

COHEN & STEERS TOTAL RETURN REALTY FUND INC  
Form N-PX  
August 10, 2012

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: 811-07154  
NAME OF REGISTRANT: Cohen & Steers Total Return  
Realty Fund  
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 Park Avenue  
10th Floor  
New York, NY 10017  
NAME AND ADDRESS OF AGENT FOR SERVICE: Tina M. Payne  
280 Park Avenue  
10th Floor  
New York, NY 10017  
REGISTRANT'S TELEPHONE NUMBER: 212-832-3232  
DATE OF FISCAL YEAR END: 12/31  
DATE OF REPORTING PERIOD: 07/01/2011 - 06/30/2012

Cohen & Steers Total Return Realty Fund

-----  
ACADIA REALTY TRUST

Agen

-----  
Security: 004239109  
Meeting Type: Annual  
Meeting Date: 16-May-2012  
Ticker: AKR  
ISIN: US0042391096  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: KENNETH F. BERNSTEIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: DOUGLAS CROCKER II	Mgmt	For
1C.	ELECTION OF DIRECTOR: LORRENCE T. KELLAR	Mgmt	For
1D.	ELECTION OF DIRECTOR: WENDY LUSCOMBE	Mgmt	For

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

1E.	ELECTION OF DIRECTOR: WILLIAM T. SPITZ	Mgmt	For
1F.	ELECTION OF DIRECTOR: LEE S. WIELANSKY	Mgmt	For
2.	THE RATIFICATION OF THE APPOINTMENT OF BDO USA, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S 2012 PROXY STATEMENT IN ACCORDANCE WITH COMPENSATION RULES OF THE SECURITIES AND EXCHANGE COMMISSION.	Mgmt	For
4.	TO CONSIDER AND ACT UPON A PROPOSAL TO APPROVE THE ACADIA REALTY TRUST AMENDED AND RESTATED 2006 SHARE INCENTIVE PLAN.	Mgmt	For

---

ALEXANDRIA REAL ESTATE EQUITIES, INC.

Agen

Security: 015271109  
 Meeting Type: Annual  
 Meeting Date: 21-May-2012  
 Ticker: ARE  
 ISIN: US0152711091

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOEL S. MARCUS RICHARD B. JENNINGS JOHN L. ATKINS, III MARIA C. FREIRE RICHARD H. KLEIN JAMES H. RICHARDSON MARTIN A. SIMONETTI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO CAST A NON-BINDING, ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For

---

APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual

# Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Meeting Date: 30-Apr-2012  
 Ticker: AIV  
 ISIN: US03748R1014

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JAMES N. BAILEY	Mgmt	For
1B	ELECTION OF DIRECTOR: TERRY CONSIDINE	Mgmt	For
1C	ELECTION OF DIRECTOR: THOMAS L. KELTNER	Mgmt	For
1D	ELECTION OF DIRECTOR: J. LANDIS MARTIN	Mgmt	For
1E	ELECTION OF DIRECTOR: ROBERT A. MILLER	Mgmt	For
1F	ELECTION OF DIRECTOR: KATHLEEN M. NELSON	Mgmt	For
1G	ELECTION OF DIRECTOR: MICHAEL A. STEIN	Mgmt	For
2	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR AIMCO FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For

## ASSOCIATED ESTATES REALTY CORPORATION

Agen

Security: 045604105  
 Meeting Type: Annual  
 Meeting Date: 09-May-2012  
 Ticker: AEC  
 ISIN: US0456041054

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ALBERT T. ADAMS JEFFREY I. FRIEDMAN MICHAEL E. GIBBONS MARK L. MILSTEIN JAMES J. SANFILIPPO JAMES A. SCHOFF RICHARD T. SCHWARZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY'S FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

-----  
 AVALONBAY COMMUNITIES, INC. Agen  
 -----

Security: 053484101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: AVB  
 ISIN: US0534841012  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR BRYCE BLAIR ALAN B. BUCKELEW BRUCE A. CHOATE JOHN J. HEALY, JR. TIMOTHY J. NAUGHTON LANCE R. PRIMIS PETER S. RUMMELL H. JAY SARLES W. EDWARD WALTER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO ADOPT A RESOLUTION APPROVING, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION SET FORTH IN THE PROXY STATEMENT.	Mgmt	For
4.	TO CAST A VOTE ON A STOCKHOLDER PROPOSAL CONCERNING THE PREPARATION OF A SUSTAINABILITY REPORT, IF THE PROPOSAL IS PROPERLY PRESENTED AT THE ANNUAL MEETING OF STOCKHOLDERS. THE BOARD OF DIRECTORS RECOMMENDS A VOTE "AGAINST" ABOVE PROPOSAL 4.	Shr	Against

