
Ticker: EMR  
ISIN:

| Prop.# | Proposal                                                                        | Proposal Type                | Proposal Vote            |
|--------|---------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>C. FERNANDEZ G<br>W. J. GALVIN<br>R. L. RIDGWAY<br>R. L. STEPHENSON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM    | Mgmt                         | For                      |

ENDO PHARMACEUTICALS HOLDINGS INC.

Agen

Security: 29264F205  
Meeting Type: Annual  
Meeting Date: 30-May-2007  
Ticker: ENDP  
ISIN:

| Prop.# | Proposal                    | Proposal Type | Proposal Vote |
|--------|-----------------------------|---------------|---------------|
| 01     | DIRECTOR<br>JOHN J. DELUCCA | Mgmt          | For           |

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

|    |                                                                                                                                                                 |      |         |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | MICHEL DE ROSEN                                                                                                                                                 | Mgmt | For     |
|    | GEORGE F. HORNER, III                                                                                                                                           | Mgmt | For     |
|    | MICHAEL HYATT                                                                                                                                                   | Mgmt | For     |
|    | ROGER H. KIMMEL                                                                                                                                                 | Mgmt | For     |
|    | PETER A. LANKAU                                                                                                                                                 | Mgmt | For     |
|    | C.A. MEANWELL, MD, PHD                                                                                                                                          | Mgmt | For     |
| 02 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY S FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt | For     |
| 03 | TO APPROVE THE COMPANY S 2007 STOCK INCENTIVE PLAN.                                                                                                             | Mgmt | Against |

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ENZON PHARMACEUTICALS, INC.

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Agen

Security: 293904108  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: ENZN  
ISIN:

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| Prop.# | Proposal                                                                                                                                              | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JEFFREY H. BUCHALTER<br>GORAN A. ANDO, M.D.<br>VICTOR P. MICATI                                                                           | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | APPROVAL OF THE ADOPTION OF THE 2007 EMPLOYEE STOCK PURCHASE PLAN.                                                                                    | Mgmt                 | For               |
| 03     | RATIFICATION OF THE SELECTION OF KPMG LLP TO AUDIT THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt                 | For               |

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EOG RESOURCES, INC.

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Agen

Security: 26875P101  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: EOG  
ISIN:

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| Prop.# | Proposal                     | Proposal Type | Proposal Vote |
|--------|------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>GEORGE A. ALCORN | Mgmt          | For           |

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

|    |                                                                                                                                                                                                                    |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | CHARLES R. CRISP                                                                                                                                                                                                   | Mgmt | For |
|    | MARK G. PAPA                                                                                                                                                                                                       | Mgmt | For |
|    | EDMUND P. SEGNER, III                                                                                                                                                                                              | Mgmt | For |
|    | WILLIAM D. STEVENS                                                                                                                                                                                                 | Mgmt | For |
|    | H. LEIGHTON STEWARD                                                                                                                                                                                                | Mgmt | For |
|    | DONALD F. TEXTOR                                                                                                                                                                                                   | Mgmt | For |
|    | FRANK G. WISNER                                                                                                                                                                                                    | Mgmt | For |
| 02 | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF DELOITTE & TOUCHE LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS, AS AUDITORS FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2007. | Mgmt | For |

EQUIFAX INC.

Agen

Security: 294429105  
Meeting Type: Annual  
Meeting Date: 04-May-2007  
Ticker: EFX  
ISIN:

| Prop.# | Proposal                                                                                     | Proposal Type                | Proposal Vote                            |
|--------|----------------------------------------------------------------------------------------------|------------------------------|------------------------------------------|
| 01     | DIRECTOR<br>JOHN L. CLENDENIN<br>A. WILLIAM DAHLBERG<br>ROBERT D. DALEO<br>L. PHILLIP HUMANN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote |
| 02     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS EQUIFAX S INDEPENDENT AUDITOR FOR 2007.      | Mgmt                         | No vote                                  |

EXXON MOBIL CORPORATION

Agen

Security: 30231G102  
Meeting Type: Annual  
Meeting Date: 30-May-2007  
Ticker: XOM  
ISIN:

| Prop.# | Proposal                                                                                               | Proposal Type                                | Proposal Vote                          |
|--------|--------------------------------------------------------------------------------------------------------|----------------------------------------------|----------------------------------------|
| 01     | DIRECTOR<br>M.J. BOSKIN<br>W.W. GEORGE<br>J.R. HOUGHTON<br>W.R. HOWELL<br>R.C. KING<br>P.E. LIPPINCOTT | 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

|    |                                                               |      |         |
|----|---------------------------------------------------------------|------|---------|
|    | M.C. NELSON                                                   | Mgmt | For     |
|    | S.J. PALMISANO                                                | Mgmt | For     |
|    | S.S. REINEMUND                                                | Mgmt | For     |
|    | W.V. SHIPLEY                                                  | Mgmt | For     |
|    | J.S. SIMON                                                    | Mgmt | For     |
|    | R.W. TILLERSON                                                | Mgmt | For     |
| 02 | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 44)                | Mgmt | For     |
| 03 | CUMULATIVE VOTING (PAGE 45)                                   | Shr  | Against |
| 04 | SPECIAL SHAREHOLDER MEETINGS (PAGE 47)                        | Shr  | For     |
| 05 | BOARD CHAIRMAN AND CEO (PAGE 47)                              | Shr  | Against |
| 06 | DIVIDEND STRATEGY (PAGE 48)                                   | Shr  | Against |
| 07 | SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 50) | Shr  | Against |
| 08 | CEO COMPENSATION DECISIONS (PAGE 51)                          | Shr  | Against |
| 09 | EXECUTIVE COMPENSATION REPORT (PAGE 52)                       | Shr  | Against |
| 10 | EXECUTIVE COMPENSATION LIMIT (PAGE 53)                        | Shr  | Against |
| 11 | INCENTIVE PAY RECOUPMENT (PAGE 54)                            | Shr  | Against |
| 12 | POLITICAL CONTRIBUTIONS REPORT (PAGE 55)                      | Shr  | Against |
| 13 | AMENDMENT OF EEO POLICY (PAGE 57)                             | Shr  | Against |
| 14 | COMMUNITY ENVIRONMENTAL IMPACT (PAGE 58)                      | Shr  | Against |
| 15 | GREENHOUSE GAS EMISSIONS GOALS (PAGE 60)                      | Shr  | Against |
| 16 | CO2 INFORMATION AT THE PUMP (PAGE 61)                         | Shr  | Against |
| 17 | RENEWABLE ENERGY INVESTMENT LEVELS (PAGE 62)                  | Shr  | Against |

FEDERATED DEPARTMENT STORES, INC.

Agen

Security: 31410H101  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: FD  
ISIN:

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 01     | DIRECTOR            |               |               |
|        | SARA LEVINSON       | Mgmt          | For           |
|        | JOSEPH NEUBAUER     | Mgmt          | For           |
|        | JOSEPH PICHLER      | Mgmt          | For           |
|        | JOYCE M. ROCHE      | Mgmt          | For           |
|        | KARL VON DER HEYDEN | Mgmt          | For           |

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

|    |                                                                                                                                                 |      |     |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | CRAIG E. WEATHERUP                                                                                                                              | Mgmt | For |
| 02 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS FEDERATED S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2008. | Mgmt | For |
| 03 | TO APPROVE AN AMENDMENT TO FEDERATED S CERTIFICATE OF INCORPORATION TO CHANGE THE CORPORATE NAME.                                               | Mgmt | For |
| 04 | TO APPROVE FEDERATED S 1992 INCENTIVE BONUS PLAN, AS AMENDED.                                                                                   | Mgmt | For |
| 05 | TO APPROVE THE ISSUANCE OF COMMON STOCK UNDER THE DIRECTOR DEFERRED COMPENSATION PLAN.                                                          | Mgmt | For |

FEDEX CORPORATION

Agen

Security: 31428X106  
Meeting Type: Annual  
Meeting Date: 25-Sep-2006  
Ticker: FDX  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                            | Proposal Type                                                                                                | Proposal Vote                                                                                  |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>JAMES L. BARKSDALE<br>AUGUST A. BUSCH IV<br>JOHN A. EDWARDSON<br>JUDITH L. ESTRIN<br>J. KENNETH GLASS<br>PHILIP GREER<br>J.R. HYDE, III<br>SHIRLEY A. JACKSON<br>STEVEN R. LORANGER<br>CHARLES T. MANATT<br>FREDERICK W. SMITH<br>JOSHUA I. SMITH<br>PAUL S. WALSH<br>PETER S. WILLMOTT | 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 |
| 02     | APPROVAL OF AMENDMENTS TO CERTIFICATE OF INCORPORATION AND BYLAWS TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS.                                                                                                                                                                                   | Mgmt                                                                                                         | For                                                                                            |
| 03     | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                                                                                                                                                                                      | Mgmt                                                                                                         | For                                                                                            |
| 04     | STOCKHOLDER PROPOSAL REGARDING GLOBAL WARMING REPORT.                                                                                                                                                                                                                                               | Shr                                                                                                          | Against                                                                                        |
| 05     | STOCKHOLDER PROPOSAL REGARDING MAJORITY VOTING FOR DIRECTOR ELECTIONS.                                                                                                                                                                                                                              | Shr                                                                                                          | Against                                                                                        |

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

FIRST HORIZON NATIONAL CORPORATION

Agen

Security: 320517105  
Meeting Type: Annual  
Meeting Date: 17-Apr-2007  
Ticker: FHN  
ISIN:

| Prop.# | Proposal                                                                                       | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>ROBERT C. BLATTBERG**<br>MICHAEL D. ROSE**<br>LUKE YANCY III**<br>GERALD L. BAKER* | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RE-APPROVAL OF FHNC S 2002 MANAGEMENT INCENTIVE PLAN, AS AMENDED.                              | Mgmt                         | For                      |
| 03     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS AUDITORS.                                           | Mgmt                         | For                      |

FLUOR CORPORATION

Agen

Security: 343412102  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: FLR  
ISIN:

| Prop.# | Proposal                                                                                            | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES T. HACKETT                                                              | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: KENT KRESA                                                                    | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: LORD ROBIN W. RENWICK                                                         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: PETER S. WATSON                                                               | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt          | For           |

FOREST LABORATORIES, INC.

Agen

Security: 345838106  
Meeting Type: Annual

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

Meeting Date: 07-Aug-2006  
Ticker: FRX  
ISIN:

| Prop.# | Proposal                                                                                                                                                           | Proposal Type                                        | Proposal Vote                                 |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>HOWARD SOLOMON<br>NESLI BASGOZ, M.D.<br>WILLIAM J. CANDEE, III<br>GEORGE S. COHAN<br>DAN L. GOLDWASSER<br>KENNETH E. GOODMAN<br>LESTER B. SALANS, M.D. | 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 BDO SEIDMAN, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                                 | Mgmt                                                 | For                                           |

FORTUNE BRANDS, INC.

Agen

Security: 349631101  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: FO  
ISIN:

| Prop.# | Proposal                                                                                                                 | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>ANNE M. TATLOCK<br>NORMAN H. WESLEY<br>PETER M. WILSON                                                       | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt                 | For               |
| 03     | RE-APPROVAL OF THE FORTUNE BRANDS, INC. ANNUAL EXECUTIVE INCENTIVE PLAN.                                                 | Mgmt                 | Against           |
| 04     | APPROVAL OF THE FORTUNE BRANDS, INC. 2007 LONG-TERM INCENTIVE PLAN.                                                      | Mgmt                 | Against           |
| 05     | IF PRESENTED, A SHAREHOLDER PROPOSAL ENTITLED ELECT EACH DIRECTOR ANNUALLY .                                             | Shr                  | For               |
| 06     | IF PRESENTED, A SHAREHOLDER PROPOSAL ENTITLED PAY-FOR-SUPERIOR PERFORMANCE .                                             | Shr                  | Against           |

FRANKLIN RESOURCES, INC.

Agen

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

Security: 354613101  
Meeting Type: Annual  
Meeting Date: 25-Jan-2007  
Ticker: BEN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                               | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>SAMUEL H. ARMACOST<br>CHARLES CROCKER<br>JOSEPH R. HARDIMAN<br>ROBERT D. JOFFE<br>CHARLES B. JOHNSON<br>GREGORY E. JOHNSON<br>RUPERT H. JOHNSON, JR.<br>THOMAS H. KEAN<br>CHUTTA RATNATHICAM<br>PETER M. SACERDOTE<br>LAURA STEIN<br>ANNE M. TATLOCK<br>LOUIS E. WOODWORTH | 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 THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2007.                                                                                                                      | Mgmt                                                                                         | For                                                                              |
| 03     | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE FRANKLIN RESOURCES, INC. 1998 EMPLOYEE STOCK INVESTMENT PLAN, INCLUDING AN INCREASE OF 4,000,000 SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN.                                                                                         | Mgmt                                                                                         | For                                                                              |

FREEPORT-MCMORAN COPPER & GOLD INC.

Agen

Security: 35671D857  
Meeting Type: Special  
Meeting Date: 14-Mar-2007  
Ticker: FCX  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                                  | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE PROPOSED AMENDMENT TO THE FREEPORT-MCMORAN COPPER & GOLD INC. CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF FREEPORT-MCMORAN CAPITAL STOCK TO 750,000,000, TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF CLASS B COMMON STOCK TO 700,000,000, ALL AS MORE FULLY DESCRIBED IN THE JOINT PROXY STATEMENT/PROSPECTUS DATED FEBRUARY 12, 2007. | Mgmt          | For           |
| 02     | APPROVAL OF THE PROPOSED ISSUANCE OF SHARES                                                                                                                                                                                                                                                                                                                                               | Mgmt          | For           |

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

OF FREEPORT-MCMORAN COMMON STOCK IN CONNECTION  
WITH THE TRANSACTION CONTEMPLATED BY THE AGREEMENT  
AND PLAN OF MERGER, DATED AS OF NOVEMBER 18,  
2006, AMONG FREEPORT-MCMORAN, PHELPS DODGE  
CORPORATION AND PANTHER ACQUISITION CORPORATION.

|    |                                                                                                                                                                        |      |     |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 03 | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING,<br>IF NECESSARY, TO PERMIT SOLICITATION OF ADDITIONAL<br>PROXIES IN FAVOR OF EACH OF PROPOSAL 1 AND<br>PROPOSAL 2. | Mgmt | For |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|

GAP, INC.

Agen

Security: 364760108  
Meeting Type: Annual  
Meeting Date: 05-Jun-2007  
Ticker: GPS  
ISIN:

| Prop.# | Proposal                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                                                    |               |               |
|        | HOWARD P. BEHAR                                                                                                                             | Mgmt          | For           |
|        | ADRIAN D.P. BELLAMY                                                                                                                         | Mgmt          | For           |
|        | DOMENICO DE SOLE                                                                                                                            | Mgmt          | For           |
|        | DONALD G. FISHER                                                                                                                            | Mgmt          | For           |
|        | DORIS F. FISHER                                                                                                                             | Mgmt          | For           |
|        | ROBERT J. FISHER                                                                                                                            | Mgmt          | For           |
|        | PENELOPE L. HUGHES                                                                                                                          | Mgmt          | For           |
|        | BOB L. MARTIN                                                                                                                               | Mgmt          | For           |
|        | JORGE P. MONTOYA                                                                                                                            | Mgmt          | For           |
|        | JAMES M. SCHNEIDER                                                                                                                          | Mgmt          | For           |
|        | MAYO A. SHATTUCK III                                                                                                                        | Mgmt          | For           |
|        | KNEELAND C. YOUNGBLOOD                                                                                                                      | Mgmt          | For           |
| 02     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS THE REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2008. | Mgmt          | For           |

GARMIN LTD.

Agen

Security: G37260109  
Meeting Type: Annual  
Meeting Date: 08-Jun-2007  
Ticker: GRMN  
ISIN:

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

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

GENE M. BETTS  
THOMAS A. MCDONNELL

Mgmt For  
Mgmt For

## GENERAL DYNAMICS CORPORATION

Agen

Security: 369550108  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: GD  
ISIN:

| Prop.# | Proposal                                                                  | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: N.D. CHABRAJA                                       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: J.S. CROWN                                          | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: W.P. FRICKS                                         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: C.H. GOODMAN                                        | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: J.L. JOHNSON                                        | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: G.A. JOULWAN                                        | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: P.G. KAMINSKI                                       | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J.M. KEANE                                          | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: D.J. LUCAS                                          | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: L.L. LYLES                                          | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: C.E. MUNDY, JR.                                     | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: R. WALMSLEY                                         | Mgmt          | For           |
| 02     | SELECTION OF INDEPENDENT AUDITORS                                         | Mgmt          | For           |
| 03     | SHAREHOLDER PROPOSAL WITH REGARD TO PAY-FOR-SUPERIOR-PERFORMANCE STANDARD | Shr           | Against       |
| 04     | SHAREHOLDER PROPOSAL WITH REGARD TO PERFORMANCE BASED STOCK OPTIONS       | Shr           | Against       |

## GENERAL ELECTRIC COMPANY

Agen

Security: 369604103  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: GE  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                       | Proposal Type                                                                                                        | Proposal Vote                                                                                         |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| A      | DIRECTOR<br>JAMES I. CASH, JR.<br>SIR WILLIAM M. CASTELL<br>ANN M. FUDGE<br>CLAUDIO X. GONZALEZ<br>SUSAN HOCKFIELD<br>JEFFREY R. IMMELT<br>ANDREA JUNG<br>ALAN G. (A.G.) LAFLEY<br>ROBERT W. LANE<br>RALPH S. LARSEN<br>ROCHELLE B. LAZARUS<br>SAM NUNN<br>ROGER S. PENSKE<br>ROBERT J. SWIERINGA<br>DOUGLAS A. WARNER III<br>ROBERT C. WRIGHT | 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 |
| B      | RATIFICATION OF KPMG                                                                                                                                                                                                                                                                                                                           | Mgmt                                                                                                                 | For                                                                                                   |
| C      | ADOPTION OF MAJORITY VOTING FOR DIRECTORS                                                                                                                                                                                                                                                                                                      | Mgmt                                                                                                                 | Against                                                                                               |
| D      | APPROVAL OF 2007 LONG TERM INCENTIVE PLAN                                                                                                                                                                                                                                                                                                      | Mgmt                                                                                                                 | For                                                                                                   |
| E      | APPROVAL OF MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS                                                                                                                                                                                                                                                                                 | Mgmt                                                                                                                 | For                                                                                                   |
| 01     | CUMULATIVE VOTING                                                                                                                                                                                                                                                                                                                              | Shr                                                                                                                  | Against                                                                                               |
| 02     | CURB OVER-EXTENDED DIRECTORS                                                                                                                                                                                                                                                                                                                   | Shr                                                                                                                  | Against                                                                                               |
| 03     | ONE DIRECTOR FROM THE RANKS OF RETIREES                                                                                                                                                                                                                                                                                                        | Shr                                                                                                                  | Against                                                                                               |
| 04     | INDEPENDENT BOARD CHAIRMAN                                                                                                                                                                                                                                                                                                                     | Shr                                                                                                                  | Against                                                                                               |
| 05     | ELIMINATE DIVIDEND EQUIVALENTS                                                                                                                                                                                                                                                                                                                 | Shr                                                                                                                  | For                                                                                                   |
| 06     | REPORT ON CHARITABLE CONTRIBUTIONS                                                                                                                                                                                                                                                                                                             | Shr                                                                                                                  | Against                                                                                               |
| 07     | GLOBAL WARMING REPORT                                                                                                                                                                                                                                                                                                                          | Shr                                                                                                                  | Against                                                                                               |
| 08     | ETHICAL CRITERIA FOR MILITARY CONTRACTS                                                                                                                                                                                                                                                                                                        | Shr                                                                                                                  | Against                                                                                               |
| 09     | REPORT ON PAY DIFFERENTIAL                                                                                                                                                                                                                                                                                                                     | Shr                                                                                                                  | Against                                                                                               |

GENESIS HEALTHCARE CORPORATION

Agen

Security: 37184D101  
Meeting Type: Annual  
Meeting Date: 30-May-2007  
Ticker: GHCI  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                                                                                                                | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 15, 2007, AS AMENDED, AMONG GENESIS HEALTHCARE CORPORATION, FC-GEN ACQUISITION, INC. AND GEN ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF FC-GEN ACQUISITION, INC. | Mgmt                 | For               |
| 02     | DIRECTOR<br>JOHN F. DEPODESTA<br>J. MICHAEL GALLAGHER<br>TERRY ALLISON RAPPUHN                                                                                                                                                                                          | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

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GENUINE PARTS COMPANY

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Agen

Security: 372460105  
Meeting Type: Annual  
Meeting Date: 23-Apr-2007  
Ticker: GPC  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                 | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>DR. MARY B. BULLOCK<br>RICHARD W. COURTS II<br>JEAN DOUVILLE<br>THOMAS C. GALLAGHER<br>GEORGE C. "JACK" GUYNN<br>JOHN D. JOHNS<br>MICHAEL M.E. JOHNS, MD<br>J. HICKS LANIER<br>WENDY B. NEEDHAM<br>JERRY W. NIX<br>LARRY L. PRINCE<br>GARY W. ROLLINS<br>LAWRENCE G. STEINER | 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     | AMEND THE GENUINE PARTS COMPANY AMENDED AND RESTATED ARTICLES OF INCORPORATION TO ELIMINATE ALL SHAREHOLDER SUPERMAJORITY VOTING PROVISIONS.                                                                                                                                             | Mgmt                                                                                         | For                                                                              |
| 03     | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.                                                                                                                                                   | Mgmt                                                                                         | For                                                                              |

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GENZYME CORPORATION

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Agen

Security: 372917104

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

Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: GENZ  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>DOUGLAS A. BERTHIAUME<br>GAIL K. BOUDREAUX                                                                                                                                                      | Mgmt<br>Mgmt  | For<br>For    |
| 02     | A PROPOSAL TO AMEND THE 2004 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK COVERED BY THE PLAN BY 3,500,000 SHARES AND TO MERGE OUR 1997 EQUITY INCENTIVE PLAN INTO THE 2004 PLAN. | Mgmt          | For           |
| 03     | A PROPOSAL TO APPROVE THE 2007 DIRECTOR EQUITY PLAN.                                                                                                                                                        | Mgmt          | For           |
| 04     | A PROPOSAL TO AMEND THE 1999 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK COVERED BY THE PLAN BY 1,500,000 SHARES.                                                         | Mgmt          | For           |
| 05     | A PROPOSAL TO AMEND OUR BYLAWS TO PROVIDE FOR MAJORITY VOTING FOR THE ELECTION OF DIRECTORS IN UNCONTESTED ELECTIONS.                                                                                       | Mgmt          | For           |
| 06     | A PROPOSAL TO RATIFY THE SELECTION OF INDEPENDENT AUDITORS FOR 2007.                                                                                                                                        | Mgmt          | For           |
| 07     | A SHAREHOLDER PROPOSAL THAT EXECUTIVE SEVERANCE AGREEMENTS BE APPROVED BY SHAREHOLDERS.                                                                                                                     | Shr           | For           |

GILEAD SCIENCES, INC.

Agen

Security: 375558103  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: GILD  
ISIN:

| Prop.# | Proposal                                                                                                                                                  | Proposal Type                                                | Proposal Vote                                        |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>PAUL BERG<br>JOHN F. COGAN<br>ETIENNE F. DAVIGNON<br>JAMES M. DENNY<br>CARLA A. HILLS<br>JOHN W. MADIGAN<br>JOHN C. MARTIN<br>GORDON E. MOORE | 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 |

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

|    |                                                                                                                                                                                                                        |      |         |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | NICHOLAS G. MOORE                                                                                                                                                                                                      | Mgmt | For     |
|    | GAYLE E. WILSON                                                                                                                                                                                                        | Mgmt | For     |
| 02 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP<br>BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS<br>AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER<br>31, 2007. | Mgmt | For     |
| 03 | TO APPROVE THE PROPOSED AMENDMENT TO GILEAD<br>S 2004 EQUITY INCENTIVE PLAN.                                                                                                                                           | Mgmt | Against |
| 04 | TO APPROVE THE PROPOSED AMENDMENT TO GILEAD<br>S EMPLOYEE STOCK PURCHASE PLAN.                                                                                                                                         | Mgmt | For     |

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GOOGLE INC.

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Agen

Security: 38259P508  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: GOOG  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                    | Proposal<br>Type                                                             | Proposal Vote                                                      |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>ERIC SCHMIDT<br>SERGEY BRIN<br>LARRY PAGE<br>L. JOHN DOERR<br>JOHN L. HENNESSY<br>ARTHUR D. LEVINSON<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<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF GOOGLE INC. FOR THE FISCAL YEAR ENDING<br>DECEMBER 31, 2007.                 | Mgmt                                                                         | For                                                                |
| 03     | APPROVAL OF AN AMENDMENT TO GOOGLE S 2004 STOCK<br>PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES<br>OF CLASS A COMMON STOCK ISSUABLE THEREUNDER<br>BY 4,500,000.                         | Mgmt                                                                         | Against                                                            |
| 04     | APPROVAL OF GOOGLE S EXECUTIVE BONUS PLAN.                                                                                                                                                  | Mgmt                                                                         | Against                                                            |
| 05     | STOCKHOLDER PROPOSAL TO REQUEST THAT MANAGEMENT<br>INSTITUTE POLICIES TO HELP PROTECT FREEDOM<br>OF ACCESS TO THE INTERNET.                                                                 | Shr                                                                          | For                                                                |

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

H&R BLOCK, INC.