-----  
 BIOMED REALTY TRUST, INC. Agen  
 -----

Security: 09063H107  
 Meeting Type: Annual  
 Meeting Date: 30-May-2012  
 Ticker: BMR  
 ISIN: US09063H1077  
 -----

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR ALAN D. GOLD BARBARA R. CAMBON EDWARD A. DENNIS PH.D. RICHARD I. GILCHRIST GARY A. KREITZER THEODORE D. ROTH M. FAYE WILSON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3	TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

-----  
BOSTON PROPERTIES, INC.

Agem

-----  
Security: 101121101  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: BXP  
ISIN: US1011211018  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: LAWRENCE S. BACOW	Mgmt	For
1B	ELECTION OF DIRECTOR: ZOE BAIRD BUDINGER	Mgmt	For
1C	ELECTION OF DIRECTOR: DOUGLAS T. LINDE	Mgmt	For
1D	ELECTION OF DIRECTOR: MATTHEW J. LUSTIG	Mgmt	For
1E	ELECTION OF DIRECTOR: ALAN J. PATRICOFF	Mgmt	For
1F	ELECTION OF DIRECTOR: MARTIN TURCHIN	Mgmt	For
1G	ELECTION OF DIRECTOR: DAVID A. TWARDOCK	Mgmt	For
2	TO APPROVE, BY NON-BINDING RESOLUTION, THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
3	TO APPROVE THE BOSTON PROPERTIES, INC. 2012 STOCK OPTION AND INCENTIVE PLAN.	Mgmt	For
4	TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

31, 2012.

-----  
BRE PROPERTIES, INC.

Agen

-----  
Security: 05564E106  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: BRE  
ISIN: US05564E1064  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR IRVING F. LYONS, III PAULA F. DOWNEY CHRISTOPHER J. MCGURK MATTHEW T. MEDEIROS CONSTANCE B. MOORE JEANNE R. MYERSON JEFFREY T. PERO THOMAS E. ROBINSON DENNIS E. SINGLETON THOMAS P. SULLIVAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY.	Mgmt	For
3	TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF THE COMPANY.	Mgmt	For

-----  
BROOKFIELD OFFICE PROPERTIES INC.

Agen

-----  
Security: 112900105  
Meeting Type: Annual  
Meeting Date: 03-May-2012  
Ticker: BPO  
ISIN: CA1129001055  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR MR. GORDON E. ARNELL MR. WILLIAM T. CAHILL MR. CHRISTIE J.B. CLARK MR. RICHARD B. CLARK MR. JACK L. COCKWELL MR. J. BRUCE FLATT MR. MICHAEL HEGARTY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For Withheld For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

	MR. PAUL J. MASSEY JR.	Mgmt	For
	MR. F. ALLAN MCDONALD	Mgmt	For
	MR. ROBERT L. STELZL	Mgmt	For
	MR. JOHN E. ZUCCOTTI	Mgmt	For
B	THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITORS AND AUTHORIZING THE DIRECTORS TO FIX THE AUDITORS' REMUNERATION.	Mgmt	For
C	THE ADVISORY RESOLUTION ON THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	Mgmt	For

-----  
CUBESMART

Agen

Security: 229663109  
Meeting Type: Annual  
Meeting Date: 30-May-2012  
Ticker: CUBE  
ISIN: US2296631094

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR W.M. DIEFENDERFER III PIERO BUSSANI DEAN JERNIGAN MARIANNE M. KELER DAVID J. LARUE JOHN F. REMONDI JEFFREY F. ROGATZ JOHN W. FAIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	Mgmt	For
3.	TO APPROVE, BY NON-BINDING ADVISORY VOTE, EXECUTIVE COMPENSATION.	Mgmt	For

-----  
DIGITAL REALTY TRUST, INC.

Agen

Security: 253868103  
Meeting Type: Annual  
Meeting Date: 23-Apr-2012  
Ticker: DLR  
ISIN: US2538681030

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

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

1A.	ELECTION OF DIRECTOR: MICHAEL F. FOUST	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAURENCE A. CHAPMAN	Mgmt	For
1C.	ELECTION OF DIRECTOR: KATHLEEN EARLEY	Mgmt	For
1D.	ELECTION OF DIRECTOR: RUANN F. ERNST, PH.D.	Mgmt	For
1E.	ELECTION OF DIRECTOR: DENNIS E. SINGLETON	Mgmt	For
1F.	ELECTION OF DIRECTOR: ROBERT H. ZERBST	Mgmt	For
2.	RATIFYING THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	THE APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

-----  
 DOUGLAS EMMETT, INC.

Agem

-----  
 Security: 25960P109  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: DEI  
 ISIN: US25960P1093  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR DAN A. EMMETT JORDAN L. KAPLAN KENNETH M. PANZER CHRISTOPHER H. ANDERSON LESLIE E. BIDER DR. DAVID T. FEINBERG THOMAS E. O'HERN DR. ANDREA RICH WILLIAM E. SIMON, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO APPROVE, IN A NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

-----  
 DUPONT FABROS TECHNOLOGY, INC.

Agem

-----  
 Security: 26613Q106  
 -----



## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Meeting Type: Annual  
 Meeting Date: 30-May-2012  
 Ticker: DFT  
 ISIN: US26613Q1067

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR MICHAEL A. COKE LAMMOT J. DU PONT THOMAS D. ECKERT HOSSEIN FATEH JONATHAN G. HEILIGER FREDERIC V. MALEK JOHN T. ROBERTS, JR. JOHN H. TOOLE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2	ADVISORY VOTE ON EXECUTIVE COMPENSATION (SAY-ON-PAY VOTE).	Mgmt	For
3	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

EDUCATION REALTY TRUST, INC.

Agen

Security: 28140H104  
 Meeting Type: Annual  
 Meeting Date: 16-May-2012  
 Ticker: EDR  
 ISIN: US28140H1041

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PAUL O. BOWER MONTE J. BARROW WILLIAM J. CAHILL, III RANDALL L. CHURCHEY JOHN L. FORD HOWARD A. SILVER WENDELL W. WEAKLEY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE, IN AN ADVISORY (NON-BINDING) VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

-----  
 EQUITY LIFESTYLE PROPERTIES, INC.

Agen

Security: 29472R108  
 Meeting Type: Annual  
 Meeting Date: 08-May-2012  
 Ticker: ELS  
 ISIN: US29472R1086  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PHILIP CALIAN DAVID CONTIS THOMAS DOBROWSKI THOMAS HENEGHAN SHELI ROSENBERG HOWARD WALKER GARY WATERMAN SAMUEL ZELL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	APPROVAL OF OUR EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
4.	APPROVAL OF THE CONVERTIBILITY APPROVAL FEATURE OF THE COMPANY'S SERIES A PREFERRED STOCK.	Mgmt	For
5.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S ARTICLES OF AMENDMENT AND RESTATEMENT INCREASING THE AMOUNT OF PREFERRED STOCK THE COMPANY IS AUTHORIZED TO ISSUE TO 20,000,000 SHARES.	Mgmt	Against

-----  
 EQUITY RESIDENTIAL

Agen

Security: 29476L107  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2012  
 Ticker: EQR  
 ISIN: US29476L1070  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN W. ALEXANDER CHARLES L. ATWOOD LINDA WALKER BYNOE MARY KAY HABEN	Mgmt Mgmt Mgmt Mgmt	For For For For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

	BRADLEY A. KEYWELL	Mgmt	For
	JOHN E. NEAL	Mgmt	For
	DAVID J. NEITHERCUT	Mgmt	For
	MARK S. SHAPIRO	Mgmt	For
	GERALD A. SPECTOR	Mgmt	For
	B. JOSEPH WHITE	Mgmt	For
	SAMUEL ZELL	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL RELATING TO SUSTAINABILITY REPORTING.	Shr	Against

-----  
 ESSEX PROPERTY TRUST, INC.

-----  
 Agen

Security: 297178105  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: ESS  
 ISIN: US2971781057  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GEORGE M. MARCUS GARY P. MARTIN MICHAEL J. SCHALL	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.	Mgmt	Against

-----  
 EXTRA SPACE STORAGE INC.