Agen

Security: 093671105  
Meeting Type: Annual  
Meeting Date: 07-Sep-2006  
Ticker: HRB  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                       | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JERRY D. CHOATE<br>HENRY F. FRIGON<br>ROGER W. HALE<br>LEN J. LAUER                                                                                                                | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | APPROVAL OF AN AMENDMENTS TO THE 1999 STOCK OPTION PLAN FOR SEASONAL EMPLOYEES TO EXTEND THE PLAN FOR THREE YEARS, SUCH THAT IT WILL TERMINATE, UNLESS FURTHER EXTENDED, ON DECEMBER 31, 2009. | Mgmt                         | For                      |
| 03     | APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS FOR PERFORMANCE SHARES ISSUED PURSUANT TO THE 2003 LONG-TERM EXECUTIVE COMPENSATION PLAN.                                                  | Mgmt                         | For                      |
| 04     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING APRIL 30, 2007.                                                                       | Mgmt                         | For                      |

H.J. HEINZ COMPANY

Agen

Security: 423074103  
Meeting Type: Annual  
Meeting Date: 16-Aug-2006  
Ticker: HNZ  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                              | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>NELSON PELTZ<br>PETER W. MAY<br>EDWARD P. GARDEN<br>GREG NORMAN<br>MICHAEL F. WEINSTEIN<br>WILLIAM JOHNSON<br>LEONARD S. COLEMAN<br>EDITH E. HOLIDAY<br>CANDACE KENDLE<br>DEAN R. O'HARE<br>LYNN C. SWANN | 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

|    |                                                                                                                                                                                                                                       |      |     |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | THOMAS J. USHER                                                                                                                                                                                                                       | Mgmt | For |
| 02 | TO REPEAL ANY PROVISIONS OF THE COMPANY S BY-LAWS AND AMENDMENTS TO THE COMPANY S BY-LAWS ADOPTED UNILATERALLY BY THE BOARD OF DIRECTORS AFTER JUNE 12, 2002 AND BEFORE ANY OF THE TRIAN GROUP S NOMINEES JOIN THE BOARD, IF ELECTED. | Mgmt | For |
| 03 | TO RATIFY THE COMPANY S AUDIT COMMITTEE S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS HEINZ S INDEPENDENT AUDITORS FOR FISCAL 2007.                                                                                                    | Mgmt | For |

HALLIBURTON COMPANY

Agen

Security: 406216101  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: HAL  
ISIN:

| Prop.# | Proposal                                                | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: K.M. BADER                        | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: A.M. BENNETT                      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: J.R. BOYD                         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: M. CARROLL                        | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: R.L. CRANDALL                     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: K.T DERR                          | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: S.M. GILLIS                       | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: W.R. HOWELL                       | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: D.J. LESAR                        | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: J.L. MARTIN                       | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: J.A. PRECOURT                     | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: D.L. REED                         | Mgmt          | For           |
| 02     | PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS. | Mgmt          | For           |
| 03     | PROPOSAL ON HUMAN RIGHTS REVIEW.                        | Shr           | Against       |
| 04     | PROPOSAL ON POLITICAL CONTRIBUTIONS.                    | Shr           | Against       |
| 05     | PROPOSAL ON STOCKHOLDER RIGHTS PLAN.                    | Shr           | For           |

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

HARRAH'S ENTERTAINMENT, INC.

Agen

Security: 413619107  
Meeting Type: Special  
Meeting Date: 05-Apr-2007  
Ticker: HET  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                         | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 19, 2006, AMONG HAMLET HOLDINGS LLC, HAMLET MERGER INC. AND HARRAH S ENTERTAINMENT, INC.                                                                | Mgmt          | For           |
| 02     | PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT THE MERGER AGREEMENT. | Mgmt          | For           |

HARRAH'S ENTERTAINMENT, INC.

Agen

Security: 413619107  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: HET  
ISIN:

| Prop.# | Proposal                                                                                                                                                  | Proposal Type                | Proposal Vote            |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>STEPHEN F. BOLLENBACH<br>RALPH HORN<br>GARY W. LOVEMAN<br>BOAKE A. SELLS                                                                      | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2007 CALENDAR YEAR. | Mgmt                         | For                      |

HONEYWELL INTERNATIONAL INC.

Agen

Security: 438516106  
Meeting Type: Annual  
Meeting Date: 23-Apr-2007

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

Ticker: HON

ISIN:

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|-------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: GORDON M. BETHUNE   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JAIME CHICO PARDO   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DAVID M. COTE       | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: D. SCOTT DAVIS      | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: LINNET F. DEILY     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: CLIVE R. HOLLICK    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JAMES J. HOWARD     | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: BRADLEY T. SHEARES  | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: ERIC K. SHINSEKI    | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: JOHN R. STAFFORD    | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: MICHAEL W. WRIGHT   | Mgmt          | For           |
| 02     | APPROVAL OF INDEPENDENT ACCOUNTANTS       | Mgmt          | For           |
| 03     | 2007 HONEYWELL GLOBAL EMPLOYEE STOCK PLAN | Mgmt          | For           |
| 04     | RECOUP UNEARNED MANAGEMENT BONUSES        | Shr           | Against       |
| 05     | PERFORMANCE BASED STOCK OPTIONS           | Shr           | Against       |
| 06     | SPECIAL SHAREHOLDER MEETINGS              | Shr           | Against       |
| 07     | SIX SIGMA                                 | Shr           | Against       |

HOSPIRA, INC.

Agen

Security: 441060100  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: HSP  
ISIN:

| Prop.# | Proposal                                        | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>CONNIE R. CURRAN<br>MARK F. WHEELER | Mgmt<br>Mgmt  | For<br>For    |

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

|    |                                                                                                  |      |     |
|----|--------------------------------------------------------------------------------------------------|------|-----|
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE<br>& TOUCHE LLP AS AUDITORS FOR HOSPIRA FOR 2007. | Mgmt | For |
|----|--------------------------------------------------------------------------------------------------|------|-----|

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HOST HOTELS & RESORTS, INC.

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Agen

Security: 44107P104  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: HST  
ISIN:

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| Prop.# | Proposal                                                   | Proposal<br>Type | Proposal Vote |
|--------|------------------------------------------------------------|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT M. BAYLIS                     | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: TERENCE C. GOLDEN                    | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: ANN M. KOROLOGOS                     | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: RICHARD E. MARRIOTT                  | Mgmt             | For           |
| 1E     | ELECTION OF DIRECTOR: JUDITH A. MCHALE                     | Mgmt             | For           |
| 1F     | ELECTION OF DIRECTOR: JOHN B. MORSE, JR.                   | Mgmt             | For           |
| 1G     | ELECTION OF DIRECTOR: CHRISTOPHER J. NASSETTA              | Mgmt             | For           |
| 02     | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT<br>AUDITORS. | Mgmt             | For           |

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HUMANA INC.

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Agen

Security: 444859102  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: HUM  
ISIN:

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| Prop.# | Proposal                                          | Proposal<br>Type | Proposal Vote |
|--------|---------------------------------------------------|------------------|---------------|
| 01A    | THE ELECTION OF DIRECTOR: DAVID A. JONES, JR.     | Mgmt             | For           |
| 01B    | THE ELECTION OF DIRECTOR: FRANK A. D AMELIO.      | Mgmt             | For           |
| 01C    | THE ELECTION OF DIRECTOR: W. ROY DUNBAR.          | Mgmt             | For           |
| 01D    | THE ELECTION OF DIRECTOR: KURT J. HILZINGER.      | Mgmt             | For           |
| 01E    | THE ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER. | Mgmt             | For           |

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

|     |                                                                                                                                             |      |     |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 01F | THE ELECTION OF DIRECTOR: JAMES J. O BRIEN.                                                                                                 | Mgmt | For |
| 01G | THE ELECTION OF DIRECTOR: W. ANN REYNOLDS, PH.D.                                                                                            | Mgmt | For |
| 01H | THE ELECTION OF DIRECTOR: JAMES O. ROBBINS.                                                                                                 | Mgmt | For |
| 02  | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM. |      | For |

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HUNTINGTON BANCSHARES INCORPORATED

----- Agen

Security: 446150104  
Meeting Type: Annual  
Meeting Date: 30-May-2007  
Ticker: HBAN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                                      | Proposal Type        | Proposal Vote     |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | APPROVAL OF THE ISSUANCE OF THE CORPORATION<br>S COMMON STOCK, WITHOUT PAR VALUE, IN CONNECTION<br>WITH THE MERGER CONTEMPLATED BY THE AGREEMENT<br>AND PLAN OF MERGER, DATED AS OF DECEMBER 20,<br>2006, BY AND AMONG THE CORPORATION, PENGUIN<br>ACQUISITION, LLC, A MARYLAND LIMITED LIABILITY<br>COMPANY AND WHOLLY OWNED SUBSIDIARY OF THE<br>CORPORATION, AND SKY FINANCIAL GROUP, INC. | Mgmt                 | For               |
| 02     | DIRECTOR<br>THOMAS E. HOAGLIN<br>DAVID P. LAUER<br>KATHLEEN H. RANSIER                                                                                                                                                                                                                                                                                                                        | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 03     | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE,<br>LLP TO SERVE AS INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE CORPORATION FOR THE<br>YEAR 2007.                                                                                                                                                                                                                               | Mgmt                 | For               |
| 04     | APPROVAL OF THE 2007 STOCK AND LONG-TERM INCENTIVE<br>PLAN.                                                                                                                                                                                                                                                                                                                                   | Mgmt                 | Against           |
| 05     | APPROVAL OF THE FIRST AMENDMENT TO THE MANAGEMENT<br>INCENTIVE PLAN.                                                                                                                                                                                                                                                                                                                          | Mgmt                 | Against           |
| 06     | APPROVAL TO AMEND THE CORPORATION S CHARTER<br>TO INCREASE THE AUTHORIZED COMMON STOCK OF<br>THE CORPORATION FROM 500,000,000 TO 1,000,000,000<br>SHARES.                                                                                                                                                                                                                                     | Mgmt                 | Against           |
| 07     | IN THEIR DISCRETION TO VOTE UPON SUCH OTHER<br>MATTERS AS MAY PROPERLY COME BEFORE THE MEETING<br>OR ANY ADJOURNMENTS OR POSTPONEMENTS THEREOF.                                                                                                                                                                                                                                               | Mgmt                 | Against           |

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

I2 TECHNOLOGIES, INC.

Agen

Security: 465754208  
Meeting Type: Annual  
Meeting Date: 29-May-2007  
Ticker: ITWO  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                             | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>STEPHEN P. BRADLEY<br>RICHARD L. CLEMMER                                                                                                                                                 | Mgmt<br>Mgmt  | For<br>For    |
| 02     | APPROVAL OF AN AMENDMENT TO OUR 1995 STOCK OPTION/STOCK<br>ISSUANCE PLAN THAT WILL RESTRUCTURE THE AUTOMATIC<br>GRANT PROGRAM FOR OUR NON-EMPLOYEE BOARD MEMBERS<br>AND EFFECT CERTAIN OTHER CHANGES | Mgmt          | Against       |

IAC/INTERACTIVECORP

Agen

Security: 44919P300  
Meeting Type: Annual  
Meeting Date: 13-Jun-2007  
Ticker: IACI  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                      | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>WILLIAM H. BERKMAN<br>EDGAR BRONFMAN, JR.<br>BARRY DILLER<br>VICTOR A. KAUFMAN<br>DONALD R. KEOUGH*<br>BRYAN LOURD*<br>JOHN C. MALONE<br>ARTHUR C. MARTINEZ<br>STEVEN RATTNER<br>GEN. H.N. SCHWARZKOPF*<br>ALAN G. SPOON<br>DIANE VON FURSTENBERG | 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<br>AS IAC S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE 2007 FISCAL YEAR.                                                                                                                         | Mgmt                                                                                 | For                                                                       |

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

IDEARC INC.

Agen

Security: 451663108  
Meeting Type: Annual  
Meeting Date: 19-Apr-2007  
Ticker: IAR  
ISIN:

| Prop.# | Proposal                                                                                                                                                | Proposal Type                                        | Proposal Vote                                 |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>JOHN J. MUELLER<br>JERRY V. ELLIOTT<br>KATHERINE J. HARLESS<br>DONALD B. REED<br>STEPHEN L. ROBERTSON<br>THOMAS S. ROGERS<br>PAUL E. WEAVER | 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 ERNST & YOUNG LLP AS IDEARC<br>S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007.                                             | Mgmt                                                 | For                                           |

INFOSYS TECHNOLOGIES LIMITED

Agen

Security: 456788108  
Meeting Type: Special  
Meeting Date: 07-Nov-2006  
Ticker: INFY  
ISIN:

| Prop.# | Proposal                                                                                                                    | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | TO AUTHORIZE THE BOARD OF DIRECTORS TO SPONSOR<br>AN ISSUE OF AMERICAN DEPOSITARY SHARES AGAINST<br>EXISTING EQUITY SHARES. | Mgmt          | For           |
| 1B     | TO AUTHORIZE THE COMPANY TO ISSUE DEPOSITARY<br>RECEIPTS.                                                                   | Mgmt          | For           |
| 1C     | TO AUTHORIZE THE BOARD AND OFFICERS IN CONNECTION<br>WITH THE EARLIER RESOLUTIONS.                                          | Mgmt          | For           |
| 1D     | TO AUTHORIZE THE UNDERWRITERS TO DETERMINE THE<br>PRICE OF THE SPONSORED ADS OFFERING.                                      | Mgmt          | For           |
| 1E     | TO AUTHORIZE THE BOARD TO DETERMINE THE TERMS<br>AND CONDITIONS.                                                            | Mgmt          | For           |
| 1F     | TO AUTHORIZE THE BOARD OF DIRECTORS TO DELEGATE<br>ITS POWERS.                                                              | Mgmt          | For           |

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

INFOSYS TECHNOLOGIES LIMITED

Agen

Security: 456788108  
Meeting Type: Annual  
Meeting Date: 22-Jun-2007  
Ticker: INFY  
ISIN:

| Prop.# | Proposal                                                                                                                                   | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO RECEIVE, CONSIDER AND ADOPT THE BALANCE SHEET AS AT MARCH 31, 2007 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR.                        | Mgmt          | For           |
| 02     | TO DECLARE A FINAL DIVIDEND FOR THE FINANCIAL YEAR ENDED MARCH 31, 2007.                                                                   | Mgmt          | For           |
| 03     | TO APPOINT A DIRECTOR IN PLACE OF MR. DEEPAK M. SATWALEKAR, WHO RETIRES BY ROTATION AND, OFFERS HIMSELF FOR RE-ELECTION.                   | Mgmt          | For           |
| 04     | TO APPOINT A DIRECTOR IN PLACE OF PROF. MARTI G. SUBRAHMANYAM, WHO RETIRES BY ROTATION AND, OFFERS HIMSELF FOR RE-ELECTION.                | Mgmt          | For           |
| 05     | TO APPOINT A DIRECTOR IN PLACE OF MR. S. GOPALAKRISHNAN, WHO RETIRES BY ROTATION AND, OFFERS HIMSELF FOR RE-ELECTION.                      | Mgmt          | For           |
| 06     | TO APPOINT A DIRECTOR IN PLACE OF MR. S.D. SHIBULAL, WHO RETIRES BY ROTATION AND, OFFERS HIMSELF FOR RE-ELECTION.                          | Mgmt          | For           |
| 07     | TO APPOINT A DIRECTOR IN PLACE OF MR. T.V. MOHANDAS PAI, WHO RETIRES BY ROTATION AND, OFFERS HIMSELF FOR RE-ELECTION.                      | Mgmt          | For           |
| 08     | TO APPOINT AUDITORS TO HOLD OFFICE FROM THE CONCLUSION OF THE ANNUAL GENERAL MEETING HELD ON JUNE 22, 2007, AND TO FIX THEIR REMUNERATION. | Mgmt          | For           |
| 09     | TO APPOINT MR. N.R. NARAYANA MURTHY AS A DIRECTOR LIABLE TO RETIRE BY ROTATION.                                                            | Mgmt          | For           |
| 10     | TO APPROVE THE RE-APPOINTMENT OF MR. NANDAN M. NILEKANI AS A WHOLE-TIME DIRECTOR FOR 5 YEARS EFFECTIVE 5/1/2007.                           | Mgmt          | For           |
| 11     | TO APPROVE THE APPOINTMENT OF MR. S. GOPALAKRISHNAN AS THE CHIEF EXECUTIVE OFFICER AND MANAGING DIRECTOR.                                  | Mgmt          | For           |
| 12     | TO APPROVE THE RE-APPOINTMENT OF MR. K. DINESH AS A WHOLE-TIME DIRECTOR FOR 5 YEARS EFFECTIVE 5/1/2007.                                    | Mgmt          | For           |
| 13     | TO APPROVE THE RE-APPOINTMENT OF MR. S.D. SHIBULAL AS A WHOLE- TIME DIRECTOR FOR A PERIOD OF 5                                             | Mgmt          | For           |

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

YEARS EFFECTIVE 1/10/2007.

|    |                                                                                                                          |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------|------|-----|
| 14 | TO APPROVE PAYMENT OF AN ANNUAL REMUNERATION<br>BY COMMISSION OF A SUM NOT EXCEEDING 1% PER<br>ANNUM OF THE NET PROFITS. | Mgmt | For |
|----|--------------------------------------------------------------------------------------------------------------------------|------|-----|

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INTEL CORPORATION

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Agen

Security: 458140100  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: INTC  
ISIN:

| Prop.# | Proposal                                                                                                  | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: CRAIG R. BARRETT                                                                    | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY                                                                 | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: SUSAN L. DECKER                                                                     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: D. JAMES GUZY                                                                       | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: REED E. HUNDT                                                                       | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: PAUL S. OTELLINI                                                                    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: JAMES D. PLUMMER                                                                    | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DAVID S. POTTRUCK                                                                   | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JANE E. SHAW                                                                        | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: JOHN L. THORNTON                                                                    | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: DAVID B. YOFFIE                                                                     | Mgmt          | For           |
| 02     | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP<br>AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM | Mgmt          | For           |
| 03     | AMENDMENT AND EXTENSION OF THE 2006 EQUITY INCENTIVE<br>PLAN                                              | Mgmt          | Against       |
| 04     | APPROVAL OF THE 2007 EXECUTIVE OFFICER INCENTIVE<br>PLAN                                                  | Mgmt          | Against       |
| 05     | STOCKHOLDER PROPOSAL REQUESTING LIMITATION ON<br>EXECUTIVE COMPENSATION                                   | Shr           | Against       |

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INTERNATIONAL BUSINESS MACHINES CORP

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Agen

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

Security: 459200101  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: IBM  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                  | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>C. BLACK<br>K.I. CHENAULT<br>J. DORMANN<br>M.L. ESKEW<br>S.A. JACKSON<br>M. MAKIHARA<br>L.A. NOTO<br>J.W. OWENS<br>S.J. PALMISANO<br>J.E. SPERO<br>S. TAUREL<br>L.H. ZAMBRANO | 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 INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                                                                              | Mgmt                                                                                         | For                                                                              |
| 03     | AMENDMENT TO CERTIFICATE TO ELIMINATE STATUTORY SUPERMAJORITY VOTING: MERGER OR CONSOLIDATION                                                                                             | Mgmt                                                                                         | For                                                                              |
| 04     | AMENDMENT TO CERTIFICATE TO ELIMINATE STATUTORY SUPERMAJORITY VOTING: DISPOSITION OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF THE CORPORATION OUTSIDE THE ORDINARY COURSE OF BUSINESS    | Mgmt                                                                                         | For                                                                              |
| 05     | AMENDMENT TO CERTIFICATE TO ELIMINATE STATUTORY SUPERMAJORITY VOTING: PLAN FOR THE EXCHANGE OF SHARES OF THE CORPORATION                                                                  | Mgmt                                                                                         | For                                                                              |
| 06     | AMENDMENT TO CERTIFICATE TO ELIMINATE STATUTORY SUPERMAJORITY VOTING: AUTHORIZATION OF DISSOLUTION OF THE CORPORATION                                                                     | Mgmt                                                                                         | For                                                                              |
| 07     | STOCKHOLDER PROPOSAL ON: CUMULATIVE VOTING                                                                                                                                                | Shr                                                                                          | Against                                                                          |
| 08     | STOCKHOLDER PROPOSAL ON: PENSION AND RETIREMENT MEDICAL                                                                                                                                   | Shr                                                                                          | For                                                                              |
| 09     | STOCKHOLDER PROPOSAL ON: EXECUTIVE COMPENSATION                                                                                                                                           | Shr                                                                                          | Against                                                                          |
| 10     | STOCKHOLDER PROPOSAL ON: OFFSHORING                                                                                                                                                       | Shr                                                                                          | Against                                                                          |
| 11     | STOCKHOLDER PROPOSAL ON: MAJORITY VOTING FOR DIRECTORS                                                                                                                                    | Shr                                                                                          | Against                                                                          |

INTERNATIONAL GAME TECHNOLOGY

Agen

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

Security: 459902102  
Meeting Type: Annual  
Meeting Date: 06-Mar-2007  
Ticker: IGT  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                     | Proposal Type                                                                | Proposal Vote                                                      |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>NEIL BARSKY<br>ROBERT A. BITTMAN<br>RICHARD R. BURT<br>PATTI S. HART<br>LESLIE S. HEISZ<br>ROBERT A. MATHEWSON<br>THOMAS J. MATTHEWS<br>ROBERT MILLER<br>FREDERICK B. RENTSCHLER | 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 IGT S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2007.                                                        | Mgmt                                                                         | For                                                                |

## INTERSIL CORPORATION

Agen

Security: 46069S109  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: ISIL  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                           | Proposal Type                                                                | Proposal Vote                                                      |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>DAVID B. BELL<br>RICHARD M. BEYER<br>DR. ROBERT W. CONN<br>JAMES V. DILLER<br>GARY E. GIST<br>MERCEDES JOHNSON<br>GREGORY LANG<br>JAN PEETERS<br>ROBERT N. POKELWALDT<br>JAMES A. URRY | 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 RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT, REGISTERED CERTIFIED PUBLIC ACCOUNTANTS.                                                                                       | Mgmt                                                                         | For                                                                |

## INTUITIVE SURGICAL, INC.

Agen

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

Security: 46120E602  
Meeting Type: Annual  
Meeting Date: 27-Apr-2007  
Ticker: ISRG  
ISIN:

| Prop.# | Proposal          | Proposal Type | Proposal Vote |
|--------|-------------------|---------------|---------------|
| 01     | DIRECTOR          |               |               |
|        | ALAN J. LEVY      | Mgmt          | For           |
|        | ERIC H. HALVORSON | Mgmt          | For           |
|        | D. KEITH GROSSMAN | Mgmt          | For           |

J. C. PENNEY COMPANY, INC.

Agen

Security: 708160106  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: JCP  
ISIN:

| Prop.# | Proposal                                                                                                           | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                           |               |               |
|        | C.C. BARRETT                                                                                                       | Mgmt          | For           |
|        | M.A. BURNS                                                                                                         | Mgmt          | For           |
|        | M.K. CLARK                                                                                                         | Mgmt          | For           |
|        | A.M. TALLMAN                                                                                                       | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2008.          | Mgmt          | For           |
| 03     | TO CONSIDER A STOCKHOLDER PROPOSAL RELATING TO STOCKHOLDER APPROVAL OF CERTAIN SEVERANCE AGREEMENTS.               | Shr           | For           |
| 04     | TO CONSIDER A STOCKHOLDER PROPOSAL RELATING TO ADOPTION OF A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS. | Shr           | For           |

JOHNSON & JOHNSON

Agen

Security: 478160104  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: JNJ  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                                                                           | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>MARY S. COLEMAN<br>JAMES G. CULLEN<br>MICHAEL M.E. JOHNS<br>ARNOLD G. LANGBO<br>SUSAN L. LINDQUIST<br>LEO F. MULLIN<br>CHRISTINE A. POON<br>CHARLES PRINCE<br>STEVEN S REINEMUND<br>DAVID SATCHER<br>WILLIAM C. WELDON | 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 APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                                                                                         | Mgmt                                                                                 | For                                                                       |
| 03     | PROPOSAL ON MAJORITY VOTING REQUIREMENTS FOR DIRECTOR NOMINEES                                                                                                                                                                     | Shr                                                                                  | For                                                                       |
| 04     | PROPOSAL ON SUPPLEMENTAL RETIREMENT PLAN                                                                                                                                                                                           | Shr                                                                                  | For                                                                       |

JOHNSON CONTROLS, INC.

Agen

Security: 478366107  
Meeting Type: Annual  
Meeting Date: 24-Jan-2007  
Ticker: JCI  
ISIN:

| Prop.# | Proposal                                                                                              | Proposal Type                | Proposal Vote            |
|--------|-------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>ROBERT L. BARNETT<br>EUGENIO C. REYES-RETANA<br>JEFFREY A. JOERRES<br>RICHARD F. TEERLINK | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS AS INDEPENDENT AUDITORS FOR 2007.                              | Mgmt                         | For                      |
| 03     | APPROVAL OF THE JOHNSON CONTROLS, INC. 2007 STOCK OPTION PLAN.                                        | Mgmt                         | For                      |

JPMORGAN CHASE & CO.