-----  
 Agen

Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 22-May-2012  
 Ticker: EXR

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

ISIN: US30225T1025

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR SPENCER F. KIRK ANTHONY FANTICOLA HUGH W. HORNE JOSEPH D. MARGOLIS ROGER B. PORTER K. FRED SKOUSEN KENNETH M. WOOLLEY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Mgmt	For

FEDERAL REALTY INVESTMENT TRUST

Agen

Security: 313747206  
Meeting Type: Annual  
Meeting Date: 02-May-2012  
Ticker: FRT  
ISIN: US3137472060

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR JON E. BORTZ DAVID W. FAEDER KRISTIN GAMBLE GAIL P. STEINEL WARREN M. THOMPSON JOSEPH S. VASSALLUZZO DONALD C. WOOD	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2	THE RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

FIRST INDUSTRIAL REALTY TRUST, INC.

Agen

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Security: 32054K103  
 Meeting Type: Annual  
 Meeting Date: 10-May-2012  
 Ticker: FR  
 ISIN: US32054K1034

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN RAU W. ED TYLER	Mgmt Mgmt	For For
2.	TO APPROVE, ON AN ADVISORY (I.E. NON-BINDING) BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT FOR THE 2012 ANNUAL MEETING.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

### GENERAL GROWTH PROPERTIES, INC

Agen

Security: 370023103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2012  
 Ticker: GGP  
 ISIN: US3700231034

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RICHARD B. CLARK MARY LOU FIALA J. BRUCE FLATT JOHN K. HALEY CYRUS MADON SANDEEP MATHRANI DAVID J. NEITHERCUT MARK R. PATTERSON JOHN G. SCHREIBER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	APPROVAL OF AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

HCP, INC.

Agen

Security: 40414L109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2012  
 Ticker: HCP  
 ISIN: US40414L1098

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES F. FLAHERTY III	Mgmt	For
1B.	ELECTION OF DIRECTOR: CHRISTINE N. GARVEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: DAVID B. HENRY	Mgmt	For
1D.	ELECTION OF DIRECTOR: LAURALEE E. MARTIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL D. MCKEE	Mgmt	For
1F.	ELECTION OF DIRECTOR: PETER L. RHEIN	Mgmt	For
1G.	ELECTION OF DIRECTOR: KENNETH B. ROATH	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOSEPH P. SULLIVAN	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HCP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

HERSHA HOSPITALITY TRUST

Agen

Security: 427825104  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: HT  
 ISIN: US4278251040

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF TRUSTEE: JAY H. SHAH	Mgmt	For
1B.	ELECTION OF TRUSTEE: DANIEL R. ELSZTAIN	Mgmt	For
1C.	ELECTION OF TRUSTEE: DONALD L. LANDRY	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

1D.	ELECTION OF TRUSTEE: MICHAEL A. LEVEN	Mgmt	For
1E.	ELECTION OF TRUSTEE: THOMAS J. HUTCHISON III	Mgmt	For
2.	THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS	Mgmt	For
3.	THE RATIFICATION OF KPMG LLP AS THE INDEPENDENT AUDITORS	Mgmt	For

-----  
 HOST HOTELS & RESORTS, INC.

Agen

Security: 44107P104  
 Meeting Type: Annual  
 Meeting Date: 10-May-2012  
 Ticker: HST  
 ISIN: US44107P1049  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: ROBERT M. BAYLIS	Mgmt	For
1.2	ELECTION OF DIRECTOR: TERENCE C. GOLDEN	Mgmt	For
1.3	ELECTION OF DIRECTOR: ANN M. KOROLOGOS	Mgmt	For
1.4	ELECTION OF DIRECTOR: RICHARD E. MARRIOTT	Mgmt	For
1.5	ELECTION OF DIRECTOR: JOHN B. MORSE, JR.	Mgmt	For
1.6	ELECTION OF DIRECTOR: WALTER C. RAKOWICH	Mgmt	For
1.7	ELECTION OF DIRECTOR: GORDON H. SMITH	Mgmt	For
1.8	ELECTION OF DIRECTOR: W. EDWARD WALTER	Mgmt	For
2.	RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

-----  
 HUDSON PACIFIC PROPERTIES, INC.

Agen

Security: 444097109  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2012  
 Ticker: HPP  
 -----