Agen

Security: 46625H100  
Meeting Type: Annual

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

Meeting Date: 15-May-2007  
Ticker: JPM  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                           | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>CRANDALL C. BOWLES<br>STEPHEN B. BURKE<br>JAMES S. CROWN<br>JAMES DIMON<br>ELLEN V. FUTTER<br>WILLIAM H. GRAY, III<br>LABAN P. JACKSON, JR.<br>ROBERT I. LIPP<br>DAVID C. NOVAK<br>LEE R. RAYMOND<br>WILLIAM C. WELDON | 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     | APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                                                                                                                                       | Mgmt                                                                                 | For                                                                       |
| 03     | STOCK OPTIONS                                                                                                                                                                                                                      | Shr                                                                                  | Against                                                                   |
| 04     | PERFORMANCE-BASED RESTRICTED STOCK                                                                                                                                                                                                 | Shr                                                                                  | Against                                                                   |
| 05     | EXECUTIVE COMPENSATION APPROVAL                                                                                                                                                                                                    | Shr                                                                                  | Against                                                                   |
| 06     | SEPARATE CHAIRMAN                                                                                                                                                                                                                  | Shr                                                                                  | Against                                                                   |
| 07     | CUMULATIVE VOTING                                                                                                                                                                                                                  | Shr                                                                                  | Against                                                                   |
| 08     | MAJORITY VOTING FOR DIRECTORS                                                                                                                                                                                                      | Shr                                                                                  | Against                                                                   |
| 09     | POLITICAL CONTRIBUTIONS REPORT                                                                                                                                                                                                     | Shr                                                                                  | Against                                                                   |
| 10     | SLAVERY APOLOGY REPORT                                                                                                                                                                                                             | Shr                                                                                  | Against                                                                   |

KERR-MCGEE CORPORATION

Agen

Security: 492386107  
Meeting Type: Special  
Meeting Date: 10-Aug-2006  
Ticker: KMG  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 22, 2006, BY AND AMONG ANADARKO PETROLEUM CORPORATION, APC ACQUISITION SUB, INC. AND KERR-MCGEE CORPORATION PURSUANT TO WHICH APC ACQUISITION SUB, INC. WOULD BE MERGED WITH AND INTO KERR-MCGEE CORPORATION | Mgmt          | For           |

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

AND KERR-MCGEE CORPORATION WOULD BECOME A WHOLLY-OWNED  
SUBSIDIARY OF ANADARKO PETROLEUM CORPORATION.

|    |                                                                                                                                                                          |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 02 | PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF<br>NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN<br>FAVOR OF ADOPTION OF THE MERGER AGREEMENT REFERRED<br>TO IN ITEM 1, ABOVE. | Mgmt | For |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|

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### KEYSPAN CORPORATION

Agen

Security: 49337W100  
Meeting Type: Annual  
Meeting Date: 17-Aug-2006  
Ticker: KSE  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                         | Proposal<br>Type                                                             | Proposal Vote                                                      |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF<br>MERGER, DATED AS OF FEBRUARY 25, 2006, BETWEEN<br>NATIONAL GRID PLC, NATIONAL GRID US8, INC.<br>AND KEYSPAN CORPORATION, AS IT MAY BE AMENDED.                  | Mgmt                                                                         | For                                                                |
| 02     | DIRECTOR<br>ROBERT B. CATELL<br>ANDREA S. CHRISTENSEN<br>ROBERT J. FANI<br>ALAN H. FISHMAN<br>JAMES R. JONES<br>JAMES L. LARocca<br>GLORIA C. LARSON<br>STEPHEN W. MCKESSY<br>EDWARD D. MILLER<br>VIKKI L. PRYOR | 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 |
| 03     | RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT<br>REGISTERED ACCOUNTANTS.                                                                                                                                  | Mgmt                                                                         | For                                                                |
| 04     | SHAREHOLDER PROPOSAL TO ADOPT SIMPLE MAJORITY<br>VOTE.                                                                                                                                                           | Shr                                                                          | Against                                                            |

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### LIFECCELL CORPORATION

Agen

Security: 531927101  
Meeting Type: Annual  
Meeting Date: 28-Jun-2007  
Ticker: LIFC  
ISIN:

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

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

|    |                                                                                                                                                                                     |                                                      |                                               |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01 | DIRECTOR<br>PAUL G. THOMAS<br>MICHAEL E. CAHR<br>DAVID FITZGERALD<br>JAMES G. FOSTER<br>MICHAEL R. MINOGUE<br>ROBERT P. ROCHE, JR.<br>MARTIN P. SUTTER                              | 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 | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER<br>31, 2007. | Mgmt                                                 | For                                           |

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LINCOLN NATIONAL CORPORATION

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Agen

Security: 534187109  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: LNC  
ISIN:

| Prop.# | Proposal                                                                                                                            | Proposal Type                        | Proposal Vote                   |
|--------|-------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>WILLIAM J. AVERY<br>WILLIAM H. CUNNINGHAM<br>WILLIAM P. PAYNE<br>PATRICK S. PITTARD<br>JILL S. RUCKELSHAUS              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP,<br>AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM.                             | Mgmt                                 | For                             |
| 03     | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE<br>LINCOLN NATIONAL CORPORATION AMENDED AND RESTATED<br>INCENTIVE COMPENSATION PLAN. | Mgmt                                 | Against                         |
| 04     | TO APPROVE THE LINCOLN NATIONAL CORPORATION<br>STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS.                                        | Mgmt                                 | Against                         |

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LOWE'S COMPANIES, INC.

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Agen

Security: 548661107  
Meeting Type: Annual  
Meeting Date: 25-May-2007  
Ticker: LOW  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                                      | Proposal Type                | Proposal Vote            |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>DAVID W. BERNAUER<br>LEONARD L. BERRY<br>DAWN E. HUDSON<br>ROBERT A. NIBLOCK                                                                                                      | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO APPROVE AN AMENDMENT TO THE LOWE S COMPANIES<br>EMPLOYEE STOCK PURCHASE PLAN - STOCK OPTIONS<br>FOR EVERYONE - TO INCREASE THE NUMBER OF SHARES<br>AUTHORIZED FOR ISSUANCE UNDER THE PLAN. | Mgmt                         | For                      |
| 03     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS.                                                                                               | Mgmt                         | For                      |
| 04     | SHAREHOLDER PROPOSAL ESTABLISHING MINIMUM SHARE<br>OWNERSHIP REQUIREMENTS FOR DIRECTOR NOMINEES.                                                                                              | Shr                          | Against                  |
| 05     | SHAREHOLDER PROPOSAL REQUESTING ANNUAL REPORT<br>ON WOOD PROCUREMENT.                                                                                                                         | Shr                          | Against                  |
| 06     | SHAREHOLDER PROPOSAL REGARDING ANNUAL ELECTION<br>OF EACH DIRECTOR.                                                                                                                           | Shr                          | For                      |
| 07     | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE SEVERANCE<br>AGREEMENTS.                                                                                                                             | Shr                          | For                      |
| 08     | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION<br>PLAN.                                                                                                                                | Shr                          | For                      |

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LSI LOGIC CORPORATION

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Agen

Security: 502161102  
Meeting Type: Special  
Meeting Date: 29-Mar-2007  
Ticker: LSI  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE ISSUANCE OF SHARES OF LSI LOGIC<br>CORPORATION COMMON STOCK IN CONNECTION WITH<br>A MERGER OF ATLAS ACQUISITION CORP. WITH AND<br>INTO AGERE SYSTEMS INC. CONTEMPLATED BY THE<br>AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER<br>3, 2006, BY AND AMONG LSI LOGIC CORPORATION,<br>ATLAS ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY<br>OF LSI, AND AGERE SYSTEMS INC. | Mgmt          | No vote       |

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LSI LOGIC CORPORATION

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Agen

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

Security: 502161102  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: LSI  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                         | Proposal Type                                                        | Proposal Vote                                               |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>CHARLES A. HAGGERTY<br>RICHARD S. HILL<br>JAMES H. KEYES<br>MICHAEL J. MANCUSO<br>JOHN H.F. MINER<br>ARUN NETRAVALI<br>MATTHEW J. O'ROURKE<br>GREGORIO REYES<br>ABHIJIT Y. TALWALKAR | 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 APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR.                                                     | Mgmt                                                                 | For                                                         |
| 03     | STOCKHOLDER PROPOSAL ENTITLED DIRECTOR ELECTION MAJORITY VOTE STANDARD PROPOSAL.                                                                                                                 | Shr                                                                  | Against                                                     |

MANOR CARE, INC.

Agen

Security: 564055101  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: HCR  
ISIN:

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--------------------------------------------|---------------|---------------|
| 01     | ELECTION OF DIRECTOR: MARY TAYLOR BEHRENS  | Mgmt          | For           |
| 02     | ELECTION OF DIRECTOR: JOSEPH F. DAMICO     | Mgmt          | For           |
| 03     | ELECTION OF DIRECTOR: STEPHEN L. GUILLARD  | Mgmt          | For           |
| 04     | ELECTION OF DIRECTOR: WILLIAM H. LONGFIELD | Mgmt          | For           |
| 05     | ELECTION OF DIRECTOR: PAUL A. ORMOND       | Mgmt          | For           |
| 06     | ELECTION OF DIRECTOR: JOHN T. SCHWIETERS   | Mgmt          | For           |
| 07     | ELECTION OF DIRECTOR: RICHARD C. TUTTLE    | Mgmt          | For           |
| 08     | ELECTION OF DIRECTOR: GAIL R. WILENSKY     | Mgmt          | For           |
| 09     | ELECTION OF DIRECTOR: THOMAS L. YOUNG      | Mgmt          | For           |

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

MARSH & MCLENNAN COMPANIES, INC.

Agen

Security: 571748102  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: MMC  
ISIN:

| Prop.# | Proposal                                                                   | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ZACHARY W. CARTER                                    | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: OSCAR FANJUL                                         | Mgmt          | For           |
| 02     | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | For           |
| 03     | APPROVAL OF AMENDMENT OF STOCK PURCHASE PLAN FOR INTERNATIONAL EMPLOYEES   | Mgmt          | For           |
| 04     | STOCKHOLDER PROPOSAL: POLITICAL CONTRIBUTIONS                              | Shr           | Against       |

MARSHALL & ILSLEY CORPORATION

Agen

Security: 571834100  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: MI  
ISIN:

| Prop.# | Proposal                                                                                                                                    | Proposal Type                                | Proposal Vote                          |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|----------------------------------------|
| 01     | DIRECTOR<br>JON F. CHAIT<br>DENNIS J. KUESTER<br>DAVID J. LUBAR<br>SAN W. ORR, JR.<br>DEBRA S. WALLER<br>GEORGE E. WARDEBERG                | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | PROPOSAL TO APPROVE AN AMENDMENT TO MARSHALL & ILSLEY CORPORATION S RESTATED ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS | Mgmt                                         | For                                    |
| 03     | PROPOSAL TO APPROVE THE MARSHALL & ILSLEY CORPORATION ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN                                          | Mgmt                                         | Against                                |
| 04     | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO AUDIT THE FINANCIAL STATEMENTS                                               | Mgmt                                         | For                                    |

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

OF MARSHALL & ILSLEY CORPORATION FOR THE FISCAL  
YEAR ENDING DECEMBER 31, 2007

MARTEK BIOSCIENCES CORPORATION

Agen

Security: 572901106  
Meeting Type: Annual  
Meeting Date: 15-Mar-2007  
Ticker: MATK  
ISIN:

| Prop.# | Proposal                                                                                                                                                             | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: DOUGLAS J. MACMASTER, JR.                                                                                                                      | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: EUGENE H. ROTBERG                                                                                                                              | Mgmt          | For           |
| 02     | TO APPROVE A PROPOSED AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO DECLASSIFY OUR BOARD SO THAT, BEGINNING IN 2008, DIRECTORS WILL BE ELECTED FOR ONE-YEAR TERMS | Mgmt          | For           |
| 03     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2007                               | Mgmt          | For           |

MASCO CORPORATION

Agen

Security: 574599106  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: MAS  
ISIN:

| Prop.# | Proposal                                                                                                                                     | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF CLASS I DIRECTOR: DENNIS W. ARCHER                                                                                               | Mgmt          | For           |
| 1B     | ELECTION OF CLASS I DIRECTOR: ANTHONY F. EARLEY, JR.                                                                                         | Mgmt          | For           |
| 1C     | ELECTION OF CLASS I DIRECTOR: LISA A. PAYNE                                                                                                  | Mgmt          | For           |
| 02     | ELECTION OF CLASS II DIRECTOR: PETER A. DOW                                                                                                  | Mgmt          | For           |
| 03     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS TO AUDIT THE COMPANY S FINANCIAL STATEMENTS FOR 2007. | Mgmt          | For           |

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

MATTEL, INC.

Agen

Security: 577081102  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: MAT  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                              | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>MICHAEL J. DOLAN<br>ROBERT A. ECKERT<br>DR. FRANCES FERGUSON<br>TULLY M. FRIEDMAN<br>DOMINIC NG<br>DR. ANDREA L. RICH<br>RONALD L. SARGENT<br>DEAN A. SCARBOROUGH<br>CHRISTOPHER A. SINCLAIR<br>G. CRAIG SULLIVAN<br>KATHY BRITTAIN WHITE | 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 THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS MATTEL S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2007.                                                                                          | Mgmt                                                                                 | For                                                                       |
| 03     | BOARD ADOPTION OF DIRECTOR ELECTION MAJORITY VOTING STANDARD AND STOCKHOLDER APPROVAL OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION ELIMINATING CUMULATIVE VOTING.                                                                                 | Mgmt                                                                                 | For                                                                       |
| 04     | APPROVAL OF THE MATTEL INCENTIVE PLAN AND THE MATERIAL TERMS OF ITS PERFORMANCE GOALS.                                                                                                                                                                | Mgmt                                                                                 | For                                                                       |
| 05     | STOCKHOLDER PROPOSAL REGARDING COMPENSATION OF THE TOP FIVE MEMBERS OF MANAGEMENT.                                                                                                                                                                    | Shr                                                                                  | Against                                                                   |
| 06     | STOCKHOLDER PROPOSAL TO SEPARATE THE ROLES OF CEO AND CHAIRMAN.                                                                                                                                                                                       | Shr                                                                                  | Against                                                                   |
| 07     | STOCKHOLDER PROPOSAL REGARDING CERTAIN REPORTS BY THE BOARD OF DIRECTORS.                                                                                                                                                                             | Shr                                                                                  | Against                                                                   |
| 08     | STOCKHOLDER PROPOSAL REGARDING PAY-FOR-SUPERIOR-PERFORMANCE.                                                                                                                                                                                          | Shr                                                                                  | Against                                                                   |

MCDATA CORPORATION

Agen

Security: 580031201  
Meeting Type: Annual  
Meeting Date: 24-Jul-2006

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

Ticker: MCDTA

ISIN:

| Prop.# | Proposal                                                                                                                   | Proposal Type                | Proposal Vote            |
|--------|----------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>LAURENCE G. WALKER<br>CHARLES C. JOHNSTON<br>M. ALEX MENDEZ<br>DR. RENATO A. DIPENTIMA                         | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JANUARY 31,2007. | Mgmt                         | For                      |
| 03     | TO APPROVE THE 2006 MCDATA OMNIBUS EQUITY INCENTIVE PLAN.                                                                  | Mgmt                         | For                      |
| 04     | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2004 INDUCEMENT EQUITY GRANT PLAN.                                         | Mgmt                         | For                      |

MCDATA CORPORATION

Agen

Security: 580031201  
Meeting Type: Special  
Meeting Date: 25-Jan-2007  
Ticker: MCDTA  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                   | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO ADOPT THE AGREEMENT AND PLAN OF REORGANIZATION, DATED AS OF AUGUST 7, 2006, AMONG BROCADE COMMUNICATIONS SYSTEMS, INC., WORLDCUP MERGER CORPORATION AND MCDATA CORPORATION, AS AMENDED. | Mgmt          | For           |

MCDONALD'S CORPORATION

Agen

Security: 580135101  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: MCD  
ISIN:

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|-----------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: EDWARD A. BRENNAN | Mgmt          | For           |

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

|    |                                                                            |      |         |
|----|----------------------------------------------------------------------------|------|---------|
| 1B | ELECTION OF DIRECTOR: WALTER E. MASSEY                                     | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: JOHN W. ROGERS, JR.                                  | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: ROGER W. STONE                                       | Mgmt | For     |
| 02 | APPROVAL OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM              | Mgmt | For     |
| 03 | SHAREHOLDER PROPOSAL RELATING TO LABELING OF GENETICALLY MODIFIED PRODUCTS | Shr  | Against |
| 04 | SHAREHOLDER PROPOSAL RELATING TO LABOR STANDARDS                           | Shr  | Against |

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MCKESSON CORPORATION

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Agen

Security: 58155Q103  
Meeting Type: Annual  
Meeting Date: 26-Jul-2006  
Ticker: MCK  
ISIN:

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| Prop.# | Proposal                                                                                                           | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                           |               |               |
|        | WAYNE A. BUDD                                                                                                      | Mgmt          | For           |
|        | ALTON F. IRBY III                                                                                                  | Mgmt          | For           |
|        | DAVID M. LAWRENCE, M.D.                                                                                            | Mgmt          | For           |
|        | JAMES V. NAPIER                                                                                                    | Mgmt          | For           |
| 02     | RATIFYING THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt          | For           |
| 03     | STOCKHOLDER PROPOSAL RELATING TO THE ANNUAL ELECTION OF DIRECTORS.                                                 | Shr           | For           |

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MEADWESTVACO CORPORATION

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Agen

Security: 583334107  
Meeting Type: Annual  
Meeting Date: 30-Apr-2007  
Ticker: MWV  
ISIN:

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| Prop.# | Proposal        | Proposal Type | Proposal Vote |
|--------|-----------------|---------------|---------------|
| 01     | DIRECTOR        |               |               |
|        | JAMES M. KILTS  | Mgmt          | No vote       |
|        | DOUGLAS S. LUKE | Mgmt          | No vote       |

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

|    |                                                                                                                                        |      |         |
|----|----------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | ROBERT C. MCCORMACK                                                                                                                    | Mgmt | No vote |
|    | EDWARD M. STRAW                                                                                                                        | Mgmt | No vote |
|    | JANE L. WARNER                                                                                                                         | Mgmt | No vote |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt | No vote |
| 03 | STOCKHOLDER PROPOSAL TO AMEND THE COMPANY S CORPORATE GOVERNANCE DOCUMENTS TO PROVIDE FOR THE ELECTION OF DIRECTORS BY MAJORITY VOTE.  | Shr  | No vote |
| 04 | STOCKHOLDER PROPOSAL TO REDEEM THE COMPANY S SHAREHOLDER RIGHTS PLAN.                                                                  | Shr  | No vote |

MEDTRONIC, INC.

Agen

Security: 585055106  
Meeting Type: Annual  
Meeting Date: 24-Aug-2006  
Ticker: MDT  
ISIN:

| Prop.# | Proposal                                                                                                              | Proposal Type                | Proposal Vote            |
|--------|-----------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>RICHARD H. ANDERSON<br>MICHAEL R. BONSIGNORE<br>ROBERT C. POZEN<br>GORDON M. SPRENGER                     | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt                         | For                      |
| 03     | TO CONSIDER AND VOTE UPON A SHAREHOLDER PROPOSAL ENTITLED DIRECTOR ELECTION MAJORITY VOTE STANDARD PROPOSAL.          | Shr                          | Against                  |

MEMC ELECTRONIC MATERIALS, INC.

Agen

Security: 552715104  
Meeting Type: Annual  
Meeting Date: 25-Oct-2006  
Ticker: WFR  
ISIN:

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

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

ROBERT J. BOEHLKE  
C. DOUGLAS MARSH

Mgmt For  
Mgmt For

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MEMC ELECTRONIC MATERIALS, INC.

Agen

Security: 552715104  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: WFR  
ISIN:

| Prop.# | Proposal                                                           | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JOHN MARREN<br>WILLIAM E. STEVENS<br>JAMES B. WILLIAMS | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | APPROVAL OF AMENDMENT TO 2001 PLAN.                                | Mgmt                 | Against           |

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MERCK & CO., INC.

Agen

Security: 589331107  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: MRK  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                             | Proposal Type                                                        | Proposal Vote                                               |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>RICHARD T. CLARK<br>JOHNNETTA B. COLE<br>W.B. HARRISON, JR.<br>WILLIAM N. KELLEY<br>ROCHELLE B. LAZARUS<br>THOMAS E. SHENK<br>ANNE M. TATLOCK<br>SAMUEL O. THIER<br>WENDELL P. WEEKS<br>PETER C. WENDELL | 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 APPOINTMENT OF THE COMPANY<br>S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007.                                                                                                       | Mgmt                                                                 | For                                                         |
| 03     | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF<br>INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING<br>REQUIREMENTS CONTAINED IN THE RESTATED CERTIFICATE<br>OF INCORPORATION.                                          | Mgmt                                                                 | For                                                         |

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

|    |                                                                                                                                                                                |      |         |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 04 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS IMPOSED UNDER NEW JERSEY LAW ON CORPORATIONS ORGANIZED BEFORE 1969. | Mgmt | For     |
| 05 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO LIMIT THE SIZE OF THE BOARD TO NO MORE THAN 18 DIRECTORS.                                                       | Mgmt | For     |
| 06 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO REPLACE ITS CUMULATIVE VOTING FEATURE WITH A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS.              | Mgmt | For     |
| 07 | STOCKHOLDER PROPOSAL CONCERNING PUBLICATION OF POLITICAL CONTRIBUTIONS                                                                                                         | Shr  | Against |
| 08 | STOCKHOLDER PROPOSAL CONCERNING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION                                                                                                     | Shr  | Against |

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## MEREDITH CORPORATION

Agen

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Security: 589433101  
 Meeting Type: Annual  
 Meeting Date: 08-Nov-2006  
 Ticker: MDP  
 ISIN:

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| Prop.# | Proposal           | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 01     | DIRECTOR           |               |               |
|        | HERBERT M. BAUM    | Mgmt          | For           |
|        | JAMES R. CRAIGIE   | Mgmt          | For           |
|        | FREDERICK B. HENRY | Mgmt          | For           |
|        | WILLIAM T. KERR    | Mgmt          | For           |

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## MGIC INVESTMENT CORPORATION

Agen

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Security: 552848103  
 Meeting Type: Annual  
 Meeting Date: 10-May-2007  
 Ticker: MTG  
 ISIN:

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| Prop.# | Proposal                                                                                                                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | ADOPT THE AGREEMENT AND PLAN OF MERGER, BY AND BETWEEN MGIC INVESTMENT CORPORATION AND RADIAN GROUP INC., DATED FEBRUARY 6, 2007. | Mgmt          | For           |

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

|    |                                                                                                                                                                                                                                     |                      |                   |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 02 | DIRECTOR<br>JAMES A. ABBOTT<br>THOMAS M. HAGERTY<br>MICHAEL E. LEHMAN                                                                                                                                                               | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 03 | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF MGIC INVESTMENT CORPORATION.                                                                                     | Mgmt                 | For               |
| 04 | ADJOURN THE ANNUAL MEETING IF NECESSARY TO PERMIT<br>FURTHER SOLICITATION IN THE EVENT THERE ARE<br>NOT SUFFICIENT VOTES AT THE TIME OF THE ANNUAL<br>MEETING TO APPROVE THE AGREEMENT AND PLAN OF<br>MERGER REFERRED TO IN ITEM 1. | Mgmt                 | For               |

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MICRON TECHNOLOGY, INC.

Agen

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Security: 595112103  
Meeting Type: Annual  
Meeting Date: 05-Dec-2006  
Ticker: MU  
ISIN:  
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| Prop.# | Proposal                                                                                                                                                                                              | Proposal<br>Type                                     | Proposal Vote                                 |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>STEVEN R. APPLETON<br>TERUAKI AOKI<br>JAMES W. BAGLEY<br>MERCEDES JOHNSON<br>LAWRENCE N. MONDRY<br>GORDON C. SMITH<br>ROBERT E. SWITZ                                                     | 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     | PROPOSAL BY THE COMPANY TO APPROVE AN AMENDMENT<br>TO THE COMPANY S 2004 EQUITY INCENTIVE PLAN<br>INCREASING THE NUMBER OF SHARES RESERVED FOR<br>ISSUANCE THEREUNDER BY 30,000,000                   | Mgmt                                                 | For                                           |
| 03     | PROPOSAL BY THE COMPANY TO RATIFY THE APPOINTMENT<br>OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY<br>S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE FISCAL YEAR ENDING AUGUST 30,<br>2007 | Mgmt                                                 | For                                           |
| 04     | TO ACT UPON A SHAREHOLDER PROPOSAL IF PROPERLY<br>PRESENTED AT THE MEETING                                                                                                                            | Shr                                                  | Against                                       |

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MICROSOFT CORPORATION

Agen

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Security: 594918104  
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# Edgar Filing: Eaton Vance Tax-Managed Buy-Write Opportunities Fund - Form N-PX

Meeting Type: Annual  
Meeting Date: 14-Nov-2006  
Ticker: MSFT  
ISIN:

| Prop.# | Proposal                                                                                    | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: WILLIAM H. GATES III                                                  | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: STEVEN A. BALLMER                                                     | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JAMES I. CASH JR.                                                     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: DINA DUBLON                                                           | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN                                                  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DAVID F. MARQUARDT                                                    | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: CHARLES H. NOSKI                                                      | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: HELMUT PANKE                                                          | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JON A. SHIRLEY                                                        | Mgmt          | For           |
| 02     | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITOR | Mgmt          | For           |
| 03     | SHAREHOLDER PROPOSAL - RESTRICTION ON SELLING PRODUCTS AND SERVICES TO FOREIGN GOVERNMENTS  | Shr           | Against       |
| 04     | SHAREHOLDER PROPOSAL - SEXUAL ORIENTATION IN EQUAL EMPLOYMENT OPPORTUNITY POLICY            | Shr           | Against       |
| 05     | SHAREHOLDER PROPOSAL - HIRING OF PROXY ADVISOR                                              | Shr           | Against       |

MILLIPORE CORPORATION

Agen

Security: 601073109  
Meeting Type: Annual  
Meeting Date: 04-May-2007  
Ticker: MIL  
ISIN:

| Prop.# | Proposal           | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 01     | DIRECTOR           |               |               |
|        | DANIEL BELLUS      | Mgmt          | No vote       |
|        | ROBERT C. BISHOP   | Mgmt          | No vote       |
|        | EDWARD M. SCOLNICK | Mgmt          | No vote       |

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

MONEYGRAM INTERNATIONAL, INC.

Agen

Security: 60935Y109  
Meeting Type: Annual  
Meeting Date: 09-May-2007  
Ticker: MGI  
ISIN:

| Prop.# | Proposal                                                                                                             | Proposal Type                | Proposal Vote            |
|--------|----------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JESS T. HAY<br>LINDA JOHNSON RICE<br>ALBERT M. TEPLIN<br>TIMOTHY R. WALLACE                              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007. | Mgmt                         | For                      |

MONSANTO COMPANY

Agen

Security: 61166W101  
Meeting Type: Annual  
Meeting Date: 17-Jan-2007  
Ticker: MON  
ISIN:

| Prop.# | Proposal                                                                                         | Proposal Type                | Proposal Vote            |
|--------|--------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>FRANK V. ATLEE III<br>ARTHUR H. HARPER<br>GWENDOLYN S. KING<br>SHARON R. LONG, PH.D. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM                  | Mgmt                         | For                      |
| 03     | APPROVAL OF SHAREOWNER PROPOSAL                                                                  | Shr                          | Against                  |

MOODY'S CORPORATION

Agen

Security: 615369105  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: MCO  
ISIN:

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

| Prop.# | Proposal                                                                                                | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------|---------------|---------------|
| I      | DIRECTOR<br>BASIL L. ANDERSON<br>RAYMOND W MCDANIEL, JR.                                                | Mgmt<br>Mgmt  | For<br>For    |
| II     | APPROVAL OF THE AMENDED AND RESTATED 2001 MOODY<br>S CORPORATION KEY EMPLOYEES STOCK INCENTIVE<br>PLAN. | Mgmt          | Against       |
| III    | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.           | Mgmt          | For           |
| IV     | STOCKHOLDER PROPOSAL TO ELECT EACH DIRECTOR<br>ANNUALLY.                                                | Shr           | For           |

MOTOROLA, INC.

Agen

Security: 620076109  
Meeting Type: Annual  
Meeting Date: 07-May-2007  
Ticker: MOT  
ISIN:

| Prop.# | Proposal                                                                                                                                                            | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>E. ZANDER<br>D. DORMAN<br>J. LEWENT<br>T. MEREDITH<br>N. NEGROPONTE<br>S. SCOTT III<br>R. SOMMER<br>J. STENGEL<br>D. WARNER III<br>J. WHITE<br>M. WHITE | 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     | APPROVAL OF AMENDMENT TO THE MOTOROLA EMPLOYEE<br>STOCK PURCHASE PLAN OF 1999                                                                                       | Mgmt                                                                                 | For                                                                       |
| 03     | SHAREHOLDER PROPOSAL RE: SHAREHOLDER VOTE ON<br>EXECUTIVE PAY                                                                                                       | Shr                                                                                  | Against                                                                   |
| 04     | SHAREHOLDER PROPOSAL RE: RECOUP UNEARNED MANAGEMENT<br>BONUSES                                                                                                      | Shr                                                                                  | Against                                                                   |

MYLAN LABORATORIES INC.

Agen

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

Security: 628530107  
Meeting Type: Annual  
Meeting Date: 28-Jul-2006  
Ticker: MYL  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                          | Proposal Type                                                                | Proposal Vote                                                      |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>MILAN PUSKAR<br>ROBERT J. COURY<br>WENDY CAMERON<br>NEIL DIMICK, CPA<br>DOUGLAS J. LEECH, CPA<br>JOSEPH C. MAROON, MD<br>RODNEY L. PIATT, CPA<br>C.B. TODD<br>RL VANDERVEEN, PHD, RPH | 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     | APPROVE AN AMENDMENT TO THE 2003 LONG-TERM INCENTIVE PLAN PERTAINING TO PERFORMANCE-BASED COMPENSATION.                                                                                           | Mgmt                                                                         | For                                                                |
| 03     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                                             | Mgmt                                                                         | For                                                                |

## NATIONAL CITY CORPORATION

Agen

Security: 635405103  
Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: NCC  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                  | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>J.E. BARFIELD<br>J.S. BROADHURST<br>C.M. CONNOR<br>D.A. DABERKO<br>B.P. HEALY<br>M.B. MCCALLISTER<br>P.A. ORMOND<br>P.E. RASKIND<br>G.L. SHAHEEN<br>J.S. THORNTON<br>M. WEISS | 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     | THE RATIFICATION OF THE AUDIT COMMITTEE S SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                             | Mgmt                                                                                         | For                                                                              |
| 03     | STOCKHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION                                                                                                                                     | Shr                                                                                          | Against                                                                          |

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

NATIONAL SEMICONDUCTOR CORPORATION

Agen

Security: 637640103  
Meeting Type: Annual  
Meeting Date: 06-Oct-2006  
Ticker: NSM  
ISIN:

| Prop.# | Proposal                                                                                | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------|---------------|---------------|
| 01A    | ELECTION OF DIRECTOR: BRIAN L. HALLA                                                    | Mgmt          | For           |
| 01B    | ELECTION OF DIRECTOR: STEVEN R. APPLETON                                                | Mgmt          | For           |
| 01C    | ELECTION OF DIRECTOR: GARY P. ARNOLD                                                    | Mgmt          | For           |
| 01D    | ELECTION OF DIRECTOR: RICHARD J. DANZIG                                                 | Mgmt          | For           |
| 01E    | ELECTION OF DIRECTOR: JOHN T. DICKSON                                                   | Mgmt          | For           |
| 01F    | ELECTION OF DIRECTOR: ROBERT J. FRANKENBERG                                             | Mgmt          | For           |
| 01G    | ELECTION OF DIRECTOR: E. FLOYD KVAMME                                                   | Mgmt          | For           |
| 01H    | ELECTION OF DIRECTOR: MODESTO A. MAIDIQUE                                               | Mgmt          | For           |
| 01I    | ELECTION OF DIRECTOR: EDWARD R. MCCrackEN                                               | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY. | Mgmt          | For           |

NAVTEQ CORPORATION

Agen

Security: 63936L100  
Meeting Type: Annual  
Meeting Date: 22-May-2007  
Ticker: NVT  
ISIN:

| Prop.# | Proposal              | Proposal Type | Proposal Vote |
|--------|-----------------------|---------------|---------------|
| 01     | DIRECTOR              |               |               |
|        | RICHARD J.A. DE LANGE | Mgmt          | For           |
|        | CHRISTOPHER GALVIN    | Mgmt          | For           |
|        | ANDREW J. GREEN       | Mgmt          | For           |
|        | JUDSON C. GREEN       | Mgmt          | For           |
|        | WILLIAM L. KIMSEY     | Mgmt          | For           |
|        | SCOTT D. MILLER       | Mgmt          | For           |
|        | DIRK-JAN VAN OMMEREN  | Mgmt          | For           |

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

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 NETWORK APPLIANCE, INC.  
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Agem

Security: 64120L104  
 Meeting Type: Annual  
 Meeting Date: 31-Aug-2006  
 Ticker: NTAP  
 ISIN:

| Prop.# | Proposal                                                                                                                                                                                                    | Proposal Type                                                                | Proposal Vote                                                      |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>DANIEL J. WARMENHOVEN<br>DONALD T. VALENTINE<br>JEFFRY R. ALLEN<br>CAROL A. BARTZ<br>ALAN L. EARHART<br>EDWARD KOZEL<br>MARK LESLIE<br>NICHOLAS G. MOORE<br>GEORGE T. SHAHEEN<br>ROBERT T. WALL | 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     | APPROVE THE COMPANY S AMENDED 1999 STOCK INCENTIVE PLAN, WHICH INCLUDES A PROPOSED INCREASE OF THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED THEREUNDER BY 10,900,000.                    | Mgmt                                                                         | For                                                                |
| 03     | APPROVE THE COMPANY S AMENDED 1999 PLAN TO INCREASE DIRECTOR COMPENSATION UNDER THE AUTOMATIC OPTION GRANT PROGRAM FROM AN OPTION TO PURCHASE 15,000 SHARES TO AN OPTION TO PURCHASE 20,000 SHARES.         | Mgmt                                                                         | For                                                                |
| 04     | APPROVE A 1,600,000 SHARE INCREASE IN THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE COMPANY S EMPLOYEE STOCK PURCHASE PLAN.                                                | Mgmt                                                                         | For                                                                |
| 05     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING APRIL 27, 2007.                                                                           | Mgmt                                                                         | For                                                                |

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 NICOR INC.  
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Agem

Security: 654086107  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2007  
 Ticker: GAS  
 ISIN:

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

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

|    |                                                                                                                                                                                                                       | Type                                                                                                         |                                                                                                |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| 01 | DIRECTOR<br>R.M. BEAVERS, JR.<br>B.P. BICKNER<br>J.H. BIRDSALL, III<br>N.R. BOBINS<br>T.A. DONAHOE<br>B.J. GAINES<br>R.A. JEAN<br>D.J. KELLER<br>R.E. MARTIN<br>G.R. NELSON<br>J. RAU<br>J.F. RIORDAN<br>R.M. STROBEL | 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 |
| 02 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                                       | Mgmt                                                                                                         | For                                                                                            |
| 03 | SHAREHOLDER PROPOSAL FOR A SIMPLE MAJORITY VOTE OF SHAREHOLDERS.                                                                                                                                                      | Shr                                                                                                          | For                                                                                            |

NII HOLDINGS, INC.

Agen

Security: 62913F201  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: NIHD  
ISIN:

| Prop.# | Proposal                                                                                                              | Proposal Type        | Proposal Vote     |
|--------|-----------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JOHN DONOVAN<br>STEVEN P. DUSSEK<br>STEVEN M. SHINDLER                                                    | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007. | Mgmt                 | For               |

NIKE, INC.

Agen

Security: 654106103  
Meeting Type: Annual  
Meeting Date: 18-Sep-2006  
Ticker: NKE  
ISIN:

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

| Prop.# | Proposal                                                                                                                     | Proposal Type        | Proposal Vote     |
|--------|------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JILL K. CONWAY<br>ALAN B. GRAF, JR.<br>JEANNE P. JACKSON                                                         | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | SHAREHOLDER PROPOSAL REGARDING CHARITABLE CONTRIBUTIONS REPORT.                                                              | Shr                  | Against           |
| 03     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM. |                      | For               |

NISOURCE INC.

Agen

Security: 65473P105  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: NI  
ISIN:

| Prop.# | Proposal                                                                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | TO ELECT STEVEN C. BEERING TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM     | Mgmt          | For           |
| 1B     | TO ELECT DENNIS E. FOSTER TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM      | Mgmt          | For           |
| 1C     | TO ELECT MARTY K. KITTRELL TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM     | Mgmt          | For           |
| 1D     | TO ELECT PETER MCCAUSLAND TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM      | Mgmt          | For           |
| 1E     | TO ELECT STEVEN R. MCCracken TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM   | Mgmt          | For           |
| 1F     | TO ELECT W. LEE NUTTER TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM         | Mgmt          | For           |
| 1G     | TO ELECT IAN M. ROLLAND TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM        | Mgmt          | For           |
| 1H     | TO ELECT ROBERT C. SKAGGS, JR. TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM | Mgmt          | For           |
| 1I     | TO ELECT RICHARD L. THOMPSON TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM   | Mgmt          | For           |
| 1J     | TO ELECT CAROLYN Y. WOO TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM        | Mgmt          | For           |
| 1K     | TO ELECT ROGER A. YOUNG TO SERVE ON THE BOARD                                         | Mgmt          | For           |

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

OF DIRECTORS FOR A ONE-YEAR TERM

02 RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS. Mgmt For

NOKIA CORPORATION

Agen

Security: 654902204  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: NOK  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                          | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | APPROVAL OF THE INCOME STATEMENTS AND BALANCE SHEETS.                                                                                                                                                                             | Mgmt                                                                                 | For                                                                       |
| 02     | APPROVAL OF A DIVIDEND OF EUR 0.43 PER SHARE.                                                                                                                                                                                     | Mgmt                                                                                 | For                                                                       |
| 03     | APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY.                                                                                                                | Mgmt                                                                                 | For                                                                       |
| 04     | APPROVAL OF THE AMENDMENT OF THE ARTICLES OF ASSOCIATION.                                                                                                                                                                         | Mgmt                                                                                 | For                                                                       |
| 05     | APPROVAL OF THE REMUNERATION TO BE PAID TO THE MEMBERS OF THE BOARD.                                                                                                                                                              | Mgmt                                                                                 | For                                                                       |
| 06     | APPROVAL OF THE COMPOSITION OF THE BOARD OF DIRECTORS.                                                                                                                                                                            | Mgmt                                                                                 | For                                                                       |
| 07     | DIRECTOR<br>GEORG EHNRROOTH<br>LALITA D. GUPTA<br>DANIEL R. HESSE<br>DR. BENGT HOLMSTROM<br>DR. HENNING KAGERMANN<br>OLLI-PEKKA KALLASVUO<br>PER KARLSSON<br>JORMA OLLILA<br>DAME MARJORIE SCARDINO<br>KEIJO SUILA<br>VESA VAINIO | 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 |
| 08     | APPROVAL OF THE REMUNERATION TO BE PAID TO THE AUDITOR.                                                                                                                                                                           | Mgmt                                                                                 | For                                                                       |
| 09     | APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2007.                                                                                                                                    | Mgmt                                                                                 | For                                                                       |
| 10     | APPROVAL OF THE GRANT OF STOCK OPTIONS TO SELECTED PERSONNEL.                                                                                                                                                                     | Mgmt                                                                                 | Against                                                                   |
| 11     | APPROVAL OF THE REDUCTION OF THE SHARE ISSUE PREMIUM.                                                                                                                                                                             | Mgmt                                                                                 | For                                                                       |

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

|    |                                                                                                                                                                                          |      |         |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 12 | APPROVAL OF THE PROPOSAL OF THE BOARD ON THE RECORDING OF THE SUBSCRIPTION PRICE FOR SHARES ISSUED BASED ON STOCK OPTIONS                                                                | Mgmt | For     |
| 13 | APPROVAL OF THE AUTHORIZATION TO THE BOARD ON THE ISSUANCE OF SHARES AND SPECIAL RIGHTS ENTITLING TO SHARES.                                                                             | Mgmt | Against |
| 14 | AUTHORIZATION TO THE BOARD TO REPURCHASE NOKIA SHARES.                                                                                                                                   | Mgmt | For     |
| 15 | MARK THE FOR BOX IF YOU WISH TO INSTRUCT NOKIA S LEGAL COUNSELS TO VOTE IN THEIR DISCRETION ON YOUR BEHALF ONLY UPON ITEM 15 *NOTE* VOTING OPTIONS FOR PROPS 5-6, 8-9 ARE FOR OR ABSTAIN | Mgmt | Against |

NORDSTROM, INC.

Agen

Security: 655664100  
Meeting Type: Annual  
Meeting Date: 22-May-2007  
Ticker: JWN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                   | Proposal Type                                                        | Proposal Vote                                               |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>PHYLLIS J. CAMPBELL<br>ENRIQUE HERNANDEZ, JR.<br>JEANNE P. JACKSON<br>ROBERT G. MILLER<br>BLAKE W. NORDSTROM<br>ERIK B. NORDSTROM<br>PETER E. NORDSTROM<br>PHILIP G. SATRE<br>ALISON A. WINTER | 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 APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                                                                                                           | Mgmt                                                                 | For                                                         |

NORFOLK SOUTHERN CORPORATION

Agen

Security: 655844108  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: NSC  
ISIN:

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

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

|    |                                                                                                                                                                                        |                              |                          |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01 | DIRECTOR<br>ALSTON D. CORRELL<br>LONDON HILLIARD<br>BURTON M. JOYCE<br>JANE MARGARET O'BRIEN                                                                                           | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 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, 2007. | Mgmt                         | For                      |

NORTH FORK BANCORPORATION, INC.

Agen

Security: 659424105  
Meeting Type: Annual  
Meeting Date: 22-Aug-2006  
Ticker: NFB  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                   | Proposal Type                        | Proposal Vote                   |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 12, 2006 BETWEEN CAPITAL ONE FINANCIAL CORPORATION AND NORTH FORK BANCORPORATION, INC. AS IT MAY BE AMENDED FROM TIME TO TIME, PURSUANT TO WHICH NORTH FORK WILL MERGE WITH AND INTO CAPITAL ONE. | Mgmt                                 | For                             |
| 02     | TO ADJOURN OR POSTPONE THE NORTH FORK ANNUAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES.                                                                                                                                                                         | Mgmt                                 | For                             |
| 03     | DIRECTOR<br>JOSIAH AUSTIN<br>KAREN GARRISON<br>JOHN ADAM KANAS<br>RAYMOND A. NIELSEN<br>A. ROBERT TOWBIN                                                                                                                                                                   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 04     | RATIFICATION OF OUR APPOINTMENT OF KPMG LLP AS NORTH FORK S INDEPENDENT AUDITORS FOR 2006.                                                                                                                                                                                 | Mgmt                                 | For                             |

NORTHROP GRUMMAN CORPORATION

Agen

Security: 666807102  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: NOC  
ISIN:

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

| Prop.# | Proposal                                                                                          | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LEWIS W. COLEMAN                                                            | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: VICTOR H. FAZIO                                                             | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: DONALD E. FELSINGER                                                         | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: STEPHEN E. FRANK                                                            | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: CHARLES R. LARSON                                                           | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: RICHARD B. MYERS                                                            | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: PHILIP A. ODEEN                                                             | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: AULANA L. PETERS                                                            | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: KEVIN W. SHARER                                                             | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: RONALD D. SUGAR                                                             | Mgmt          | For           |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITOR. | Mgmt          | For           |
| 03     | PROPOSAL TO AMEND THE COMPANY S 1995 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS.                       | Mgmt          | For           |
| 04     | SHAREHOLDER PROPOSAL REGARDING A REPORT ON FOREIGN MILITARY SALES.                                | Shr           | Against       |
| 05     | SHAREHOLDER PROPOSAL REGARDING A VOTE ON EXECUTIVE COMPENSATION.                                  | Shr           | Against       |
| 06     | SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN.                                     | Shr           | Against       |

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 NUCOR CORPORATION

Agen-----

Security: 670346105  
 Meeting Type: Annual  
 Meeting Date: 10-May-2007  
 Ticker: NUE  
 ISIN:

| Prop.# | Proposal                                                                                                                                   | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>DANIEL R. DIMICCO<br>J.D. HLAVACEK, PH.D.<br>RAYMOND J. MILCHOVICH                                                             | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS NUCOR S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER | Mgmt                 | For               |

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31, 2007

|    |                      |     |         |
|----|----------------------|-----|---------|
| 03 | STOCKHOLDER PROPOSAL | Shr | Against |
|----|----------------------|-----|---------|

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NVIDIA CORPORATION

Agen

Security: 67066G104  
Meeting Type: Annual  
Meeting Date: 21-Jun-2007  
Ticker: NVDA  
ISIN:

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| Prop.# | Proposal                                                                                                                                                          | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JAMES C. GAITHER<br>JEN-HSUN HUANG<br>A. BROOKE SEAWELL                                                                                               | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO APPROVE THE NVIDIA CORPORATION 2007 EQUITY INCENTIVE PLAN.                                                                                                     | Mgmt                 | Against           |
| 03     | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 27, 2008. | Mgmt                 | For               |

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OMNICARE, INC.

Agen

Security: 681904108  
Meeting Type: Annual  
Meeting Date: 25-May-2007  
Ticker: OCR  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                     | Proposal Type                                                | Proposal Vote                                        |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>EDWARD L. HUTTON<br>JOEL F. GEMUNDER<br>JOHN T. CROTTY<br>CHARLES H. ERHART, JR.<br>SANDRA E. LANEY<br>A.R. LINDELL, PH.D., RN<br>JOHN H. TIMONEY<br>AMY WALLMAN | 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 INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                                                    | Mgmt                                                         | For                                                  |

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

OMNICOM GROUP INC.

Agen

Security: 681919106  
Meeting Type: Annual  
Meeting Date: 22-May-2007  
Ticker: OMC  
ISIN:

| Prop.# | Proposal                                                      | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                      |               |               |
|        | JOHN D. WREN                                                  | Mgmt          | For           |
|        | BRUCE CRAWFORD                                                | Mgmt          | For           |
|        | ROBERT CHARLES CLARK                                          | Mgmt          | For           |
|        | LEONARD S. COLEMAN, JR.                                       | Mgmt          | For           |
|        | ERROL M. COOK                                                 | Mgmt          | For           |
|        | SUSAN S. DENISON                                              | Mgmt          | For           |
|        | MICHAEL A. HENNING                                            | Mgmt          | For           |
|        | JOHN R. MURPHY                                                | Mgmt          | For           |
|        | JOHN R. PURCELL                                               | Mgmt          | For           |
|        | LINDA JOHNSON RICE                                            | Mgmt          | For           |
|        | GARY L. ROUBOS                                                | Mgmt          | For           |
| 02     | RATIFICATION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR 2007 | Mgmt          | For           |
| 03     | APPROVAL OF THE 2007 INCENTIVE AWARD PLAN                     | Mgmt          | Against       |

ORACLE CORPORATION

Agen

Security: 68389X105  
Meeting Type: Annual  
Meeting Date: 09-Oct-2006  
Ticker: ORCL  
ISIN:

| Prop.# | Proposal                | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 01     | DIRECTOR                |               |               |
|        | JEFFREY O. HENLEY       | Mgmt          | For           |
|        | LAWRENCE J. ELLISON     | Mgmt          | For           |
|        | DONALD L. LUCAS         | Mgmt          | For           |
|        | MICHAEL J. BOSKIN       | Mgmt          | For           |
|        | JACK F. KEMP            | Mgmt          | For           |
|        | JEFFREY S. BERG         | Mgmt          | For           |
|        | SAFRA A. CATZ           | Mgmt          | For           |
|        | HECTOR GARCIA-MOLINA    | Mgmt          | For           |
|        | H. RAYMOND BINGHAM      | Mgmt          | For           |
|        | CHARLES E. PHILLIPS, JR | Mgmt          | For           |
|        | NAOMI O. SELIGMAN       | Mgmt          | For           |

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

|    |                                                                                                                                                                |      |     |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 02 | PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF THE FISCAL YEAR 2007 EXECUTIVE BONUS PLAN.                                                                        | Mgmt | For |
| 03 | PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING MAY 31, 2007. | Mgmt | For |
| 04 | PROPOSAL FOR THE APPROVAL OF THE AMENDED AND RESTATED 1993 DIRECTORS STOCK PLAN.                                                                               | Mgmt | For |

PALM, INC.

Agem

Security: 696643105  
Meeting Type: Annual  
Meeting Date: 05-Oct-2006  
Ticker: PALM  
ISIN:

| Prop.# | Proposal                                                                                                                                     | Proposal Type        | Proposal Vote     |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>WILLIAM T. COLEMAN<br>BRUCE W. DUNLEVIE<br>ROBERT C. HAGERTY                                                                     | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS PALM S INDEPENDENT PUBLIC AUDITORS FOR THE FISCAL YEAR ENDING JUNE 1, 2007. | Mgmt                 | For               |

PARALLEL PETROLEUM CORPORATION

Agem

Security: 699157103  
Meeting Type: Annual  
Meeting Date: 26-Jun-2007  
Ticker: PLLL  
ISIN:

| Prop.# | Proposal                                                                                               | Proposal Type                        | Proposal Vote                   |
|--------|--------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>EDWARD A. NASH<br>LARRY C. OLDHAM<br>MARTIN B. ORING<br>RAY M. POAGE<br>JEFFREY G. SHRADER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF SELECTION OF BDO SEIDMAN, LLP AS INDEPENDENT AUDITORS FOR THE COMPANY.                     | Mgmt                                 | For                             |

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

PAYCHEX, INC.

Agen

Security: 704326107  
Meeting Type: Annual  
Meeting Date: 05-Oct-2006  
Ticker: PAYX  
ISIN:

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|-------------------------------------------|---------------|---------------|
| 1 A    | ELECTION OF DIRECTOR: B. THOMAS GOLISANO  | Mgmt          | For           |
| 1 B    | ELECTION OF DIRECTOR: DAVID J.S. FLASCHEN | Mgmt          | For           |
| 1 C    | ELECTION OF DIRECTOR: PHILLIP HORSLEY     | Mgmt          | For           |
| 1 D    | ELECTION OF DIRECTOR: GRANT M. INMAN      | Mgmt          | For           |
| 1 E    | ELECTION OF DIRECTOR: PAMELA A. JOSEPH    | Mgmt          | For           |
| 1 F    | ELECTION OF DIRECTOR: JONATHAN J. JUDGE   | Mgmt          | For           |
| 1 G    | ELECTION OF DIRECTOR: JOSEPH M. TUCCI     | Mgmt          | For           |

PEPSICO, INC.