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

ISIN: US4440971095

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: VICTOR J. COLEMAN	Mgmt	For
1.2	ELECTION OF DIRECTOR: HOWARD S. STERN	Mgmt	For
1.3	ELECTION OF DIRECTOR: THEODORE R. ANTENUCCI	Mgmt	For
1.4	ELECTION OF DIRECTOR: RICHARD B. FRIED	Mgmt	For
1.5	ELECTION OF DIRECTOR: JONATHAN M. GLASER	Mgmt	For
1.6	ELECTION OF DIRECTOR: MARK D. LINEHAN	Mgmt	For
1.7	ELECTION OF DIRECTOR: ROBERT M. MORAN, JR.	Mgmt	For
1.8	ELECTION OF DIRECTOR: BARRY A. PORTER	Mgmt	For
1.9	ELECTION OF DIRECTOR: PATRICK WHITESELL	Mgmt	For
2.	AN AMENDMENT TO INCREASE THE SHARE RESERVE UNDER THE HUDSON PACIFIC PROPERTIES, INC. AND HUDSON PACIFIC PROPERTIES, L.P. 2010 INCENTIVE AWARD PLAN.	Mgmt	For
3.	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
4.	AN ADVISORY RESOLUTION TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION, AS MORE FULLY DESCRIBED IN THE ENCLOSED PROXY STATEMENT.	Mgmt	For

HYATT HOTELS CORPORATION

Agen

Security: 448579102  
 Meeting Type: Annual  
 Meeting Date: 13-Jun-2012  
 Ticker: H  
 ISIN: US4485791028

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RICHARD A. FRIEDMAN SUSAN D. KRONICK MACKEY J. MCDONALD GREGORY B. PENNER	Mgmt Mgmt Mgmt Mgmt	For For For Withheld
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HYATT HOTELS CORPORATION'S	Mgmt	For



## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
FIRM FOR FISCAL YEAR 2012.

- |    |   |      |     |
|----|---|------|-----|
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S COMPENSATION DISCLOSURE RULES. | Mgmt | For |
|----|---|------|-----|

---

KILROY REALTY CORPORATION

Agen

Security: 49427F108  
Meeting Type: Annual  
Meeting Date: 17-May-2012  
Ticker: KRC  
ISIN: US49427F1084

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN B. KILROY, SR. JOHN B. KILROY, JR. EDWARD F. BRENNAN, PH.D. WILLIAM P. DICKEY SCOTT S. INGRAHAM DALE F. KINSELLA	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Mgmt	Against
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	Mgmt	For

---

KIMCO REALTY CORPORATION

Agen

Security: 49446R109  
Meeting Type: Annual  
Meeting Date: 01-May-2012  
Ticker: KIM  
ISIN: US49446R1095

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR M. COOPER P. COVIELLO R. DOOLEY J. GRILLS D. HENRY	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

	F.P. HUGHES	Mgmt	For
	F. LOURENSO	Mgmt	For
	C. NICHOLAS	Mgmt	For
	R. SALTZMAN	Mgmt	For
2	THE ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3	THE APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2010 EQUITY PARTICIPATION PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THAT PLAN BY 5,000,000 SHARES.	Mgmt	For
4	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

---

### LIBERTY PROPERTY TRUST

Agen

Security: 531172104  
 Meeting Type: Annual  
 Meeting Date: 22-May-2012  
 Ticker: LRY  
 ISIN: US5311721048

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR FREDERICK F. BUCHHOLZ THOMAS C. DELOACH, JR. KATHERINE E. DIETZE DANIEL P. GARTON WILLIAM P. HANKOWSKY M. LEANNE LACHMAN DAVID L. LINGERFELT STEPHEN B. SIEGEL STEPHEN D. STEINOUR	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	ADVISORY VOTE TO APPROVE THE TRUST'S NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
3.	APPROVAL OF THE PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4.	APPROVAL OF THE PROPOSAL TO ADOPT THE LIBERTY PROPERTY TRUST AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For

---

# Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

MACK-CALI REALTY CORPORATION

Agen

Security: 554489104  
 Meeting Type: Annual  
 Meeting Date: 05-Jun-2012  
 Ticker: CLI  
 ISIN: US5544891048

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MITCHELL E. HERSH ALAN S. BERNIKOW IRVIN D. REID	Mgmt Mgmt Mgmt	For For For
2.	ADVISORY VOTE APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS SUCH COMPENSATION IS DESCRIBED UNDER THE "COMPENSATION DISCUSSION AND ANALYSIS" AND "EXECUTIVE COMPENSATION" SECTIONS OF THE ACCOMPANYING PROXY STATEMENT.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

MID-AMERICA APARTMENT COMMUNITIES, INC.

Agen

Security: 59522J103  
 Meeting Type: Annual  
 Meeting Date: 24-May-2012  
 Ticker: MAA  
 ISIN: US59522J1034

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR H. ERIC BOLTON, JR. ALAN B. GRAF, JR. JOHN S. GRINALDS RALPH HORN PHILIP W. NORWOOD W. REID SANDERS WILLIAM B. SANSOM GARY SHORB	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	AMENDMENT TO THE CHARTER TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK TO 100,000,000.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

4. RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012. Mgmt For

NATIONWIDE HEALTH PROPERTIES, INC. Agen

Security: 638620104  
 Meeting Type: Special  
 Meeting Date: 01-Jul-2011  
 Ticker: NHP  
 ISIN: US6386201049

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 27, 2011, BY AND AMONG VENTAS, INC., ITS WHOLLY OWNED SUBSIDIARY, NEEDLES ACQUISITION LLC, AND NATIONWIDE HEALTH PROPERTIES, INC. (NHP), AND APPROVE THE MERGER OF NHP WITH AND INTO NEEDLES ACQUISITION LLC AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER.	Mgmt	For

POST PROPERTIES, INC. Agen

Security: 737464107  
 Meeting Type: Annual  
 Meeting Date: 30-May-2012  
 Ticker: PPS  
 ISIN: US7374641071

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR ROBERT C. GODDARD, III DAVID P. STOCKERT HERSCHEL M. BLOOM WALTER M. DERISO, JR. RUSSELL R. FRENCH DALE ANNE REISS STELLA F. THAYER RONALD DE WAAL DONALD C. WOOD	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Mgmt	For
3	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT PUBLIC	Mgmt	For

# Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

ACCOUNTANTS FOR 2012.

-----  
 PROLOGIS, INC.

Agen

-----  
 Security: 74340W103  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: PLD  
 ISIN: US74340W1036  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: HAMID R. MOGHADAM	Mgmt	For
1B.	ELECTION OF DIRECTOR: WALTER C. RAKOWICH	Mgmt	For
1C.	ELECTION OF DIRECTOR: GEORGE L. FOTIADES	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHRISTINE N. GARVEY	Mgmt	For
1E.	ELECTION OF DIRECTOR: LYDIA H. KENNARD	Mgmt	For
1F.	ELECTION OF DIRECTOR: J. MICHAEL LOSH	Mgmt	For
1G.	ELECTION OF DIRECTOR: IRVING F. LYONS III	Mgmt	For
1H.	ELECTION OF DIRECTOR: JEFFREY L. SKELTON	Mgmt	For
1I.	ELECTION OF DIRECTOR: D. MICHAEL STEUERT	Mgmt	For
1J.	ELECTION OF DIRECTOR: CARL B. WEBB	Mgmt	For
1K.	ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS	Mgmt	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION FOR 2011	Mgmt	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION	Mgmt	1 Year
4.	APPROVE AND ADOPT THE PROLOGIS, INC. 2012 LONG-TERM INCENTIVE PLAN	Mgmt	For
5.	APPROVE AND ADOPT AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK BY 500,000,000 SHARES	Mgmt	For
6.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2012	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

PUBLIC STORAGE

Agen

Security: 74460D109  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: PSA  
 ISIN: US74460D1090

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RONALD L. HAVNER, JR. TAMARA HUGHES GUSTAVSON URI P. HARKHAM B. WAYNE HUGHES, JR. AVEDICK B. POLADIAN GARY E. PRUITT RONALD P. SPOGLI DANIEL C. STATON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	APPROVE THE MATERIAL TERMS FOR PAYMENT OF CERTAIN EXECUTIVE OFFICER INCENTIVE COMPENSATION.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

RAMCO-GERSHENSON PROPERTIES TRUST

Agen

Security: 751452202  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2012  
 Ticker: RPT  
 ISIN: US7514522025

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ARTHUR H. GOLDBERG MARK K. ROSENFELD STEPHEN R. BLANK MATTHEW L. OSTROWER JOEL M. PASHCOW DAVID J. NETTINA	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

- |    |  |      |     |
|----|--|------|-----|
| 3. | APPROVAL OF 2012 OMNIBUS LONG-TERM INCENTIVE PLAN.                     | Mgmt | For |
| 4. | ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

-----  
 REGENCY CENTERS CORPORATION

Agen

-----  
 Security: 758849103  
 Meeting Type: Annual  
 Meeting Date: 01-May-2012  
 Ticker: REG  
 ISIN: US7588491032  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MARTIN E. STEIN, JR. RAYMOND L. BANK C. RONALD BLANKENSHIP A.R. CARPENTER J. DIX DRUCE MARY LOU FIALA BRUCE M. JOHNSON DOUGLAS S. LUKE DAVID P. O'CONNOR JOHN C. SCHWEITZER BRIAN M. SMITH THOMAS G. WATTLES	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
2.	ADOPTION OF AN ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION FOR FISCAL YEAR 2011.	Mgmt	For
3.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