Agen

Security: 713448108  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: PEP  
ISIN:

| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|----------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: D. DUBLON        | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: V.J. DZAU        | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: R.L. HUNT        | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: A. IBARGUEN      | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: A.C. MARTINEZ    | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: I.K. NOOYI       | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: S.P. ROCKEFELLER | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: J.J. SCHIRO      | Mgmt          | For           |

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

|    |                                                                        |      |         |
|----|------------------------------------------------------------------------|------|---------|
| 1I | ELECTION OF DIRECTOR: D. VASELLA                                       | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: M.D. WHITE                                       | Mgmt | For     |
| 02 | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS                  | Mgmt | For     |
| 03 | APPROVAL OF 2007 LONG-TERM INCENTIVE PLAN (PROXY STATEMENT P. 37)      | Mgmt | Against |
| 04 | SHAREHOLDER PROPOSAL- CHARITABLE CONTRIBUTIONS (PROXY STATEMENT P. 44) | Shr  | Against |

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 PERKINELMER, INC.

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 Agen

Security: 714046109  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2007  
 Ticker: PKI  
 ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                 | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                                                                                                                                                                 |               |               |
|        | ROBERT F. FRIEL                                                                                                                                                                                                                                          | Mgmt          | For           |
|        | NICHOLAS A. LOPARDO                                                                                                                                                                                                                                      | Mgmt          | For           |
|        | ALEXIS P. MICHAS                                                                                                                                                                                                                                         | Mgmt          | For           |
|        | JAMES C. MULLEN                                                                                                                                                                                                                                          | Mgmt          | For           |
|        | DR. VICKI L. SATO                                                                                                                                                                                                                                        | Mgmt          | For           |
|        | GABRIEL SCHMERGEL                                                                                                                                                                                                                                        | Mgmt          | For           |
|        | KENTON J. SICCHITANO                                                                                                                                                                                                                                     | Mgmt          | For           |
|        | GREGORY L. SUMME                                                                                                                                                                                                                                         | Mgmt          | For           |
|        | G. ROBERT TOD                                                                                                                                                                                                                                            | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS PERKINELMER S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR.                                                                                                                                    | Mgmt          | For           |
| 03     | TO APPROVE AMENDMENTS TO THE COMPANY S ARTICLES OF ORGANIZATION AND BY-LAWS TO REQUIRE A MAJORITY VOTE FOR UNCONTESTED ELECTION OF DIRECTORS.                                                                                                            | Mgmt          | For           |
| 04     | SHAREHOLDER PROPOSAL TO REQUEST THAT THE COMPANY S BOARD OF DIRECTORS ESTABLISH A PAY-FOR-SUPERIOR-PERFORMANCE STANDARD IN THE COMPANY S EXECUTIVE COMPENSATION PLAN FOR SENIOR EXECUTIVES. THE BOARD OF DIRECTORS RECOMMENDS A VOTE AGAINST PROPOSAL 4. | Shr           | Against       |

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 PFIZER INC.

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 Agen

Security: 717081103  
 Meeting Type: Annual

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

Meeting Date: 26-Apr-2007  
Ticker: PFE  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                           | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>DENNIS A. AUSIELLO<br>MICHAEL S. BROWN<br>M. ANTHONY BURNS<br>ROBERT N. BURT<br>W. DON CORNWELL<br>WILLIAM H. GRAY, III<br>CONSTANCE J. HORNER<br>WILLIAM R. HOWELL<br>JEFFREY B. KINDLER<br>GEORGE A. LORCH<br>DANA G. MEAD<br>WILLIAM C. STEERE, JR. | 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     | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                                                                                            | Mgmt                                                                                         | For                                                                              |
| 03     | SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING.                                                                                                                                                                                                                | Shr                                                                                          | Against                                                                          |
| 04     | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON THE RATIONALE FOR EXPORTING ANIMAL EXPERIMENTATION.                                                                                                                                                                    | Shr                                                                                          | Against                                                                          |
| 05     | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON THE FEASIBILITY OF AMENDING PFIZER S CORPORATE POLICY ON LABORATORY ANIMAL CARE AND USE.                                                                                                                               | Shr                                                                                          | Against                                                                          |
| 06     | SHAREHOLDER PROPOSAL RELATING TO QUALIFICATIONS FOR DIRECTOR NOMINEES.                                                                                                                                                                                             | Shr                                                                                          | Against                                                                          |

PG&E CORPORATION

Agen

Security: 69331C108  
Meeting Type: Annual  
Meeting Date: 18-Apr-2007  
Ticker: PCG  
ISIN:

| Prop.# | Proposal                                                                                                                        | Proposal Type                                | Proposal Vote                          |
|--------|---------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|----------------------------------------|
| 01     | DIRECTOR<br>DAVID R. ANDREWS<br>LESLIE S. BILLER<br>DAVID A. COULTER<br>C. LEE COX<br>PETER A. DARBEE<br>MARYELLEN C. HERRINGER | 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

|    |                                                                                  |      |         |
|----|----------------------------------------------------------------------------------|------|---------|
|    | RICHARD A. MESERVE                                                               | Mgmt | For     |
|    | MARY S. METZ                                                                     | Mgmt | For     |
|    | BARBARA L. RAMBO                                                                 | Mgmt | For     |
|    | BARRY LAWSON WILLIAMS                                                            | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For     |
| 03 | PERFORMANCE-BASED STOCK OPTIONS                                                  | Shr  | Against |
| 04 | CUMULATIVE VOTING                                                                | Shr  | Against |

PITNEY BOWES INC.

Agen

Security: 724479100  
Meeting Type: Annual  
Meeting Date: 14-May-2007  
Ticker: PBI  
ISIN:

| Prop.# | Proposal                                                                                                                      | Proposal Type                | Proposal Vote            |
|--------|-------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>LINDA G. ALVARADO<br>ERNIE GREEN<br>JOHN S. MCFARLANE<br>EDUARDO R. MENASCE                                       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                         | Mgmt                         | For                      |
| 03     | APPROVAL OF THE PITNEY BOWES INC. 2007 STOCK PLAN.                                                                            | Mgmt                         | Against                  |
| 04     | APPROVAL OF AMENDMENT TO BY-LAWS OF PITNEY BOWES INC. TO REQUIRE MAJORITY VOTE TO ELECT DIRECTORS IN AN UNCONTESTED ELECTION. | Mgmt                         | Against                  |

PLUM CREEK TIMBER COMPANY, INC.

Agen

Security: 729251108  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: PCL  
ISIN:

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

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

|    |                                                                                                                                              |      |         |
|----|----------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 1B | ELECTION OF DIRECTOR: IAN B. DAVIDSON                                                                                                        | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: ROBIN JOSEPHS                                                                                                          | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: JOHN G. MCDONALD                                                                                                       | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: ROBERT B. MCLEOD                                                                                                       | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: JOHN F. MORGAN, SR.                                                                                                    | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: JOHN H. SCULLY                                                                                                         | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: STEPHEN C. TOBIAS                                                                                                      | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: CARL B. WEBB                                                                                                           | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: MARTIN A. WHITE                                                                                                        | Mgmt | For     |
| 02 | PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT AUDITORS FOR 2007.                                                     | Mgmt | For     |
| 03 | PROPOSAL RELATING TO DISCLOSURE OF THE COMPANY<br>S POLITICAL CONTRIBUTION POLICIES AND CERTAIN<br>OF ITS POLITICAL CONTRIBUTION ACTIVITIES. | Shr  | Against |
| 04 | PROPOSAL RELATING TO THE COMPANY S LONG-TERM<br>INCENTIVE AND ANNUAL INCENTIVE COMPENSATION.                                                 | Shr  | Against |

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PMC-SIERRA, INC.

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Agen

Security: 69344F106  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: PMCS  
ISIN:

| Prop.# | Proposal                                                                                                                 | Proposal<br>Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------|------------------|---------------|
| 01     | DIRECTOR                                                                                                                 |                  |               |
|        | ROBERT L. BAILEY                                                                                                         | Mgmt             | For           |
|        | RICHARD E. BELLUZZO                                                                                                      | Mgmt             | For           |
|        | JAMES V. DILLER, SR.                                                                                                     | Mgmt             | For           |
|        | MICHAEL R. FARESE                                                                                                        | Mgmt             | For           |
|        | JONATHAN J. JUDGE                                                                                                        | Mgmt             | For           |
|        | WILLIAM H. KURTZ                                                                                                         | Mgmt             | For           |
|        | FRANK J. MARSHALL                                                                                                        | Mgmt             | For           |
| 02     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR<br>THE 2007 FISCAL YEAR. | Mgmt             | For           |

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

POPULAR, INC.

Agem

Security: 733174106  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: BPOP  
ISIN:

| Prop.# | Proposal                                                                                                   | Proposal Type        | Proposal Vote     |
|--------|------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>MICHAEL MASIN<br>MANUEL MORALES JR.<br>JOSE R. VIZCARRONDO                                     | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE SELECTION OF THE CORPORATION S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR 2007. | Mgmt                 | For               |

PPL CORPORATION

Agem

Security: 69351T106  
Meeting Type: Annual  
Meeting Date: 23-May-2007  
Ticker: PPL  
ISIN:

| Prop.# | Proposal                                                                            | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>STUART HEYDT<br>CRAIG A. ROGERSON<br>W. KEITH SMITH                     | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt                 | For               |
| 03     | SHAREOWNER PROPOSAL                                                                 | Shr                  | For               |

PRUDENTIAL FINANCIAL, INC.

Agem

Security: 744320102  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: PRU  
ISIN:

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

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

|    |                                                                                                                             |      |     |
|----|-----------------------------------------------------------------------------------------------------------------------------|------|-----|
| 01 | DIRECTOR                                                                                                                    |      |     |
|    | FREDERIC K. BECKER                                                                                                          | Mgmt | For |
|    | GORDON M. BETHUNE                                                                                                           | Mgmt | For |
|    | GASTON CAPERTON                                                                                                             | Mgmt | For |
|    | GILBERT F. CASELLAS                                                                                                         | Mgmt | For |
|    | JAMES G. CULLEN                                                                                                             | Mgmt | For |
|    | WILLIAM H. GRAY III                                                                                                         | Mgmt | For |
|    | JON F. HANSON                                                                                                               | Mgmt | For |
|    | CONSTANCE J. HORNER                                                                                                         | Mgmt | For |
|    | KARL J. KRAPEK                                                                                                              | Mgmt | For |
|    | CHRISTINE A. POON                                                                                                           | Mgmt | For |
|    | ARTHUR F. RYAN                                                                                                              | Mgmt | For |
|    | JAMES A. UNRUH                                                                                                              | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2007. | Mgmt | For |

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PUBLIC SERVICE ENTERPRISE GROUP INC.

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Agen

Security: 744573106  
Meeting Type: Annual  
Meeting Date: 21-Nov-2006  
Ticker: PEG  
ISIN:

| Prop.# | Proposal                                                                                           | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                           |               |               |
|        | CAROLINE DORSA *                                                                                   | Mgmt          | For           |
|        | E. JAMES FERLAND *                                                                                 | Mgmt          | For           |
|        | ALBERT R. GAMPER, JR. *                                                                            | Mgmt          | For           |
|        | RALPH IZZO **                                                                                      | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2006. | Mgmt          | For           |
| 03     | STOCKHOLDER PROPOSAL RELATING TO EXECUTIVE COMPENSATION.                                           | Shr           | Against       |

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PUBLIC SERVICE ENTERPRISE GROUP INC.

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Agen

Security: 744573106  
Meeting Type: Annual  
Meeting Date: 17-Apr-2007  
Ticker: PEG  
ISIN:

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

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

|    |                                                                                                                                                                                         |                              |                          |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01 | DIRECTOR<br>ERNEST H. DREW*<br>WILLIAM V. HICKEY**<br>RALPH IZZO**<br>RICHARD J. SWIFT**                                                                                                | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02 | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON STOCK FROM 500 MILLION TO 1 BILLION SHARES.                                                  | Mgmt                         | For                      |
| 03 | APPROVE THE ADOPTION OF THE 2007 EQUITY COMPENSATION PLAN FOR OUTSIDE DIRECTORS.                                                                                                        | Mgmt                         | Against                  |
| 04 | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE CLASSIFICATION OF THE BOARD OF DIRECTORS, IF ELIMINATION OF CUMULATIVE VOTING PURSUANT TO PROPOSAL 5 IS APPROVED. | Mgmt                         | For                      |
| 05 | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IF THE ELIMINATION OF THE CLASSIFIED BOARD PURSUANT TO PROPOSAL 4 IS APPROVED.                  | Mgmt                         | For                      |
| 06 | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE PRE-EMPTIVE RIGHTS.                                                                                               | Mgmt                         | For                      |
| 07 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2007.                                                                                      | Mgmt                         | For                      |

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 QUALCOMM INCORPORATED  
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Agen

Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 13-Mar-2007  
 Ticker: QCOM  
 ISIN:

| Prop.# | Proposal                                                                                                                                                | Proposal Type                                | Proposal Vote                          |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|----------------------------------------|
| 01     | DIRECTOR<br>BARBARA T. ALEXANDER<br>RAYMOND V. DITTAMORE<br>IRWIN MARK JACOBS<br>SHERRY LANSING<br>PETER M. SACERDOTE<br>MARC I. STERN                  | 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 SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE COMPANY S FISCAL YEAR ENDING SEPTEMBER 30, 2007. | Mgmt                                         | For                                    |

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

QUEST DIAGNOSTICS INCORPORATED

Agen

Security: 74834L100  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: DGX  
ISIN:

| Prop.# | Proposal                                                                                                                            | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JOHN C. BALDWIN, M.D.<br>SURYA N MOHAPATRA PH.D<br>GARY M. PFEIFFER                                                     | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007. | Mgmt                 | For               |

R.R. DONNELLEY & SONS COMPANY

Agen

Security: 257867101  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: RRD  
ISIN:

| Prop.# | Proposal                                                                                                                                                                | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: THOMAS J. QUINLAN III                                                                                                                             | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: OLIVER R. SOCKWELL                                                                                                                                | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: STEPHEN M. WOLF                                                                                                                                   | Mgmt          | For           |
| 02     | RATIFICATION OF THE COMPANY S AUDITORS.                                                                                                                                 | Mgmt          | For           |
| 03     | APPROVAL OF AMENDMENTS TO THE RESTATED CERTIFICATE<br>OF INCORPORATION ELIMINATING THE CLASSIFIED<br>STRUCTURE OF THE BOARD OF DIRECTORS.                               | Mgmt          | For           |
| 04     | APPROVAL OF AMENDMENTS TO THE RESTATED CERTIFICATE<br>OF INCORPORATION ELIMINATING THE SUPERMAJORITY<br>VOTE REQUIREMENT FOR MERGERS, CONSOLIDATIONS<br>OR ASSET SALES. | Mgmt          | For           |
| 05     | STOCKHOLDER PROPOSAL TO ADOPT UN GLOBAL COMPACT.                                                                                                                        | Shr           | Against       |
| 06     | STOCKHOLDER PROPOSAL TO ELIMINATE THE CLASSIFIED<br>STRUCTURE OF THE BOARD OF DIRECTORS.                                                                                | Shr           | For           |

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

REGENERON PHARMACEUTICALS, INC.

Agen

Security: 75886F107  
Meeting Type: Annual  
Meeting Date: 08-Jun-2007  
Ticker: REGN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                   | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>L S SCHLEIFER, MD PHD<br>ERIC M. SHOOTER, PHD<br>G D YANCOPOULOS, MD PHD                                                                                                       | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2007. |                      | For               |

REGIONS FINANCIAL CORPORATION

Agen

Security: 7591EP100  
Meeting Type: Special  
Meeting Date: 03-Oct-2006  
Ticker: RF  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                  | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, BY<br>AND BETWEEN REGIONS FINANCIAL CORPORATION AND<br>AMSOUTH BANCORPORATION, DATED AS OF MAY 24,<br>2006, AS IT MAY BE AMENDED FROM TIME TO TIME,<br>PURSUANT TO WHICH AMSOUTH BANCORPORATION WILL<br>BE MERGED WITH AND INTO REGIONS FINANCIAL CORPORATION. | Mgmt          | No vote       |
| 02     | TO APPROVE THE ADJOURNMENT OF THE REGIONS SPECIAL<br>MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT<br>ADDITIONAL PROXIES.                                                                                                                                                                              | Mgmt          | No vote       |

REGIONS FINANCIAL CORPORATION

Agen

Security: 7591EP100  
Meeting Type: Annual  
Meeting Date: 19-Apr-2007  
Ticker: RF

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

ISIN:

| Prop.# | Proposal                                                                   | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: SAMUEL W. BARTHOLOMEW, JR.                           | Mgmt          | No vote       |
| 1B     | ELECTION OF DIRECTOR: SUSAN W. MATLOCK                                     | Mgmt          | No vote       |
| 1C     | ELECTION OF DIRECTOR: JACKSON W. MOORE                                     | Mgmt          | No vote       |
| 1D     | ELECTION OF DIRECTOR: ALLEN B. MORGAN, JR.                                 | Mgmt          | No vote       |
| 1E     | ELECTION OF DIRECTOR: JOHN R. ROBERTS                                      | Mgmt          | No vote       |
| 1F     | ELECTION OF DIRECTOR: LEE J. STYSLINGER III                                | Mgmt          | No vote       |
| 02     | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt          | No vote       |
| 03     | DECLASSIFICATION AMENDMENT                                                 | Mgmt          | No vote       |

RENAISSANCERE HOLDINGS LTD.

Agen

Security: G7496G103  
Meeting Type: Annual  
Meeting Date: 31-May-2007  
Ticker: RNR  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                   | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>WILLIAM F. HECHT<br>HENRY KLEHM III<br>NICHOLAS L. TRIVISONNO                                                                                                                                                                  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO APPOINT THE FIRM OF ERNST & YOUNG, INDEPENDENT AUDITORS, TO SERVE AS OUR INDEPENDENT AUDITORS FOR THE 2007 FISCAL YEAR UNTIL OUR 2008 ANNUAL GENERAL MEETING, AND TO REFER THE DETERMINATION OF THE AUDITORS REMUNERATION TO THE BOARD. | Mgmt                 | For               |

RESEARCH IN MOTION LIMITED

Agen

Security: 760975102  
Meeting Type: Annual  
Meeting Date: 18-Jul-2006  
Ticker: RIMM  
ISIN:

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

| Prop.# | Proposal                                                                                                                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO ELECT AS DIRECTORS, MICHAEL LAZARIDIS, JAMES BALSILLIE, DOUGLAS FREGIN, KENDALL CORK, JAMES ESTILL, JOHN RICHARDSON AND DR. DOUGLAS WRIGHT. | Mgmt          | For           |
| 02     | TO APPOINT ERNST AND YOUNG LLP AS AUDITORS OF THE COMPANY AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.                               | Mgmt          | For           |

REYNOLDS AMERICAN INC.

Agen

Security: 761713106  
Meeting Type: Annual  
Meeting Date: 11-May-2007  
Ticker: RAI  
ISIN:

| Prop.# | Proposal                                                                                                                                             | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>MARTIN D. FEINSTEIN*<br>SUSAN M. IVEY*<br>NEIL R. WITHINGTON*<br>JOHN T. CHAIN, JR**                                                     | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | APPROVAL OF AN AMENDMENT TO THE ARTICLES OF INCORPORATION INCREASING THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 400,000,000 TO 800,000,000 | Mgmt                         | Against                  |
| 03     | RATIFICATION OF KPMG LLP AS INDEPENDENT AUDITORS                                                                                                     | Mgmt                         | For                      |

ROBERT HALF INTERNATIONAL INC.

Agen

Security: 770323103  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: RHI  
ISIN:

| Prop.# | Proposal                                                                      | Proposal Type        | Proposal Vote     |
|--------|-------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>ANDREW S. BERWICK, JR.<br>FREDERICK P. FURTH<br>EDWARD W. GIBBONS | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

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

|    |                                                                        |      |         |
|----|------------------------------------------------------------------------|------|---------|
|    | HAROLD M. MESSMER, JR.                                                 | Mgmt | For     |
|    | THOMAS J. RYAN                                                         | Mgmt | For     |
|    | J. STEPHEN SCHAUB                                                      | Mgmt | For     |
|    | M. KEITH WADDELL                                                       | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF AUDITOR.                                | Mgmt | For     |
| 03 | STOCKHOLDER PROPOSAL REGARDING SEXUAL ORIENTATION AND GENDER IDENTITY. | Shr  | Against |

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ROHM AND HAAS COMPANY

Agen

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Security: 775371107  
Meeting Type: Annual  
Meeting Date: 07-May-2007  
Ticker: ROH  
ISIN:

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| Prop.# | Proposal                                                                                                                      | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: W.J. AVERY                                                                                              | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: R.L. GUPTA                                                                                              | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: D.W. HAAS                                                                                               | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: T.W. HAAS                                                                                               | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: R.L. KEYSER                                                                                             | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: R.J. MILLS                                                                                              | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: S.O. MOOSE                                                                                              | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: G.S. OMENN                                                                                              | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: G.L. ROGERS                                                                                             | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: R.H. SCHMITZ                                                                                            | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: G.M. WHITESIDES                                                                                         | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: M.C. WHITTINGTON                                                                                        | Mgmt          | For           |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS ROHM AND HAAS COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt          | For           |

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RYDER SYSTEM, INC.

Agen

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Security: 783549108  
Meeting Type: Annual

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

Meeting Date: 04-May-2007  
Ticker: R  
ISIN:

| Prop.# | Proposal                                                           | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                           |               |               |
|        | LUIS P. NIETO, JR.*                                                | Mgmt          | No vote       |
|        | DAVID I. FUENTE**                                                  | Mgmt          | No vote       |
|        | EUGENE A. RENNA**                                                  | Mgmt          | No vote       |
|        | ABBIE J. SMITH**                                                   | Mgmt          | No vote       |
|        | CHRISTINE A. VARNEY**                                              | Mgmt          | No vote       |
| 02     | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR. | Mgmt          | No vote       |

SAFECO CORPORATION

Agen

Security: 786429100  
Meeting Type: Annual  
Meeting Date: 02-May-2007  
Ticker: SAF  
ISIN:

| Prop.# | Proposal                                                                                                        | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                        |               |               |
|        | ROBERT S. CLINE                                                                                                 | Mgmt          | For           |
|        | MARIA S. EITEL                                                                                                  | Mgmt          | For           |
|        | JOHN S. HAMLIN                                                                                                  | Mgmt          | For           |
|        | PAULA ROSPUT REYNOLDS                                                                                           | Mgmt          | For           |
|        | CHARLES R. RINEHART                                                                                             | Mgmt          | For           |
| 02     | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS SAFECO S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt          | For           |
| 03     | SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING IN THE ELECTION OF DIRECTORS.                                    | Shr           | Against       |

SAFEWAY INC.

Agen

Security: 786514208  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: SWY  
ISIN:

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

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

|    |                                                                                                                                           | Type |         |
|----|-------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 1A | ELECTION OF DIRECTOR: STEVEN A. BURD                                                                                                      | Mgmt | For     |
| 1B | ELECTION OF DIRECTOR: JANET E. GROVE                                                                                                      | Mgmt | For     |
| 1C | ELECTION OF DIRECTOR: MOHAN GYANI                                                                                                         | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: PAUL HAZEN                                                                                                          | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: ROBERT I. MACDONNELL                                                                                                | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: DOUGLAS J. MACKENZIE                                                                                                | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: REBECCA A. STIRN                                                                                                    | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER                                                                                                 | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: RAYMOND G. VIAULT                                                                                                   | Mgmt | For     |
| 02 | APPROVAL OF SAFEWAY INC. 2007 EQUITY AND INCENTIVE AWARD PLAN.                                                                            | Mgmt | Against |
| 03 | APPROVAL OF AMENDED AND RESTATED CAPITAL PERFORMANCE BONUS PLAN FOR EXECUTIVE OFFICERS AND KEY EMPLOYEES OF SAFEWAY INC.                  | Mgmt | For     |
| 04 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007. | Mgmt | For     |
| 05 | STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING.                                                                                        | Shr  | Against |
| 06 | STOCKHOLDER PROPOSAL REQUESTING THAT AN INDEPENDENT DIRECTOR SERVE AS CHAIRMAN OF THE BOARD.                                              | Shr  | Against |
| 07 | STOCKHOLDER PROPOSAL REQUESTING THE LABELING OF PRODUCTS OF CLONING OR GENETIC ENGINEERING.                                               | Shr  | Against |
| 08 | STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A SUSTAINABILITY REPORT.                                                           | Shr  | Against |
| 09 | STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A REPORT ON CONTROLLED-ATMOSPHERE KILLING.                                         | Shr  | Against |

SARA LEE CORPORATION

Agen

Security: 803111103  
Meeting Type: Annual  
Meeting Date: 26-Oct-2006  
Ticker: SLE  
ISIN:

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

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

|    |                                                                                                                                        |      |         |
|----|----------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | B. BARNES                                                                                                                              | Mgmt | For     |
|    | J.T. BATTENBERG III                                                                                                                    | Mgmt | For     |
|    | C. BEGLEY                                                                                                                              | Mgmt | For     |
|    | C. CARROLL                                                                                                                             | Mgmt | For     |
|    | V. COLBERT                                                                                                                             | Mgmt | For     |
|    | J. CROWN                                                                                                                               | Mgmt | For     |
|    | W. DAVIS                                                                                                                               | Mgmt | For     |
|    | L. KOELLNER                                                                                                                            | Mgmt | For     |
|    | C. VAN LEDE                                                                                                                            | Mgmt | For     |
|    | I. PROSSER                                                                                                                             | Mgmt | For     |
|    | R. RIDGWAY                                                                                                                             | Mgmt | For     |
|    | J. WARD                                                                                                                                | Mgmt | For     |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS SARA LEE S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2007. | Mgmt | For     |
| 03 | TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING CHAIRMAN AND CEO POSITIONS.                                                                | Shr  | Against |
| 04 | TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING THE COMPENSATION DISCUSSION AND ANALYSIS.                                                  | Shr  | Against |

## SATYAM COMPUTER SERVICES LIMITED

Agen

Security: 804098101  
Meeting Type: Annual  
Meeting Date: 21-Aug-2006  
Ticker: SAY  
ISIN:

| Prop.# | Proposal                                                                                                                  | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | APPROVAL OF THE AUDITED BALANCE SHEET, THE AUDITED PROFIT AND LOSS ACCOUNT, THE AUDITORS REPORT AND THE DIRECTORS REPORT. | Mgmt          | For           |
| 02     | APPROVAL TO DECLARE FINAL DIVIDEND ON EQUITY SHARES.                                                                      | Mgmt          | For           |
| 03     | APPROVAL TO RE-APPOINT MR. VINOD K DHAM, AS DIRECTOR.                                                                     | Mgmt          | For           |
| 04     | APPROVAL TO APPOINT M/S. PRICE WATERHOUSE AS AUDITORS OF THE COMPANY.                                                     | Mgmt          | For           |
| 05     | APPROVAL TO APPOINT PROF. RAMMOHAN RAO MENDU, AS DIRECTOR.                                                                | Mgmt          | For           |
| S6     | APPROVAL TO APPOINT MR. RAM MOHAN RAO MYNAMPATI (RAM MYNAMPATI) AS DIRECTOR.                                              | Mgmt          | For           |
| S7     | APPROVAL FOR THE PAYMENT OF REMUNERATION TO PROF. KRISHNA G PALEPU, NON-EXECUTIVE DIRECTOR.                               | Mgmt          | For           |
| 08     | APPROVAL FOR THE INCREASE OF THE AUTHORISED                                                                               | Mgmt          | For           |

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

SHARE CAPITAL OF THE COMPANY AND THE ALTERATION  
OF THE MEMORANDUM OF ASSOCIATION.

|     |                                                                                                                                                                                        |      |     |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| O9  | APPROVAL FOR THE ISSUANCE AND ALLOTMENT OF BONUS SHARES BY THE COMPANY.                                                                                                                | Mgmt | For |
| S10 | APPROVAL TO ISSUE, OFFER AND ALLOT TO ANY ONE OR MORE OR ALL OF THE PERMANENT EMPLOYEES AND DIRECTORS RESTRICTED STOCK UNITS.                                                          | Mgmt | For |
| S11 | APPROVAL TO ISSUE, OFFER AND ALLOT TO ANY ONE OR MORE OR ALL OF THE PERMANENT EMPLOYEES AND DIRECTORS OF THE SUBSIDIARY COMPANIES WHETHER IN INDIA OR OVERSEAS RESTRICTED STOCK UNITS. | Mgmt | For |

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SEAGATE TECHNOLOGY

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Agen

Security: G7945J104  
Meeting Type: Annual  
Meeting Date: 26-Oct-2006  
Ticker: STX  
ISIN:

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| Prop.# | Proposal                                                                                                                       | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECT FRANK J. BIONDI, JR. AS A DIRECTOR.                                                                                      | Mgmt          | For           |
| 1B     | ELECT WILLIAM W. BRADLEY AS A DIRECTOR.                                                                                        | Mgmt          | For           |
| 1C     | ELECT MICHAEL R. CANNON AS A DIRECTOR.                                                                                         | Mgmt          | For           |
| 1D     | ELECT JAMES A. DAVIDSON AS A DIRECTOR.                                                                                         | Mgmt          | For           |
| 1E     | ELECT DONALD E. KIERNAN AS A DIRECTOR.                                                                                         | Mgmt          | For           |
| 1F     | ELECT STEPHEN J. LUCZO AS A DIRECTOR.                                                                                          | Mgmt          | For           |
| 1G     | ELECT DAVID F. MARQUARDT AS A DIRECTOR.                                                                                        | Mgmt          | For           |
| 1H     | ELECT LYDIA M. MARSHALL AS A DIRECTOR.                                                                                         | Mgmt          | For           |
| 1I     | ELECT C.S. PARK AS A DIRECTOR.                                                                                                 | Mgmt          | For           |
| 1J     | ELECT GREGORIO REYES AS A DIRECTOR.                                                                                            | Mgmt          | For           |
| 1K     | ELECT JOHN W. THOMPSON AS A DIRECTOR.                                                                                          | Mgmt          | For           |
| 1L     | ELECT WILLIAM D. WATKINS AS A DIRECTOR.                                                                                        | Mgmt          | For           |
| 02     | APPROVE AN INCREASE IN SHARES ELIGIBLE FOR ISSUANCE UNDER 2004 STOCK COMPENSATION PLAN IN THE AMOUNT OF 36 MILLION SHARES.     | Mgmt          | For           |
| 03     | APPROVE AN INCREASE IN THE ISSUABLE SHARES FOR PURCHASE UNDER EMPLOYEE STOCK PURCHASE PLAN IN THE AMOUNT OF 10 MILLION SHARES. | Mgmt          | For           |

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

|    |                                                                                                       |      |     |
|----|-------------------------------------------------------------------------------------------------------|------|-----|
| 04 | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>TO SERVE AS INDEPENDENT REGISTERED ACCOUNTING<br>FIRM. | Mgmt | For |
|----|-------------------------------------------------------------------------------------------------------|------|-----|

SEARS HOLDINGS CORPORATION

Agen

Security: 812350106  
Meeting Type: Annual  
Meeting Date: 04-May-2007  
Ticker: SHLD  
ISIN:

| Prop.# | Proposal                                                                                                                                                          | Proposal Type                                                | Proposal Vote                                                                        |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|--------------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>WILLIAM C. CROWLEY<br>EDWARD S. LAMPERT<br>AYLWIN B. LEWIS<br>STEVEN T. MNUCHIN<br>RICHARD C. PERRY<br>ANN N. REESE<br>EMILY SCOTT<br>THOMAS J. TISCH | 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 |
| 02     | APPROVE THE FIRST AMENDMENT TO THE SEARS HOLDINGS<br>CORPORATION UMBRELLA INCENTIVE PROGRAM                                                                       | Mgmt                                                         | No vote                                                                              |
| 03     | RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE<br>OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT<br>PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2007                 | Mgmt                                                         | No vote                                                                              |

SIMON PROPERTY GROUP, INC.

Agen

Security: 828806109  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: SPG  
ISIN:

| Prop.# | Proposal                                                                                                                                                      | Proposal Type                                        | Proposal Vote                                 |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>BIRCH BAYH<br>MELVYN E. BERGSTEIN<br>LINDA WALKER BYNOE<br>KAREN N. HORN<br>REUBEN S. LEIBOWITZ<br>J. ALBERT SMITH, JR.<br>PIETER S. VAN DEN BERG | 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

|    |                                                                                                                        |      |         |
|----|------------------------------------------------------------------------------------------------------------------------|------|---------|
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007.  | Mgmt | For     |
| 03 | TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL<br>TO LINK PAY TO PERFORMANCE.                                          | Shr  | Against |
| 04 | TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL<br>REGARDING AN ADVISORY STOCKHOLDER VOTE ON EXECUTIVE<br>COMPENSATION. | Shr  | Against |
| 05 | TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL<br>REGARDING STOCKHOLDER APPROVAL OF FUTURE SEVERANCE<br>AGREEMENTS.    | Shr  | For     |

SIRIUS SATELLITE RADIO INC.

Agen

Security: 82966U103  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: SIRI  
ISIN:

| Prop.# | Proposal                                                                                                                                                                     | Proposal<br>Type                                             | Proposal Vote                                        |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>LEON D. BLACK<br>JOSEPH P. CLAYTON<br>LAWRENCE F. GILBERTI<br>JAMES P. HOLDEN<br>MEL KARMAZIN<br>WARREN N. LIEBERFARB<br>MICHAEL J. MCGUINESS<br>JAMES F. MOONEY | 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 APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE COMPANY S REGISTERED PUBLIC ACCOUNTANTS<br>FOR 2007.                                                                | Mgmt                                                         | For                                                  |

STARBUCKS CORPORATION

Agen

Security: 855244109  
Meeting Type: Annual  
Meeting Date: 21-Mar-2007  
Ticker: SBUX  
ISIN:

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

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

|    |                                                                                                                                                                                                                                  |                                                                                              |                                                                                  |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01 | DIRECTOR<br>HOWARD SCHULTZ<br>BARBARA BASS<br>HOWARD P. BEHAR<br>WILLIAM W. BRADLEY<br>JAMES L. DONALD<br>MELLODY HOBSON<br>OLDEN LEE<br>JAMES G. SHENNAN, JR.<br>JAVIER G. TERUEL<br>MYRON E. ULLMAN, III<br>CRAIG E. WEATHERUP | 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 | COMPANY PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE COMPANY S EXECUTIVE MANAGEMENT BONUS PLAN.                                                                                                                                 | Mgmt                                                                                         | For                                                                              |
| 03 | COMPANY PROPOSAL TO RATIFY THE SELECTION OF DELOITTE AND TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2007.                                                | Mgmt                                                                                         | For                                                                              |

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STARWOOD HOTELS & RESORTS WORLDWIDE,

Agen

-----  
Security: 85590A401  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: HOT  
ISIN:  
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| Prop.# | Proposal                                                                                                                                                          | Proposal Type                                                                | Proposal Vote                                                      |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>DUNCAN<br>ARON<br>BARSHEFSKY<br>CHAPUS<br>GALBREATH<br>HIPPEAU<br>QUAZZO<br>RYDER<br>YOUNGBLOOD                                                       | 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 ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt                                                                         | For                                                                |
| 03     | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE COMPANY S CHARTER.                                                                                                | Mgmt                                                                         | For                                                                |

-----  
STEIN MART, INC.

Agen

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

Security: 858375108  
Meeting Type: Annual  
Meeting Date: 12-Jun-2007  
Ticker: SMRT  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                  | Proposal Type                                                        | Proposal Vote                                               |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>ALVIN R. CARPENTER<br>L. MCFARLAND FARTHING<br>MICHAEL D. FISHER<br>MITCHELL W. LEGLER<br>RICHARD L. SISISKY<br>JAY STEIN<br>MARTIN E. STEIN, JR.<br>J. WAYNE WEAVER<br>JOHN H. WILLIAMS, JR. | 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 APPROVE AN INCREASE IN THE NUMBER OF SHARES ELIGIBLE FOR ISSUANCE UNDER THE STEIN MART 2001 OMNIBUS PLAN BY 3,000,000 SHARES.                                                                          | Mgmt                                                                 | Against                                                     |

STMICROELECTRONICS N.V.

Agen

Security: 861012102  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: STM  
ISIN:

| Prop.# | Proposal                                                                                                                | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO ADOPT OUR STATUTORY ANNUAL ACCOUNTS FOR THE 2006 FINANCIAL YEAR, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt          | For           |
| 02     | TO DISTRIBUTE A DIVIDEND IN CASH OF US \$0.30 PER ORDINARY SHARE, IN LINE WITH OUR DIVIDEND POLICY AS COMMUNICATED.     | Mgmt          | For           |
| 03     | TO DISCHARGE THE SOLE MEMBER OF OUR MANAGING BOARD FOR HIS MANAGEMENT DURING THE 2006 FINANCIAL YEAR.                   | Mgmt          | For           |
| 04     | TO DISCHARGE THE MEMBERS OF OUR SUPERVISORY BOARD FOR THEIR SUPERVISION DURING THE 2006 FINANCIAL YEAR.                 | Mgmt          | For           |
| 5A     | TO APPOINT MR. ALESSANDRO OVI AS A MEMBER OF OUR SUPERVISORY BOARD FOR A THREE-YEAR TERM EFFECTIVE AS OF OUR 2007 AGM.  | Mgmt          | For           |

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

|    |                                                                                                                                                                    |      |         |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 5B | TO APPOINT MR. RAY BINGHAM AS A MEMBER OF OUR SUPERVISORY BOARD FOR A THREE-YEAR TERM EFFECTIVE AS OF OUR 2007 AGM.                                                | Mgmt | For     |
| 06 | TO APPROVE THE MODIFICATION TO THE THREE YEAR STOCK-BASED COMPENSATION PLAN.                                                                                       | Mgmt | For     |
| 07 | TO APPROVE THE DELEGATION TO OUR SUPERVISORY BOARD OF THE POWER TO GRANT MR. C. BOZOTTI UP TO A MAXIMUM NUMBER OF 100,000 ORDINARY SHARES.                         | Mgmt | For     |
| 08 | TO DESIGNATE OUR SUPERVISORY BOARD AS THE CORPORATE BODY AUTHORIZED TO RESOLVE UPON ISSUANCE OF ANY NUMBER OF SHARES AS COMPRISED IN THE AUTHORIZED SHARE CAPITAL. | Mgmt | Against |
| 09 | TO AUTHORIZE OUR MANAGING BOARD TO ACQUIRE FOR A CONSIDERATION ON A STOCK EXCHANGE.                                                                                | Mgmt | Against |
| 10 | TO AMEND OUR ARTICLES OF ASSOCIATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.                                                                          | Mgmt | For     |

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 STRYKER CORPORATION

Agen-----

Security: 863667101  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2007  
 Ticker: SYK  
 ISIN:

| Prop.# | Proposal                                                                                                                                                                              | Proposal Type                                                | Proposal Vote                                        |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>JOHN W. BROWN<br>HOWARD E. COX, JR.<br>DONALD M. ENGELMAN<br>JEROME H. GROSSMAN<br>LOUISE L. FRANCESCONI<br>STEPHEN P. MACMILLAN<br>WILLIAM U. PARFET<br>RONDA E. STRYKER | 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 EXECUTIVE BONUS PLAN.                                                                                                                                                 | Mgmt                                                         | Against                                              |
| 03     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR 2007.                                                                                                | Mgmt                                                         | For                                                  |
| 04     | SHAREHOLDER PROPOSAL REGARDING GRANTING OF PERFORMANCE-VESTINGSHr SHARES TO SENIOR EXECUTIVES.                                                                                        |                                                              | For                                                  |

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 SUNOCO, INC.

Agen-----

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

Security: 86764P109  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: SUN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                             | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>R.J. DARNALL<br>J.G. DROSDICK<br>U.O. FAIRBAIRN<br>T.P. GERRITY<br>R.B. GRECO<br>J.P. JONES, III<br>J.G. KAISER<br>R.A. PEW<br>G.J. RATCLIFFE<br>J.W. ROWE<br>J.K. WULFF | 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 THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR 2007.                                                    | Mgmt                                                                                 | For                                                                       |

SUPERVALU INC.

Agen

Security: 868536103  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: SVU  
ISIN:

| Prop.# | Proposal                                                                                | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: A.GARY AMES                                                       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: CHARLES M. LILLIS                                                 | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: JEFFREY NODDLE                                                    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: STEVEN S. ROGERS                                                  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: WAYNE C. SALES                                                    | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: KATHI P. SEIFERT                                                  | Mgmt          | For           |
| 02     | APPROVAL OF THE SUPERVALU INC. 2007 STOCK PLAN                                          | Mgmt          | For           |
| 03     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTANTS | Mgmt          | For           |
| 04     | TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL                                          | Shr           | Against       |

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

AS DESCRIBED IN THE ATTACHED PROXY STATEMENT

|    |                                                                            |      |         |
|----|----------------------------------------------------------------------------|------|---------|
| 05 | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY<br>COME BEFORE THE MEETING | Mgmt | Against |
|----|----------------------------------------------------------------------------|------|---------|

-----  
SYMANTEC CORPORATION

Agen

Security: 871503108  
Meeting Type: Annual  
Meeting Date: 13-Sep-2006  
Ticker: SYMC  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                       | Proposal<br>Type                                                     | Proposal Vote                                               |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>MICHAEL BROWN<br>WILLIAM T. COLEMAN<br>DAVID L. MAHONEY<br>ROBERT S. MILLER<br>GEORGE REYES<br>DAVID ROUX<br>DANIEL H. SCHULMAN<br>JOHN W. THOMPSON<br>V. PAUL UNRUH                                                                                                                                                               | 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 APPROVE THE AMENDMENT AND RESTATEMENT OF<br>THE 2004 EQUITY INCENTIVE PLAN, INCLUDING AN<br>INCREASE OF 40,000,000 IN THE NUMBER OF SHARES<br>RESERVED FOR ISSUANCE UNDER THE PLAN, THE MODIFICATION<br>OF THE SHARE POOL AVAILABLE UNDER THE PLAN<br>TO REFLECT A RATIO-BASED POOL, ALL AS MORE<br>FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt                                                                 | For                                                         |
| 03     | TO RATIFY THE SELECTION OF KPMG LLP AS SYMANTEC<br>S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE 2007 FISCAL YEAR.                                                                                                                                                                                                                | Mgmt                                                                 | For                                                         |

-----  
SYNOVUS FINANCIAL CORP.

Agen

Security: 87161C105  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: SNV  
ISIN:

| Prop.# | Proposal                   | Proposal<br>Type | Proposal Vote |
|--------|----------------------------|------------------|---------------|
| 01     | DIRECTOR<br>DANIEL P. AMOS | Mgmt             | No vote       |

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

|    |                                                                                         |      |         |
|----|-----------------------------------------------------------------------------------------|------|---------|
|    | RICHARD E. ANTHONY                                                                      | Mgmt | No vote |
|    | JAMES H. BLANCHARD                                                                      | Mgmt | No vote |
|    | RICHARD Y. BRADLEY                                                                      | Mgmt | No vote |
|    | FRANK W. BRUMLEY                                                                        | Mgmt | No vote |
|    | ELIZABETH W. CAMP                                                                       | Mgmt | No vote |
|    | GARDINER W. GARRARD, JR                                                                 | Mgmt | No vote |
|    | T. MICHAEL GOODRICH                                                                     | Mgmt | No vote |
|    | FREDERICK L. GREEN, III                                                                 | Mgmt | No vote |
|    | V. NATHANIEL HANSFORD                                                                   | Mgmt | No vote |
|    | ALFRED W. JONES, III                                                                    | Mgmt | No vote |
|    | MASON H. LAMPTON                                                                        | Mgmt | No vote |
|    | ELIZABETH C. OGIE                                                                       | Mgmt | No vote |
|    | H. LYNN PAGE                                                                            | Mgmt | No vote |
|    | J. NEAL PURCELL                                                                         | Mgmt | No vote |
|    | MELVIN T. STITH                                                                         | Mgmt | No vote |
|    | WILLIAM B. TURNER, JR.                                                                  | Mgmt | No vote |
|    | JAMES D. YANCEY                                                                         | Mgmt | No vote |
| 02 | TO APPROVE THE SYNOVUS FINANCIAL CORP. 2007 OMNIBUS PLAN.                               | Mgmt | No vote |
| 03 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS SYNOVUS INDEPENDENT AUDITOR FOR THE YEAR 2007. | Mgmt | No vote |
| 04 | TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING DIRECTOR ELECTION BY MAJORITY VOTE.        | Shr  | No vote |

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

Agen

-----  
Security: 74144T108  
Meeting Type: Annual  
Meeting Date: 12-Apr-2007  
Ticker: TROW  
ISIN:  
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| Prop.# | Proposal                                                                                                                                                                                                     | Proposal Type                                                        | Proposal Vote                                               |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------|
| 01     | DIRECTOR<br>EDWARD C. BERNARD<br>JAMES T. BRADY<br>J. ALFRED BROADDUS, JR.<br>DONALD B. HEBB, JR.<br>JAMES A.C. KENNEDY<br>BRIAN C. ROGERS<br>DR. ALFRED SOMMER<br>DWIGHT S. TAYLOR<br>ANNE MARIE WHITTEMORE | 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 OF THE 2007 NON-EMPLOYEE DIRECTOR EQUITY PLAN.                                                                                                                                                      | Mgmt                                                                 | Against                                                     |
| 03     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS PRICE GROUP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                         | Mgmt                                                                 | For                                                         |
| 04     | IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED                                                                                                                                                              | Mgmt                                                                 | For                                                         |

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

TO VOTE UPON SUCH OTHER BUSINESS AND FURTHER  
BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING  
OR ANY ADJOURNMENTS AND POSTPONEMENTS THEREOF.

-----  
TEMPLE-INLAND INC.

Agem

Security: 879868107  
Meeting Type: Annual  
Meeting Date: 04-May-2007  
Ticker: TIN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                    | Proposal Type                | Proposal Vote                            |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|------------------------------------------|
| 01     | DIRECTOR<br>DONALD M. CARLTON<br>E. LINN DRAPER, JR.<br>KENNETH M. JASTROW, II<br>JAMES A. JOHNSON                                                                                                                          | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote<br>No vote |
| 02     | TO AMEND ARTICLE III, SECTION 2 OF OUR BY-LAWS<br>TO PROVIDE THAT DIRECTORS WILL BE ELECTED BY<br>THE MAJORITY VOTE OF OUR STOCKHOLDERS.                                                                                    | Mgmt                         | No vote                                  |
| 03     | TO AMEND ARTICLE V OF OUR CERTIFICATE OF INCORPORATION<br>TO ELIMINATE CERTAIN SUPERMAJORITY VOTE REQUIREMENTS.                                                                                                             | Mgmt                         | No vote                                  |
| 04     | TO AMEND ARTICLE VI, SECTION 3 OF OUR CERTIFICATE<br>OF INCORPORATION TO PROVIDE THAT DIRECTORS<br>APPOINTED TO FILL VACANCIES OR NEWLY CREATED<br>DIRECTORSHIPS WILL BE SUBJECT TO ELECTION AT<br>THE NEXT ANNUAL MEETING. | Mgmt                         | No vote                                  |
| 05     | TO RATIFY THE AUDIT COMMITTEE S APPOINTMENT<br>OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE YEAR 2007.                                                                                  | Mgmt                         | No vote                                  |

-----  
TERADYNE, INC.

Agem

Security: 880770102  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: TER  
ISIN:

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote      |
|--------|-----------------------------------------------|---------------|--------------------|
| 01     | DIRECTOR<br>EDWIN J. GILLIS<br>PAUL J. TUFANO | Mgmt<br>Mgmt  | No vote<br>No vote |

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

|    |                                                                                                                                                                                          |      |         |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | PATRICIA S. WOLPERT                                                                                                                                                                      | Mgmt | No vote |
| 02 | TO APPROVE AN AMENDMENT TO THE 1996 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED PURSUANT TO THE PLAN BY 5,000,000 SHARES. | Mgmt | No vote |
| 03 | TO APPROVE AN AMENDMENT TO THE AMENDED AND RESTATED BY-LAWS TO ADOPT MAJORITY VOTING IN UNCONTESTED DIRECTOR ELECTIONS.                                                                  | Mgmt | No vote |
| 04 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.                                                              | Mgmt | No vote |

TESSERA TECHNOLOGIES, INC.

Agen

Security: 88164L100  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: TSRA  
ISIN:

| Prop.# | Proposal                                                                                                                                                                         | Proposal Type                                        | Proposal Vote                                 |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-----------------------------------------------|
| 01     | DIRECTOR<br>ROBERT J. BOEHLKE<br>JOHN B. GOODRICH<br>AL S. JOSEPH, PH.D.<br>B.M. MCWILLIAMS, PH.D.<br>DAVID C. NAGEL, PH.D.<br>HENRY R. NOTHHAFT<br>ROBERT A. YOUNG, PH.D.       | 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     | APPROVAL OF THE COMPANY S 2007 PERFORMANCE BONUS PLAN FOR EXECUTIVE OFFICERS AND KEY EMPLOYEES.                                                                                  | Mgmt                                                 | For                                           |
| 03     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt                                                 | For                                           |

TEXTRON INC.

Agen

Security: 883203101  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: TXT  
ISIN:

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

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

|    |                                                            | Type |         |
|----|------------------------------------------------------------|------|---------|
| 01 | ELECTION OF DIRECTOR: KATHLEEN M. BADER                    | Mgmt | For     |
| 02 | ELECTION OF DIRECTOR: R. KERRY CLARK                       | Mgmt | For     |
| 03 | ELECTION OF DIRECTOR: IVOR J. EVANS                        | Mgmt | For     |
| 04 | ELECTION OF DIRECTOR: LORD POWELL OF BAYSWATER<br>KCMG     | Mgmt | For     |
| 05 | ELECTION OF DIRECTOR: JAMES L. ZIEMER                      | Mgmt | For     |
| 06 | TEXTRON INC. SHORT-TERM INCENTIVE PLAN                     | Mgmt | Against |
| 07 | TEXTRON INC. 2007 LONG-TERM INCENTIVE PLAN                 | Mgmt | Against |
| 08 | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS        | Mgmt | For     |
| 09 | SHAREHOLDER PROPOSAL RELATING TO FOREIGN MILITARY<br>SALES | Shr  | Against |

-----  
THE BANK OF NEW YORK COMPANY, INC.