-----  
 RLJ LODGING TR

Agen

-----  
 Security: 74965L101  
 Meeting Type: Annual  
 Meeting Date: 04-May-2012  
 Ticker: RLJ  
 ISIN: US74965L1017  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF TRUSTEE: ROBERT L. JOHNSON	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

1.2	ELECTION OF TRUSTEE: THOMAS J. BALTIMORE, JR.	Mgmt	For
1.3	ELECTION OF TRUSTEE: EVAN BAYH	Mgmt	For
1.4	ELECTION OF TRUSTEE: NATHANIEL A. DAVIS	Mgmt	For
1.5	ELECTION OF TRUSTEE: ROBERT M. LA FORGIA	Mgmt	For
1.6	ELECTION OF TRUSTEE: GLENDA G. MCNEAL	Mgmt	For
1.7	ELECTION OF TRUSTEE: JOSEPH RYAN	Mgmt	For
2.	THE RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS SUCH COMPENSATION IS SET FORTH IN OUR 2012 PROXY STATEMENT, WHICH IS COMMONLY REFERRED TO AS "SAY-ON-PAY".	Mgmt	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, WHICH IS COMMONLY REFERRED TO AS "SAY-WHEN-ON-PAY".	Mgmt	1 Year

-----  
S.L. GREEN REALTY CORP.

Agen

-----  
Security: 78440X101  
Meeting Type: Annual  
Meeting Date: 19-Jun-2012  
Ticker: SLG  
ISIN: US78440X1019  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN H. ALSCHULER, JR. STEPHEN L. GREEN	Mgmt Mgmt	For For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, OUR EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For



Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

-----  
 SENIOR HOUSING PROPERTIES TRUST

Agen

-----  
 Security: 81721M109  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: SNH  
 ISIN: US81721M1099  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ELECT THE NOMINEE NAMED IN OUR PROXY STATEMENT TO OUR BOARD OF TRUSTEES AS THE INDEPENDENT TRUSTEE IN GROUP I: JEFFREY P. SOMERS	Mgmt	Abstain
2.	TO ELECT THE NOMINEE NAMED IN OUR PROXY STATEMENT TO OUR BOARD OF TRUSTEES AS THE MANAGING TRUSTEE IN GROUP I: BARRY M. PORTNOY	Mgmt	Abstain
3.	TO APPROVE THE ADOPTION OF THE 2012 SENIOR HOUSING PROPERTIES TRUST EQUITY COMPENSATION PLAN.	Mgmt	For
4.	TO APPROVE A NONBINDING ADVISORY RESOLUTION ON OUR EXECUTIVE COMPENSATION.	Mgmt	For
5.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

-----  
 SIMON PROPERTY GROUP, INC.

Agen

-----  
 Security: 828806109  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: SPG  
 ISIN: US8288061091  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MELVYN E. BERGSTEIN	Mgmt	For
1B	ELECTION OF DIRECTOR: LARRY C. GLASSCOCK	Mgmt	For
1C	ELECTION OF DIRECTOR: KAREN N. HORN, PH.D.	Mgmt	For
1D	ELECTION OF DIRECTOR: ALLAN HUBBARD	Mgmt	For
1E	ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ	Mgmt	For
1F	ELECTION OF DIRECTOR: DANIEL C. SMITH,	Mgmt	For

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

PH.D.

1G	ELECTION OF DIRECTOR: J. ALBERT SMITH, JR.	Mgmt	For
2	ANNUAL ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4	APPROVAL OF THE SIMON PROPERTY GROUP 1998 STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED.	Mgmt	For

-----  
 SOVRAN SELF STORAGE, INC.

Agen

-----  
 Security: 84610H108  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: SSS  
 ISIN: US84610H1086  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT J. ATTEA KENNETH F. MYSZKA ANTHONY P. GAMMIE CHARLES E. LANNON JAMES R. BOLDT STEPHEN R. RUSMISEL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For
3.	PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.	Mgmt	For

-----  
 STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Agen

-----  
 Security: 85590A401  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: HOT  
 ISIN: US85590A4013  
 -----

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

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

1.	DIRECTOR FRITS VAN PAASSCHEN BRUCE W. DUNCAN ADAM M. ARON CHARLENE BARSHEFSKY THOMAS E. CLARKE CLAYTON C. DALEY, JR. LIZANNE GALBREATH ERIC HIPPEAU STEPHEN R. QUAZZO THOMAS O. RYDER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	A PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For

-----  
TAUBMAN CENTERS, INC.