Agen

-----  
Security: 064057102  
Meeting Type: Annual  
Meeting Date: 10-Apr-2007  
Ticker: BK  
ISIN:  
-----

| Prop.# | Proposal                                                        | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                        |               |               |
|        | MR. BIONDI                                                      | Mgmt          | For           |
|        | MR. DONOFRIO                                                    | Mgmt          | For           |
|        | MR. HASSELL                                                     | Mgmt          | For           |
|        | MR. KOGAN                                                       | Mgmt          | For           |
|        | MR. KOWALSKI                                                    | Mgmt          | For           |
|        | MR. LUKE                                                        | Mgmt          | For           |
|        | MS. REIN                                                        | Mgmt          | For           |
|        | MR. RENYI                                                       | Mgmt          | For           |
|        | MR. RICHARDSON                                                  | Mgmt          | For           |
|        | MR. SCOTT                                                       | Mgmt          | For           |
|        | MR. VAUGHAN                                                     | Mgmt          | For           |
| 02     | A VOTE FOR RATIFICATION OF AUDITORS                             | Mgmt          | For           |
| 03     | SHAREHOLDER PROPOSAL WITH RESPECT TO SIMPLE<br>MAJORITY VOTING  | Shr           | For           |
| 04     | SHAREHOLDER PROPOSAL WITH RESPECT TO CUMULATIVE<br>VOTING.      | Shr           | Against       |
| 05     | SHAREHOLDER PROPOSAL WITH RESPECT TO EXECUTIVE<br>COMPENSATION. | Shr           | Against       |

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

-----  
THE BANK OF NEW YORK COMPANY, INC.

Agen-----

Security: 064057102  
Meeting Type: Special  
Meeting Date: 24-May-2007  
Ticker: BK  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                                                  | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | TO ADOPT THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF 12/3/06, AMENDED AND RESTATED AS OF 2/23/07, AND FURTHER AMENDED AND RESTATED AS OF 3/30/07, BY AND BETWEEN MELLON FINANCIAL CORPORATION, THE BANK OF NEW YORK COMPANY, INC. AND THE BANK OF NEW YORK MELLON CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt          | For           |
| 02     | TO APPROVE A PROVISION IN THE CERTIFICATE OF INCORPORATION OF NEWCO REQUIRING THE AFFIRMATIVE VOTE OF THE HOLDERS OF AT LEAST 75 PERCENT OF THE OUTSTANDING VOTING SHARES OF NEWCO FOR DIRECT SHAREHOLDER AMENDMENT OF ARTICLE V OF THE BY-LAWS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.                                                      | Mgmt          | For           |
| 03     | TO APPROVE THE NUMBER OF AUTHORIZED SHARES OF NEWCO CAPITAL STOCK AS SET FORTH IN NEWCO S CERTIFICATE OF INCORPORATION.                                                                                                                                                                                                                                   | Mgmt          | For           |
| 04     | TO ADJOURN THE BANK OF NEW YORK SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES.                                                                                                                                                                                                                                    | Mgmt          | For           |

-----  
THE CHARLES SCHWAB CORPORATION

Agen-----

Security: 808513105  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: SCHW  
ISIN:

| Prop.# | Proposal                | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 01     | DIRECTOR                |               |               |
|        | WILLIAM F. ALDINGER III | Mgmt          | For           |
|        | DONALD G. FISHER        | Mgmt          | For           |
|        | PAULA A. SNEED          | Mgmt          | For           |

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

|    |                                                                       |      |         |
|----|-----------------------------------------------------------------------|------|---------|
| 02 | APPROVAL OF EMPLOYEE STOCK PURCHASE PLAN                              | Mgmt | For     |
| 03 | APPROVAL OF AMENDMENTS TO 2004 STOCK INCENTIVE PLAN                   | Mgmt | For     |
| 04 | STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS                | Shr  | Against |
| 05 | STOCKHOLDER PROPOSAL TO REQUIRE A BYLAW AMENDMENT FOR MAJORITY VOTING | Shr  | For     |

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THE COCA-COLA COMPANY

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Agen

Security: 191216100  
Meeting Type: Consent  
Meeting Date: 09-Feb-2007  
Ticker: KO  
ISIN:

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| Prop.# | Proposal                                                                                        | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | I WOULD LIKE TO OPT OUT OF RECEIVING THE COCA-COLA COMPANY S SUMMARY ANNUAL REPORT IN THE MAIL. | Mgmt          | No vote       |

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THE COCA-COLA COMPANY

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Agen

Security: 191216100  
Meeting Type: Annual  
Meeting Date: 18-Apr-2007  
Ticker: KO  
ISIN:

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| 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: CATHLEEN P. BLACK     | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: BARRY DILLER          | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: E. NEVILLE ISDELL     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: DONALD R. KEOUGH      | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: DONALD F. MCHENRY     | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: SAM NUNN              | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: JAMES D. ROBINSON III | Mgmt          | For           |

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

|    |                                                                                        |      |         |
|----|----------------------------------------------------------------------------------------|------|---------|
| 1J | ELECTION OF DIRECTOR: PETER V. UEBERROTH                                               | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: JAMES B. WILLIAMS                                                | Mgmt | For     |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT AUDITORS        | Mgmt | For     |
| 03 | APPROVAL OF THE PERFORMANCE INCENTIVE PLAN OF<br>THE COCA-COLA COMPANY                 | Mgmt | Against |
| 04 | SHAREOWNER PROPOSAL REGARDING MANAGEMENT COMPENSATION                                  | Shr  | Against |
| 05 | SHAREOWNER PROPOSAL REGARDING AN ADVISORY VOTE<br>ON THE COMPENSATION COMMITTEE REPORT | Shr  | Against |
| 06 | SHAREOWNER PROPOSAL REGARDING CHEMICAL AND BIOLOGICAL<br>TESTING                       | Shr  | Against |
| 07 | SHAREOWNER PROPOSAL REGARDING STUDY AND REPORT<br>ON EXTRACTION OF WATER IN INDIA      | Shr  | Against |
| 08 | SHAREOWNER PROPOSAL REGARDING RESTRICTED STOCK                                         | Shr  | For     |

-----  
THE COOPER COMPANIES, INC.

Agen

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Security: 216648402  
Meeting Type: Annual  
Meeting Date: 20-Mar-2007  
Ticker: COO  
ISIN:  
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| Prop.# | Proposal                                                                                                                                                                          | Proposal<br>Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|---------------|
| 01     | DIRECTOR                                                                                                                                                                          |                  |               |
|        | A. THOMAS BENDER                                                                                                                                                                  | Mgmt             | For           |
|        | JOHN D. FRUTH                                                                                                                                                                     | Mgmt             | For           |
|        | MICHAEL H. KALKSTEIN                                                                                                                                                              | Mgmt             | For           |
|        | JODY LINDELL                                                                                                                                                                      | Mgmt             | For           |
|        | MOSES MARX                                                                                                                                                                        | Mgmt             | For           |
|        | DONALD PRESS                                                                                                                                                                      | Mgmt             | For           |
|        | STEVEN ROSENBERG                                                                                                                                                                  | Mgmt             | For           |
|        | A.E. RUBENSTEIN, M.D.                                                                                                                                                             | Mgmt             | For           |
|        | ROBERT S. WEISS                                                                                                                                                                   | Mgmt             | For           |
|        | STANLEY ZINBERG, M.D.                                                                                                                                                             | Mgmt             | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP<br>AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE COOPER COMPANIES, INC. FOR THE<br>FISCAL YEAR ENDING OCTOBER 31, 2007. | Mgmt             | For           |
| 03     | APPROVAL OF THE 2007 LONG-TERM INCENTIVE PLAN.                                                                                                                                    | Mgmt             | For           |

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

THE DOW CHEMICAL COMPANY

Agen

Security: 260543103  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: DOW  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                       | Proposal Type                                                                                | Proposal Vote                                                                    |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| 01     | DIRECTOR<br>ARNOLD A. ALLEMANG<br>JACQUELINE K. BARTON<br>JAMES A. BELL<br>JEFF M. FETTIG<br>BARBARA H. FRANKLIN<br>JOHN B. HESS<br>ANDREW N. LIVERIS<br>GEOFFERY E. MERSZEI<br>WITHDRAWN<br>JAMES M. RINGLER<br>RUTH G. SHAW<br>PAUL G. STERN | 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 THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.                                                                                                                                                          | Mgmt                                                                                         | For                                                                              |
| 03     | AMENDMENT OF THE RESTATED CERTIFICATE OF INCORPORATION.                                                                                                                                                                                        | Mgmt                                                                                         | For                                                                              |
| 04     | STOCKHOLDER PROPOSAL ON BHOPAL.                                                                                                                                                                                                                | Shr                                                                                          | Against                                                                          |
| 05     | STOCKHOLDER PROPOSAL ON GENETICALLY ENGINEERED SEED.                                                                                                                                                                                           | Shr                                                                                          | Against                                                                          |
| 06     | STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REMEDIATION IN THE MIDLAND AREA.                                                                                                                                                                         | Shr                                                                                          | Against                                                                          |
| 07     | STOCKHOLDER PROPOSAL ON CHEMICALS WITH LINKS TO RESPIRATORY PROBLEMS.                                                                                                                                                                          | Shr                                                                                          | Against                                                                          |

THE GOLDMAN SACHS GROUP, INC.

Agen

Security: 38141G104  
Meeting Type: Annual  
Meeting Date: 11-Apr-2007  
Ticker: GS  
ISIN:

| Prop.# | Proposal                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: LORD BROWNE OF MADINGLEY | Mgmt          | For           |

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

|    |                                                                                                                    |      |         |
|----|--------------------------------------------------------------------------------------------------------------------|------|---------|
| 1C | ELECTION OF DIRECTOR: JOHN H. BRYAN                                                                                | Mgmt | For     |
| 1D | ELECTION OF DIRECTOR: GARY D. COHN                                                                                 | Mgmt | For     |
| 1E | ELECTION OF DIRECTOR: CLAES DAHLBACK                                                                               | Mgmt | For     |
| 1F | ELECTION OF DIRECTOR: STEPHEN FRIEDMAN                                                                             | Mgmt | For     |
| 1G | ELECTION OF DIRECTOR: WILLIAM W. GEORGE                                                                            | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: RAJAT K. GUPTA                                                                               | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: JAMES A. JOHNSON                                                                             | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: LOIS D. JULIBER                                                                              | Mgmt | For     |
| 1K | ELECTION OF DIRECTOR: EDWARD M. LIDDY                                                                              | Mgmt | For     |
| 1L | ELECTION OF DIRECTOR: RUTH J. SIMMONS                                                                              | Mgmt | For     |
| 1M | ELECTION OF DIRECTOR: JON WINKELRIED                                                                               | Mgmt | For     |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR 2007 FISCAL YEAR | Mgmt | For     |
| 03 | SHAREHOLDER PROPOSAL REGARDING A CHARITABLE CONTRIBUTIONS REPORT                                                   | Shr  | Against |
| 04 | SHAREHOLDER PROPOSAL REGARDING A SUSTAINABILITY REPORT                                                             | Shr  | Against |
| 05 | SHAREHOLDER PROPOSAL REGARDING STOCK OPTIONS                                                                       | Shr  | Against |

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THE HERSHEY COMPANY

Agen-----

Security: 427866108  
Meeting Type: Annual  
Meeting Date: 17-Apr-2007  
Ticker: HSY  
ISIN:

| Prop.# | Proposal        | Proposal Type | Proposal Vote |
|--------|-----------------|---------------|---------------|
| 01     | DIRECTOR        |               |               |
|        | J.A. BOSCIA     | Mgmt          | For           |
|        | R.H. CAMPBELL   | Mgmt          | For           |
|        | R.F. CAVANAUGH  | Mgmt          | For           |
|        | G.P. COUGHLAN   | Mgmt          | For           |
|        | H. EDELMAN      | Mgmt          | For           |
|        | B.G. HILL       | Mgmt          | For           |
|        | A.F. KELLY, JR. | Mgmt          | For           |
|        | R.H. LENNY      | Mgmt          | For           |
|        | M.J. MCDONALD   | Mgmt          | For           |
|        | M.J. TOULANTIS  | Mgmt          | For           |

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

|    |                                                                     |      |         |
|----|---------------------------------------------------------------------|------|---------|
| 02 | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007.    | Mgmt | For     |
| 03 | APPROVE THE HERSHEY COMPANY EQUITY AND INCENTIVE COMPENSATION PLAN. | Mgmt | Against |

-----  
THE MEN'S WEARHOUSE, INC.

Agen-----

Security: 587118100  
Meeting Type: Annual  
Meeting Date: 13-Jun-2007  
Ticker: MW  
ISIN:

| Prop.# | Proposal                                                                                                                                                                      | Proposal Type                                                | Proposal Vote                                        |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------|
| 01     | DIRECTOR<br>GEORGE ZIMMER<br>DAVID H. EDWAB<br>RINALDO S. BRUTO<br>MICHAEL L. RAY, PH.D.<br>SHELDON I. STEIN<br>DEEPAK CHOPRA, M.D.<br>WILLIAM B. SECHREST<br>LARRY R. KATZEN | 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 |

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THE PROCTER & GAMBLE COMPANY

Agen-----

Security: 742718109  
Meeting Type: Annual  
Meeting Date: 10-Oct-2006  
Ticker: PG  
ISIN:

| Prop.# | Proposal                                                                                                            | Proposal Type                        | Proposal Vote                   |
|--------|---------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>NORMAN R. AUGUSTINE<br>A.G. LAFLEY<br>JOHNATHAN A. RODGERS<br>JOHN F. SMITH, JR.<br>MARGARET C. WHITMAN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | APPROVE AMENDMENT TO THE CODE OF REGULATIONS TO DECREASE THE AUTHORIZED NUMBER OF DIRECTORS ON THE BOARD            | Mgmt                                 | For                             |
| 03     | RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM                                             | Mgmt                                 | For                             |

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

|    |                                                                                                                                          |      |         |
|----|------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 04 | REAPPROVE AND AMEND THE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE PROCTER & GAMBLE 2001 STOCK AND INCENTIVE COMPENSATION PLAN | Mgmt | For     |
| 05 | SHAREHOLDER PROPOSAL - AWARD NO FUTURE STOCK OPTIONS                                                                                     | Shr  | Against |

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THE PROGRESSIVE CORPORATION

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Agen

Security: 743315103  
Meeting Type: Annual  
Meeting Date: 20-Apr-2007  
Ticker: PGR  
ISIN:

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| Prop.# | Proposal                                                                                                                                                      | Proposal Type                        | Proposal Vote                   |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>ABBY F. KOHNSTAMM<br>PETER B. LEWIS<br>P.H. NETTLES, PH.D.<br>GLENN M. RENWICK<br>DONALD B. SHACKELFORD                                           | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | PROPOSAL TO APPROVE THE PROGRESSIVE CORPORATION 2007 EXECUTIVE BONUS PLAN.                                                                                    | Mgmt                                 | Against                         |
| 03     | PROPOSAL TO APPROVE AN AMENDMENT TO THE PROGRESSIVE CORPORATION 2003 INCENTIVE PLAN TO MODIFY THE DEFINITION OF THE TERM PERFORMANCE GOALS SET FORTH THEREIN. | Mgmt                                 | Against                         |
| 04     | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2007.           | Mgmt                                 | For                             |

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THE STANLEY WORKS

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Agen

Security: 854616109  
Meeting Type: Annual  
Meeting Date: 25-Apr-2007  
Ticker: SWK  
ISIN:

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| Prop.# | Proposal                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>JOHN G. BREEN<br>VIRGIS W. COLBERT | Mgmt<br>Mgmt  | For<br>For    |

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

|    |                                                                                                                                                                        |      |     |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
|    | JOHN F. LUNDGREN                                                                                                                                                       | Mgmt | For |
| 02 | TO APPROVE ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR 2007.                                                                                                | Mgmt | For |
| 03 | TO VOTE ON A SHAREHOLDER PROPOSAL URGING THE BOARD OF DIRECTORS TO TAKE THE NECESSARY STEPS TO REQUIRE THAT ALL MEMBERS OF THE BOARD OF DIRECTORS BE ELECTED ANNUALLY. | Shr  | For |

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THE TJX COMPANIES, INC.

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Agen

Security: 872540109  
Meeting Type: Annual  
Meeting Date: 05-Jun-2007  
Ticker: TJX  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                                  | Proposal Type                                                                | Proposal Vote                                                      |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>DAVID A. BRANDON<br>BERNARD CAMMARATA<br>DAVID T. CHING<br>MICHAEL F. HINES<br>AMY B. LANE<br>CAROL MEYROWITZ<br>JOHN F. O'BRIEN<br>ROBERT F. SHAPIRO<br>WILLOW B. SHIRE<br>FLETCHER H. WILEY | 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     | APPROVAL OF MATERIAL TERMS OF EXECUTIVE OFFICER PERFORMANCE GOALS.                                                                                                                                        | Mgmt                                                                         | Against                                                            |
| 03     | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP.                                                                                                                                                | Mgmt                                                                         | For                                                                |
| 04     | SHAREHOLDER PROPOSAL REGARDING ELECTION OF DIRECTORS BY MAJORITY VOTE.                                                                                                                                    | Shr                                                                          | Against                                                            |

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THE TRAVELERS COMPANIES, INC.

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Agen

Security: 89417E109  
Meeting Type: Annual  
Meeting Date: 01-May-2007  
Ticker: TRV  
ISIN:

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

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

|    |                                                                                                                                                                                                                                                                                           |                                                                                                              |                                                                                                |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| 01 | DIRECTOR<br>ALAN L. BELLER<br>JOHN H. DASBURG<br>JANET M. DOLAN<br>KENNETH M. DUBERSTEIN<br>JAY S. FISHMAN<br>LAWRENCE G. GRAEV<br>PATRICIA L. HIGGINS<br>THOMAS R. HODGSON<br>C.L. KILLINGSWORTH, JR.<br>ROBERT I. LIPP<br>BLYTHE J. MCGARVIE<br>GLEN D. NELSON, MD<br>LAURIE J. THOMSEN | 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 |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS TRAVELERS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                                                                                                         | Mgmt                                                                                                         | For                                                                                            |
| 03 | PROPOSAL TO APPROVE AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF DIRECTORS.                                                                                                                                                               | Mgmt                                                                                                         | Against                                                                                        |

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THE WALT DISNEY COMPANY

Agen

Security: 254687106  
Meeting Type: Annual  
Meeting Date: 08-Mar-2007  
Ticker: DIS  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                         | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>JOHN E. BRYSON<br>JOHN S. CHEN<br>JUDITH L. ESTRIN<br>ROBERT A. IGER<br>STEVEN P. JOBS<br>FRED H. LANGHAMMER<br>AYLWIN B. LEWIS<br>MONICA C. LOZANO<br>ROBERT W. MATSCHULLAT<br>JOHN E. PEPPER, JR.<br>ORIN C. SMITH | 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 PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S REGISTERED PUBLIC ACCOUNTANTS FOR 2007.                                                                                                                 | Mgmt                                                                                 | For                                                                       |
| 03     | TO APPROVE THE AMENDMENTS TO THE AMENDED AND RESTATED 2005 STOCK INCENTIVE PLAN.                                                                                                                                                 | Mgmt                                                                                 | For                                                                       |
| 04     | TO APPROVE THE TERMS OF THE AMENDED AND RESTATED 2002 EXECUTIVE PERFORMANCE PLAN.                                                                                                                                                | Mgmt                                                                                 | For                                                                       |

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

|    |                                                                                               |     |         |
|----|-----------------------------------------------------------------------------------------------|-----|---------|
| 05 | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO GREENMAIL.                                    | Shr | Against |
| 06 | TO APPROVE THE SHAREHOLDER PROPOSAL TO AMEND THE BYLAWS RELATING TO STOCKHOLDER RIGHTS PLANS. | Shr | Against |

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THE WILLIAMS COMPANIES, INC.

Agen-----

Security: 969457100  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: WMB  
ISIN:

| Prop.# | Proposal                                                                    | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: KATHLEEN B. COOPER.                                   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: WILLIAM R. GRANBERRY.                                 | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: CHARLES M. LILLIS.                                    | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: WILLIAM G. LOWRIE.                                    | Mgmt          | For           |
| 02     | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2007.                     | Mgmt          | For           |
| 03     | APPROVAL OF THE WILLIAMS COMPANIES, INC. 2007 INCENTIVE PLAN.               | Mgmt          | Against       |
| 04     | APPROVAL OF THE WILLIAMS COMPANIES, INC. 2007 EMPLOYEE STOCK PURCHASE PLAN. | Mgmt          | For           |

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TIFFANY & CO.

Agen-----

Security: 886547108  
Meeting Type: Annual  
Meeting Date: 17-May-2007  
Ticker: TIF  
ISIN:

| 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: WILLIAM R. CHANEY   | Mgmt          | For           |

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

|    |                                                                                                                                                        |      |     |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 1D | ELECTION OF DIRECTOR: GARY E. COSTLEY                                                                                                                  | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: ABBY F. KOHNSTAMM                                                                                                                | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: CHARLES K. MARQUIS                                                                                                               | Mgmt | For |
| 1G | ELECTION OF DIRECTOR: J. THOMAS PRESBY                                                                                                                 | Mgmt | For |
| 1H | ELECTION OF DIRECTOR: JAMES E. QUINN                                                                                                                   | Mgmt | For |
| 1I | ELECTION OF DIRECTOR: WILLIAM A. SHUTZER                                                                                                               | Mgmt | For |
| 02 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007. | Mgmt | For |

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TIM HORTONS INC.

Agen

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Security: 88706M103  
Meeting Type: Annual  
Meeting Date: 04-May-2007  
Ticker: THI  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                 | Proposal<br>Type     | Proposal Vote                 |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------------------|
| 01     | DIRECTOR<br>MICHAEL J. ENDRES<br>JOHN A. LEDERER<br>CRAIG S. MILLER                                                                                                                      | Mgmt<br>Mgmt<br>Mgmt | No vote<br>No vote<br>No vote |
| 02     | THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF TIM HORTONS INC. FOR THE YEAR ENDING<br>DECEMBER 30, 2007. | Mgmt                 | No vote                       |
| 03     | THE APPROVAL OF THE RESOLUTION REGARDING CERTAIN<br>AMENDMENTS TO THE TIM HORTONS INC. 2006 STOCK<br>INCENTIVE PLAN.                                                                     | Mgmt                 | No vote                       |

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TIME WARNER INC.

Agen

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Security: 887317105  
Meeting Type: Annual  
Meeting Date: 18-May-2007  
Ticker: TWX  
ISIN:

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

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

|    |                                                                                                                                                                                                                                                                                             |                                                                                                      |                                                                                                                                             |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| 01 | DIRECTOR<br>JAMES L. BARKSDALE<br>JEFFREY L. BEWKES<br>STEPHEN F. BOLLENBACH<br>FRANK J. CAUFIELD<br>ROBERT C. CLARK<br>MATHIAS DOPFNER<br>JESSICA P. EINHORN<br>REUBEN MARK<br>MICHAEL A. MILES<br>KENNETH J. NOVACK<br>RICHARD D. PARSONS<br>FRANCIS T. VINCENT, JR.<br>DEBORAH C. WRIGHT | 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 | 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<br>No vote |
| 02 | RATIFICATION OF AUDITORS.                                                                                                                                                                                                                                                                   | Mgmt                                                                                                 | No vote                                                                                                                                     |
| 03 | COMPANY PROPOSAL TO AMEND THE COMPANY S RESTATED<br>CERTIFICATE OF INCORPORATION TO ELIMINATE CERTAIN<br>SUPER-MAJORITY VOTE REQUIREMENTS.                                                                                                                                                  | Mgmt                                                                                                 | No vote                                                                                                                                     |
| 04 | STOCKHOLDER PROPOSAL REGARDING ADVISORY RESOLUTION<br>TO RATIFY COMPENSATION OF NAMED EXECUTIVE OFFICERS.                                                                                                                                                                                   | Shr                                                                                                  | No vote                                                                                                                                     |
| 05 | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF<br>ROLES OF CHAIRMAN AND CEO.                                                                                                                                                                                                                  | Shr                                                                                                  | No vote                                                                                                                                     |
| 06 | STOCKHOLDER PROPOSAL REGARDING SIMPLE MAJORITY<br>VOTE.                                                                                                                                                                                                                                     | Shr                                                                                                  | No vote                                                                                                                                     |
| 07 | STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER<br>MEETINGS.                                                                                                                                                                                                                             | Shr                                                                                                  | No vote                                                                                                                                     |
| 08 | STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER RATIFICATION<br>OF DIRECTOR COMPENSATION WHEN A STOCKHOLDER<br>RIGHTS PLAN HAS BEEN ADOPTED.                                                                                                                                                     | Shr                                                                                                  | No vote                                                                                                                                     |

TIVO INC.

Agen

Security: 888706108  
Meeting Type: Annual  
Meeting Date: 02-Aug-2006  
Ticker: TIVO  
ISIN:

| Prop.# | Proposal                                                                                                                     | Proposal Type        | Proposal Vote     |
|--------|------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>MICHAEL RAMSAY<br>RANDY KOMISAR<br>GEOFFREY Y. YANG                                                              | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY<br>S INDEPENDENT AUDITORS FOR THE FISCAL YEAR<br>ENDING JANUARY 31, 2007. | Mgmt                 | For               |

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

TRANSOCEAN INC.

Agen

Security: G90078109  
Meeting Type: Annual  
Meeting Date: 10-May-2007  
Ticker: RIG  
ISIN:

| Prop.# | Proposal                                                                                                                 | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT L. LONG                                                                                     | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: MARTIN B. MCNAMARA                                                                                 | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ROBERT M. SPRAGUE                                                                                  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: J. MICHAEL TALBERT                                                                                 | Mgmt          | For           |
| 02     | APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt          | For           |

TYCO INTERNATIONAL LTD.

Agen

Security: 902124106  
Meeting Type: Annual  
Meeting Date: 08-Mar-2007  
Ticker: TYC  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                           | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>DENNIS C. BLAIR<br>EDWARD D. BREEN<br>BRIAN DUPERRAULT<br>BRUCE S. GORDON<br>RAJIV L. GUPTA<br>JOHN A. KROL<br>H. CARL MCCALL<br>BRENDAN R. O'NEILL<br>WILLIAM S. STAVROPOULOS<br>SANDRA S. WIJNBERG<br>JEROME B. YORK | 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     | RE-APPOINTMENT OF DELOITTE & TOUCHE LLP AS TYCO S INDEPENDENT AUDITORS AND AUTHORIZATION FOR THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS REMUNERATION.                                                       | Mgmt                                                                                 | For                                                                       |

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

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 TYCO INTERNATIONAL LTD.  
 -----

Agen

Security: 902124106  
 Meeting Type: Special  
 Meeting Date: 08-Mar-2007  
 Ticker: TYC  
 ISIN:

| Prop.# | Proposal                                                                                    | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | APPROVAL OF REVERSE STOCK SPLIT OF THE COMPANY S COMMON SHARES AT A SPLIT RATIO OF 1 FOR 4. | Mgmt          | For           |
| 1B     | APPROVAL OF CONSEQUENTIAL AMENDMENT TO THE COMPANY S AMENDED AND RESTATED BYE-LAWS.         | Mgmt          | For           |

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 UNIVISION COMMUNICATIONS INC.  
 -----

Agen

Security: 914906102  
 Meeting Type: Special  
 Meeting Date: 27-Sep-2006  
 Ticker: UVN  
 ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                                                                                                          | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | CONSIDER AND VOTE UPON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 26, 2006, BY AND AMONG UNIVISION COMMUNICATIONS INC., UMBRELLA HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY (THE BUYER ), AND UMBRELLA ACQUISITION, INC., A DELAWARE CORPORATION AND A WHOLLY-OWNED SUBSIDIARY OF THE BUYER. | Mgmt          | For           |
| 02     | 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 ADOPT THE MERGER AGREEMENT.                                                                                                                      | Mgmt          | For           |

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 UST INC.  
 -----

Agen

Security: 902911106  
 Meeting Type: Annual  
 Meeting Date: 01-May-2007  
 Ticker: UST

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

ISIN:

| Prop.# | Proposal                                                                                          | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DECLASSIFICATION OF THE BOARD OF DIRECTORS                                                        | Mgmt          | For           |
| 02     | DIRECTOR                                                                                          |               |               |
|        | J.D. BARR*                                                                                        | Mgmt          | For           |
|        | J.P. CLANCEY*                                                                                     | Mgmt          | For           |
|        | P. DIAZ DENNIS*                                                                                   | Mgmt          | For           |
|        | V.A. GIERER, JR.*                                                                                 | Mgmt          | For           |
|        | J.E. HEID*                                                                                        | Mgmt          | For           |
|        | M.S. KESSLER*                                                                                     | Mgmt          | For           |
|        | P.J. NEFF*                                                                                        | Mgmt          | For           |
|        | A.J. PARSONS*                                                                                     | Mgmt          | For           |
|        | R.J. ROSSI*                                                                                       | Mgmt          | For           |
|        | J.P. CLANCEY**                                                                                    | Mgmt          | For           |
|        | V.A. GIERER, JR.**                                                                                | Mgmt          | For           |
|        | J.E. HEID**                                                                                       | Mgmt          | For           |
| 03     | TO RATIFY AND APPROVE ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE YEAR 2007. | Mgmt          | For           |

VALEANT PHARMACEUTICALS INTERNATIONAL

Agen

Security: 91911X104  
Meeting Type: Annual  
Meeting Date: 22-May-2007  
Ticker: VRX  
ISIN:

| Prop.# | Proposal                                                                                                                        | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | DIRECTOR                                                                                                                        |               |               |
|        | NORMA ANN PROVENCIO                                                                                                             | Mgmt          | For           |
|        | TIMOTHY C. TYSON                                                                                                                | Mgmt          | For           |
|        | ELAINE ULLIAN                                                                                                                   | Mgmt          | For           |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR COMPANY. | Mgmt          | For           |

VALERO ENERGY CORPORATION

Agen

Security: 91913Y100  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: VLO  
ISIN:

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

| Prop.# | Proposal                                                                                               | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>RUBEN M. ESCOBEDO<br>BOB MARBUT<br>ROBERT A. PROFUSEK                                      | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF KPMG LLP AS VALERO S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Mgmt                 | For               |
| 03     | VOTE ON A SHAREHOLDER PROPOSAL ENTITLED, DIRECTOR ELECTION MAJORITY VOTE PROPOSAL.                     | Shr                  | Against           |
| 04     | VOTE ON A SHAREHOLDER PROPOSAL ENTITLED, SHAREHOLDER RATIFICATION OF EXECUTIVE COMPENSATION PROPOSAL.  | Shr                  | Against           |
| 05     | VOTE ON A SHAREHOLDER PROPOSAL ENTITLED, SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN POLICY PROPOSAL.       | Shr                  | For               |

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VERIGY LTD.

Agen-----

Security: Y93691106  
Meeting Type: Annual  
Meeting Date: 11-Apr-2007  
Ticker: VRGY  
ISIN:

| Prop.# | Proposal                                                                                                                                   | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01     | RE-ELECTION OF MR. C. SCOTT GIBSON AS A CLASS I DIRECTOR OF THE COMPANY.                                                                   | Mgmt          | For           |
| 02     | RE-ELECTION OF MR. ERIC MEURICE AS A CLASS I DIRECTOR OF THE COMPANY.                                                                      | Mgmt          | For           |
| 03     | RE-ELECTION OF DR. CLAUDINE SIMSON AS A CLASS I DIRECTOR OF THE COMPANY.                                                                   | Mgmt          | For           |
| 04     | RE-ELECTION OF MR. ADRIAN DILLON AS A CLASS II DIRECTOR OF THE COMPANY.                                                                    | Mgmt          | For           |
| 05     | RE-ELECTION OF MR. ERNEST L. GODSHALK AS A CLASS II DIRECTOR OF THE COMPANY.                                                               | Mgmt          | For           |
| 06     | RE-ELECTION OF MR. KEITH L. BARNES AS A CLASS III DIRECTOR OF THE COMPANY.                                                                 | Mgmt          | For           |
| 07     | RE-ELECTION OF MR. PAUL CHAN KWAI WAH AS A CLASS III DIRECTOR OF THE COMPANY.                                                              | Mgmt          | For           |
| 08     | THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE SINGAPORE INDEPENDENT AUDITORS FOR THE COMPANY FOR FISCAL YEAR 2007, AND AUTHORIZATION | Mgmt          | For           |

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

FOR THE BOARD OF DIRECTORS TO FIX PRICEWATERHOUSECOOPERS  
REMUNERATION.

|    |                                                                                                                                                                                                                                                                                                                                               |      |         |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 09 | THE AUTHORIZATION FOR THE DIRECTORS OF THE COMPANY<br>TO ALLOT AND ISSUE ORDINARY SHARES.                                                                                                                                                                                                                                                     | Mgmt | For     |
| 10 | APPROVE, RATIFY AND CONFIRM THE DIRECTOR CASH<br>COMPENSATION AND ADDITIONAL CASH COMPENSATION<br>OF THE AUDIT, COMPENSATION AND NOMINATING AND<br>GOVERNANCE COMMITTEES PAID DURING FISCAL YEAR<br>2006.                                                                                                                                     | Mgmt | Against |
| 11 | APPROVE, RATIFY AND CONFIRM THE DIRECTOR CASH<br>COMPENSATION AND ADDITIONAL CASH COMPENSATION<br>FOR THE RESPECTIVE CHAIRPERSONS OF THE AUDIT,<br>COMPENSATION AND NOMINATING AND GOVERNANCE<br>COMMITTEES PAID FOR THE APPROXIMATELY 17.5-MONTH<br>PERIOD FROM NOVEMBER 1, 2007 THROUGH THE 2008<br>ANNUAL GENERAL MEETING OF SHAREHOLDERS. | Mgmt | Against |

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VERIZON COMMUNICATIONS INC.

Agen

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Security: 92343V104  
Meeting Type: Annual  
Meeting Date: 03-May-2007  
Ticker: VZ  
ISIN:  
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| Prop.# | Proposal                                   | Proposal<br>Type | Proposal Vote |
|--------|--------------------------------------------|------------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JAMES R. BARKER      | Mgmt             | For           |
| 1B     | ELECTION OF DIRECTOR: RICHARD L. CARRION   | Mgmt             | For           |
| 1C     | ELECTION OF DIRECTOR: M. FRANCES KEETH     | Mgmt             | For           |
| 1D     | ELECTION OF DIRECTOR: ROBERT W. LANE       | 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: THOMAS H. O BRIEN    | Mgmt             | For           |
| 1I     | ELECTION OF DIRECTOR: CLARENCE OTIS, JR.   | Mgmt             | For           |
| 1J     | ELECTION OF DIRECTOR: HUGH B. PRICE        | Mgmt             | For           |
| 1K     | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG   | Mgmt             | For           |
| 1L     | ELECTION OF DIRECTOR: WALTER V. SHIPLEY    | Mgmt             | For           |
| 1M     | ELECTION OF DIRECTOR: JOHN W. SNOW         | Mgmt             | For           |

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

|    |                                                                               |      |         |
|----|-------------------------------------------------------------------------------|------|---------|
| 1N | ELECTION OF DIRECTOR: JOHN R. STAFFORD                                        | Mgmt | For     |
| 10 | ELECTION OF DIRECTOR: ROBERT D. STOREY                                        | Mgmt | For     |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For     |
| 03 | ELIMINATE STOCK OPTIONS                                                       | Shr  | Against |
| 04 | SHAREHOLDER APPROVAL OF FUTURE SEVERANCE AGREEMENTS                           | Shr  | For     |
| 05 | COMPENSATION CONSULTANT DISCLOSURE                                            | Shr  | Against |
| 06 | ADVISORY VOTE ON EXECUTIVE COMPENSATION                                       | Shr  | Against |
| 07 | LIMIT SERVICE ON OUTSIDE BOARDS                                               | Shr  | Against |
| 08 | SHAREHOLDER APPROVAL OF FUTURE POISON PILL                                    | Shr  | For     |
| 09 | REPORT ON CHARITABLE CONTRIBUTIONS                                            | Shr  | Against |

VIRGIN MEDIA INC

Agen

Security: 92769L101  
Meeting Type: Annual  
Meeting Date: 16-May-2007  
Ticker: VMED  
ISIN:

| Prop.# | Proposal                                                                                                                             | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 01     | DIRECTOR<br>JEFFREY D. BENJAMIN<br>DAVID ELSTEIN<br>GORDON MCCALLUM                                                                  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt                 | For               |
| 03     | APPROVAL OF THE VIRGIN MEDIA 2007 SHARES/AVE PLAN.                                                                                   | Mgmt                 | Against           |

W. R. BERKLEY CORPORATION

Agen

Security: 084423102  
Meeting Type: Annual  
Meeting Date: 08-May-2007  
Ticker: BER  
ISIN:

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

| Prop.# | Proposal                                                                                                                                                                       | Proposal Type                | Proposal Vote            |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>W. ROBERT BERKLEY, JR.<br>MARK E. BROCKBANK<br>RONALD E. BLAYLOCK<br>MARY C. FARRELL                                                                               | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR W. R. BERKLEY CORPORATION FOR THE FISCAL<br>YEAR ENDING DECEMBER 31, 2007 | Mgmt                         | For                      |

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WAL-MART STORES, INC.

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Agen

Security: 931142103  
Meeting Type: Annual  
Meeting Date: 01-Jun-2007  
Ticker: WMT  
ISIN:

| 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: DAVID D. GLASS                            | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ                       | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: ALLEN I. QUESTROM                         | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: H. LEE SCOTT, JR.                         | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: JACK C. SHEWMAKER                         | 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<br>ACCOUNTANTS | Mgmt          | For           |

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

|    |                                       |     |         |
|----|---------------------------------------|-----|---------|
| 03 | CHARITABLE CONTRIBUTIONS REPORT       | Shr | Against |
| 04 | UNIVERSAL HEALTH CARE POLICY          | Shr | Against |
| 05 | PAY-FOR-SUPERIOR-PERFORMANCE          | Shr | Against |
| 06 | EQUITY COMPENSATION GLASS CEILING     | Shr | Against |
| 07 | COMPENSATION DISPARITY                | Shr | Against |
| 08 | BUSINESS SOCIAL RESPONSIBILITY REPORT | Shr | Against |
| 09 | EXECUTIVE COMPENSATION VOTE           | Shr | Against |
| 10 | POLITICAL CONTRIBUTIONS REPORT        | Shr | Against |
| 11 | SOCIAL AND REPUTATION IMPACT REPORT   | Shr | Against |
| 12 | CUMULATIVE VOTING                     | Shr | Against |
| 13 | QUALIFICATIONS FOR DIRECTOR NOMINEES  | Shr | Against |

## WATERS CORPORATION

Agen

Security: 941848103  
Meeting Type: Annual  
Meeting Date: 15-May-2007  
Ticker: WAT  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                  | Proposal Type                                                                | Proposal Vote                                                      |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 01     | DIRECTOR<br>JOSHUA BEKENSTEIN<br>M.J. BERENDT, PH.D.<br>DOUGLAS A. BERTHIAUME<br>EDWARD CONARD<br>L.H. GLIMCHER, M.D.<br>CHRISTOPHER A. KUEBLER<br>WILLIAM J. MILLER<br>JOANN A. REED<br>THOMAS P. SALICE | 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 RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.                                        | Mgmt                                                                         | For                                                                |

## WELLS FARGO & COMPANY

Agen

Security: 949746101

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

Meeting Type: Annual  
Meeting Date: 24-Apr-2007  
Ticker: WFC  
ISIN:

| Prop.# | Proposal                                                                                                            | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: JOHN S. CHEN.                                                                                 | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: LLOYD H. DEAN.                                                                                | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: SUSAN E. ENGEL.                                                                               | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.                                                                        | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROBERT L. JOSS.                                                                               | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH.                                                                        | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RICHARD D. MCCORMICK.                                                                         | 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: DONALD B. RICE.                                                                               | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: JUDITH M. RUNSTAD.                                                                            | Mgmt          | For           |
| 1M     | ELECTION OF DIRECTOR: STEPHEN W. SANGER.                                                                            | Mgmt          | For           |
| 1N     | ELECTION OF DIRECTOR: SUSAN G. SWENSON.                                                                             | Mgmt          | For           |
| 1O     | ELECTION OF DIRECTOR: JOHN G. STUMPF.                                                                               | Mgmt          | For           |
| 1P     | ELECTION OF DIRECTOR: MICHAEL W. WRIGHT.                                                                            | Mgmt          | For           |
| 02     | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007.                                    | Mgmt          | For           |
| 03     | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF BOARD CHAIRMAN AND CEO POSITIONS.                                      | Shr           | Against       |
| 04     | STOCKHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                          | Shr           | Against       |
| 05     | STOCKHOLDER PROPOSAL REGARDING ADOPTION OF A POLICY LIMITING BENEFITS UNDER SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN. | Shr           | For           |
| 06     | STOCKHOLDER PROPOSAL REGARDING A REPORT ON HOME MORTGAGE DISCLOSURE ACT (HMDA) DATA.                                | Shr           | Against       |
| 07     | STOCKHOLDER PROPOSAL REGARDING EMISSION REDUCTION GOALS FOR WELLS FARGO AND ITS CUSTOMERS.                          | Shr           | Against       |

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

WENDY'S INTERNATIONAL, INC.

Agen

Security: 950590109  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: WEN  
ISIN:

| Prop.# | Proposal                                                                                                                                                                     | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JANET HILL<br>JOHN R. THOMPSON<br>J. RANDOLPH LEWIS<br>STUART I. ORAN                                                                                            | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE CURRENT YEAR.                        | Mgmt                         | For                      |
| 03     | APPROVAL OF THE COMPANY S NEW SENIOR EXECUTIVE ANNUAL PERFORMANCE PLAN.                                                                                                      | Mgmt                         | Against                  |
| 04     | APPROVAL OF THE COMPANY S 2007 STOCK INCENTIVE PLAN.                                                                                                                         | Mgmt                         | Against                  |
| 05     | APPROVAL OF THE SHAREHOLDER PROPOSAL REGARDING A POLICY TO IDENTIFY AND LABEL ALL FOOD PRODUCTS CONTAINING GENETICALLY-ENGINEERED INGREDIENTS OR PRODUCTS OF ANIMAL CLONING. | Shr                          | Against                  |
| 06     | APPROVAL OF THE SHAREHOLDER PROPOSAL REGARDING A REPORT PERTAINING TO SOCIAL AND ENVIRONMENTAL SUSTAINABILITY.                                                               | Shr                          | Against                  |
| 07     | APPROVAL OF THE SHAREHOLDER PROPOSAL REGARDING A REPORT ON THE FEASIBILITY OF REQUIRING SUPPLIERS TO PHASE IN CONTROLLED- ATMOSPHERE KILLING OF POULTRY.                     | Shr                          | Against                  |

WIND RIVER SYSTEMS, INC.

Agen

Security: 973149107  
Meeting Type: Annual  
Meeting Date: 13-Jun-2007  
Ticker: WIND  
ISIN:

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

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

|    |                                                                                                                                                                               |      |         |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|---------|
|    | JERRY L. FIDDLER                                                                                                                                                              | Mgmt | For     |
|    | NARENDRA K. GUPTA                                                                                                                                                             | Mgmt | For     |
|    | GRANT M. INMAN                                                                                                                                                                | Mgmt | For     |
|    | HARVEY C. JONES                                                                                                                                                               | Mgmt | For     |
|    | KENNETH R. KLEIN                                                                                                                                                              | Mgmt | For     |
|    | STANDISH H. O'GRADY                                                                                                                                                           | Mgmt | For     |
| 02 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED ACCOUNTING FIRM FOR WIND RIVER SYSTEMS, INC. FOR THE FISCAL YEAR ENDING JANUARY 31, 2008. | Mgmt | For     |
| 03 | TO APPROVE AN AMENDMENT OF WIND RIVER S 2005 EQUITY INCENTIVE PLAN.                                                                                                           | Mgmt | Against |
| 04 | TO APPROVE THE WIND RIVER SECTION 162(M) PERFORMANCE INCENTIVE AWARD PLAN.                                                                                                    | Mgmt | Against |
| 05 | TO APPROVE AN AMENDMENT OF WIND RIVER S 1993 EMPLOYEE STOCK PURCHASE PLAN.                                                                                                    | Mgmt | For     |

WYETH

Agen

Security: 983024100  
Meeting Type: Annual  
Meeting Date: 26-Apr-2007  
Ticker: WYE  
ISIN:

| Prop.# | Proposal                                                   | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: ROBERT ESSNER                        | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN D. FEERICK                      | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: FRANCES D. FERGUSON, PH.D.           | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: VICTOR F. GANZI                      | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ROBERT LANGER, SC.D.                 | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: JOHN P. MASCOTTE                     | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: RAYMOND J. MCGUIRE                   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: MARY LAKE POLAN, M.D., PH.D., M.P.H. | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: BERNARD POUSSOT                      | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: GARY L. ROGERS                       | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG                   | Mgmt          | For           |
| 1L     | ELECTION OF DIRECTOR: WALTER V. SHIPLEY                    | Mgmt          | For           |

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|    |                                                                                                         |      |         |
|----|---------------------------------------------------------------------------------------------------------|------|---------|
| 1M | ELECTION OF DIRECTOR: JOHN R. TORELL III                                                                | Mgmt | For     |
| 02 | VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Mgmt | For     |
| 03 | VOTE TO AMEND THE CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS             | Mgmt | For     |
| 04 | VOTE TO AMEND AND RESTATE THE 2005 STOCK INCENTIVE PLAN FOR TAX COMPLIANCE                              | Mgmt | Against |
| 05 | DISCLOSURE OF ANIMAL WELFARE POLICY                                                                     | Shr  | Against |
| 06 | REPORT ON LIMITING SUPPLY OF PRESCRIPTION DRUGS IN CANADA                                               | Shr  | Against |
| 07 | DISCLOSURE OF POLITICAL CONTRIBUTIONS                                                                   | Shr  | Against |
| 08 | RECOUPMENT OF INCENTIVE BONUSES                                                                         | Shr  | Against |
| 09 | INTERLOCKING DIRECTORSHIPS                                                                              | Shr  | Against |
| 10 | PROPOSAL WITHDRAWN. NO VOTE REQUIRED                                                                    | Mgmt | Against |
| 11 | SEPARATING THE ROLES OF CHAIRMAN AND CEO                                                                | Shr  | Against |
| 12 | STOCKHOLDER ADVISORY VOTE ON COMPENSATION                                                               | Shr  | Against |

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XEROX CORPORATION

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Agen

Security: 984121103  
Meeting Type: Annual  
Meeting Date: 24-May-2007  
Ticker: XRX  
ISIN:

| Prop.# | Proposal                                                                                                                                                                                                                                           | Proposal Type                                                                        | Proposal Vote                                                             |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 01     | DIRECTOR<br>GLENN A. BRITT<br>URSULA M. BURNS<br>WILLIAM CURT HUNTER<br>VERNON E. JORDAN, JR.<br>RICHARD J. HARRINGTON<br>ROBERT A. MCDONALD<br>ANNE M. MULCAHY<br>RALPH S. LARSEN<br>ANN N. REESE<br>MARY AGNES WILDEROTTER<br>N.J. NICHOLAS, 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 THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                                                                                                                             | Mgmt                                                                                 | For                                                                       |

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|    |                                                                            |      |         |
|----|----------------------------------------------------------------------------|------|---------|
| 03 | AMENDMENT OF THE 2004 PERFORMANCE INCENTIVE PLAN.                          | Mgmt | For     |
| 04 | SHAREHOLDER PROPOSAL RELATING TO THE ADOPTION OF A VENDOR CODE OF CONDUCT. | Shr  | Against |

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XL CAPITAL LTD

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Agen

Security: G98255105  
Meeting Type: Annual  
Meeting Date: 27-Apr-2007  
Ticker: XL  
ISIN:

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| Prop.# | Proposal                                                                                                                                                                                             | Proposal Type                | Proposal Vote            |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 01     | DIRECTOR<br>JOSEPH MAURIELLO<br>EUGENE M. MCQUADE<br>ROBERT S. PARKER<br>ALAN Z. SENTER                                                                                                              | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, NEW YORK, NEW YORK TO ACT AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Mgmt                         | For                      |

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YAHOO! INC.

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Agen

Security: 984332106  
Meeting Type: Annual  
Meeting Date: 12-Jun-2007  
Ticker: YHOO  
ISIN:

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| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|----------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: TERRY S. SEMEL   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JERRY YANG       | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ROY J. BOSTOCK   | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: RONALD W. BURKLE | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: ERIC HIPPEAU     | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: VYOMESH JOSHI    | Mgmt          | For           |

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

|    |                                                                                    |      |         |
|----|------------------------------------------------------------------------------------|------|---------|
| 1G | ELECTION OF DIRECTOR: ARTHUR H. KERN                                               | Mgmt | For     |
| 1H | ELECTION OF DIRECTOR: ROBERT A. KOTICK                                             | Mgmt | For     |
| 1I | ELECTION OF DIRECTOR: EDWARD R. KOZEL                                              | Mgmt | For     |
| 1J | ELECTION OF DIRECTOR: GARY L. WILSON                                               | Mgmt | For     |
| 02 | AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED 1995 STOCK PLAN.                  | Mgmt | Against |
| 03 | AMENDMENT TO THE COMPANY S AMENDED AND RESTATED 1996 EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For     |
| 04 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.      | Mgmt | For     |
| 05 | STOCKHOLDER PROPOSAL REGARDING PAY-FOR-SUPERIOR-PERFORMANCE.                       | Shr  | Against |
| 06 | STOCKHOLDER PROPOSAL REGARDING INTERNET CENSORSHIP.                                | Shr  | Against |
| 07 | STOCKHOLDER PROPOSAL REGARDING BOARD COMMITTEE ON HUMAN RIGHTS.                    | Shr  | Against |

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 ZIMMER HOLDINGS, INC.

Agen

Security: 98956P102  
 Meeting Type: Annual  
 Meeting Date: 07-May-2007  
 Ticker: ZMH  
 ISIN:

| Prop.# | Proposal                                                                                       | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK                                                       | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: JOHN L. MCGOLDRICK                                                       | Mgmt          | For           |
| 02     | AUDITOR RATIFICATION                                                                           | Mgmt          | For           |
| 03     | AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION TO REQUIRE ANNUAL ELECTION OF ALL DIRECTORS | Mgmt          | For           |
| 04     | STOCKHOLDER PROPOSAL TO ADOPT SIMPLE MAJORITY VOTE                                             | Shr           | For           |

\* Management position unknown

SIGNATURES

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

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

|                |                                                      |
|----------------|------------------------------------------------------|
| (Registrant)   | Eaton Vance Tax-Managed Buy-Write Opportunities Fund |
| By (Signature) | /s/ Duncan W Richardson                              |
| Name           | Duncan W Richardson                                  |
| Title          | President                                            |
| Date           | 08/24/2007                                           |