-----  
Agen

Security: 876664103  
Meeting Type: Annual  
Meeting Date: 07-Jun-2012  
Ticker: TCO  
ISIN: US8766641034

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR GRAHAM T. ALLISON PETER KARMANOS, JR. WILLIAM S. TAUBMAN	Mgmt Mgmt Mgmt	For For For
2	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3	ADVISORY APPROVAL OF THE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

-----  
UDR, INC.

-----  
Agen

Security: 902653104  
Meeting Type: Annual  
Meeting Date: 16-May-2012  
Ticker: UDR  
ISIN: US9026531049

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR KATHERINE A. CATTANACH ERIC J. FOSS ROBERT P. FREEMAN JON A. GROVE JAMES D. KLINGBEIL LYNNE B. SAGALYN MARK J. SANDLER THOMAS W. TOOMEY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

VENTAS, INC.

Agen

Security: 92276F100  
Meeting Type: Special  
Meeting Date: 01-Jul-2011  
Ticker: VTR  
ISIN: US92276F1003

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO APPROVE THE ISSUANCE OF SHARES OF VENTAS COMMON STOCK TO THE STOCKHOLDERS OF NATIONWIDE HEALTH PROPERTIES, INC. ("NHP") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 27, 2011, BY AND AMONG VENTAS, ITS WHOLLY OWNED SUBSIDIARY, NEEDLES ACQUISITION LLC, AND NHP.	Mgmt	For
02	TO APPROVE AN AMENDMENT TO VENTAS'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF VENTAS CAPITAL STOCK FROM 310,000,000 TO 610,000,000 AND THE NUMBER OF AUTHORIZED SHARES OF VENTAS COMMON STOCK FROM 300,000,000 TO 600,000,000.	Mgmt	For
03	TO APPROVE ANY ADJOURNMENTS OF THE VENTAS SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES FOR THE PROPOSALS TO ISSUE VENTAS COMMON STOCK IN CONNECTION WITH THE MERGER AND THE CHARTER AMENDMENT TO	Mgmt	For

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

INCREASE THE NUMBER OF AUTHORIZED SHARES OF  
VENTAS COMMON STOCK.

-----  
VENTAS, INC.

Agen

Security: 92276F100  
Meeting Type: Annual  
Meeting Date: 17-May-2012  
Ticker: VTR  
ISIN: US92276F1003  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DEBRA A. CAFARO	Mgmt	For
1B.	ELECTION OF DIRECTOR: DOUGLAS CROCKER II	Mgmt	For
1C.	ELECTION OF DIRECTOR: RONALD G. GEARY	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAY M. GELLERT	Mgmt	For
1E.	ELECTION OF DIRECTOR: RICHARD I. GILCHRIST	Mgmt	For
1F.	ELECTION OF DIRECTOR: MATTHEW J. LUSTIG	Mgmt	For
1G.	ELECTION OF DIRECTOR: DOUGLAS M. PASQUALE	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT D. REED	Mgmt	For
1I.	ELECTION OF DIRECTOR: SHELI Z. ROSENBERG	Mgmt	For
1J.	ELECTION OF DIRECTOR: GLENN J. RUFRANO	Mgmt	For
1K.	ELECTION OF DIRECTOR: JAMES D. SHELTON	Mgmt	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	ADOPTION OF THE VENTAS, INC. 2012 INCENTIVE PLAN.	Mgmt	For

-----  
VORNADO REALTY TRUST

Agen

Security: 929042109  
Meeting Type: Annual  
Meeting Date: 24-May-2012  
Ticker: VNO  
ISIN: US9290421091  
-----

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR STEVEN ROTH MICHAEL D. FASCITELLI RUSSELL B. WIGHT, JR.	Mgmt Mgmt Mgmt	For For For
2	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For
3	NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
4	NON-BINDING SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING.	Shr	For
5	NON-BINDING SHAREHOLDER PROPOSAL REGARDING ESTABLISHING ONE CLASS OF TRUSTEES TO BE ELECTED ANNUALLY.	Shr	For

\* Management position unknown

SIGNATURES

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

(Registrant) Cohen & Steers Total Return Realty Fund  
 By (Signature) /s/ Tina M. Payne  
 Name Tina M. Payne  
 Title President  
 Date 08/08/2012