

BLUE CHIP VALUE FUND INC
Form N-PX
August 27, 2010

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 811-05003

BLUE CHIP VALUE FUND, INC.

(Exact name of registrant as specified in charter)

1225 Seventeenth Street, 26th Floor
Denver, CO 80202

(Address of principal executive offices) (Zip code)

Michael P. Malloy, Drinker Biddle & Reath LLP, One Logan Square,
18th & Cherry Streets, Philadelphia, PA 19103

(Name and address of agent for service)

Registrant's telephone number, including area code: 800-624-4190

Date of fiscal year end: December 31

Date of reporting period: July 1, 2009 - June 30, 2010

FORM N-Px REPORT

ICA File Number: 811-05003
 Reporting Period: 07/01/2009 - 06/30/2010
 Blue Chip Value Fund, Inc.

Blue Chip Value Fund

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100
 Meeting Date: APR 23, 2010 Meeting Type: Annual
 Record Date: FEB 24, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director R.J. Alpern | For | For | Management |
| 1.2 | Elect Director R.S. Austin | For | For | Management |
| 1.3 | Elect Director W.M. Daley | For | Withhold | Management |
| 1.4 | Elect Director W.J. Farrell | For | Withhold | Management |
| 1.5 | Elect Director H.L. Fuller | For | Withhold | Management |
| 1.6 | Elect Director W.A. Osborn | For | Withhold | Management |
| 1.7 | Elect Director D.A.L. Owen | For | For | Management |
| 1.8 | Elect Director R.S. Roberts | For | For | Management |
| 1.9 | Elect Director S.C. Scott, III | For | For | Management |
| 1.10 | Elect Director W.D. Smithburg | For | Withhold | Management |
| 1.11 | Elect Director G.F. Tilton | For | For | Management |
| 1.12 | Elect Director M.D. White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 4 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

ACE LIMITED

Ticker: ACE Security ID: H0023R105
 Meeting Date: MAY 19, 2010 Meeting Type: Annual
 Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Robert Hernandez as Director | For | Against | Management |
| 1.2 | Elect Peter Menikoff as Director | For | Against | Management |
| 1.3 | Elect Robert Ripp as Director | For | Against | Management |
| 1.4 | Elect Theodore Shasta as Director | For | For | Management |
| 2 | Amend Articles Re: Treatment of | For | For | Management |

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| Abstentions and Broker Non-Votes | | | | |
|----------------------------------|--|-----|---------|------------|
| 3.1 | Approve Annual Report | For | For | Management |
| 3.2 | Accept Statutory Financial Statements | For | For | Management |
| 3.3 | Accept Consolidated Financial Statements | For | For | Management |
| 4 | Approve Allocation of Income and Omission of Dividends | For | For | Management |
| 5 | Approve Discharge of Board and Senior Management | For | For | Management |
| 6 | Approve Creation of CHF 4.4 Billion Pool of Capital without Preemptive Rights | For | For | Management |
| 7.1 | Ratify PricewaterhouseCoopers AG as Auditors | For | For | Management |
| 7.2 | Ratify PricewaterhouseCoopers LLC as Independent Registered Public Accounting Firm | For | For | Management |
| 7.3 | Ratify BDO AG as Special Auditors | For | For | Management |
| 8 | Amend 2004 Long-Term Incentive Plan | For | Against | Management |
| 9 | Approve Reduction in Share Capital and Capital Repayment of \$1.32 per Share | For | For | Management |

ALTERA CORPORATION

Ticker: ALTR
 Meeting Date: MAY 6, 2010
 Record Date: MAR 8, 2010

Security ID: 021441100
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director John P. Daane | For | For | Management |
| 2 | Elect Director Robert J. Finocchio, Jr. | For | For | Management |
| 3 | Elect Director Kevin McGarity | For | For | Management |
| 4 | Elect Director T. Michael Nevens | For | For | Management |
| 5 | Elect Director Krish A. Prabhu | For | For | Management |
| 6 | Elect Director John Shoemaker | For | For | Management |
| 7 | Elect Director Susan Wang | For | For | Management |
| 8 | Amend Omnibus Stock Plan | For | For | Management |
| 9 | Amend Omnibus Stock Plan | For | For | Management |
| 10 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

AMGEN, INC.

Ticker: AMGN
 Meeting Date: MAY 12, 2010

Security ID: 031162100
 Meeting Type: Annual

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Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Dr. David Baltimore | For | For | Management |

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| | | | | |
|----|---|---------|-----|-------------|
| 2 | Elect Director Frank J. Biondi, Jr. | For | For | Management |
| 3 | Elect Director Francois De Carbonnel | For | For | Management |
| 4 | Elect Director Jerry D. Choate | For | For | Management |
| 5 | Elect Director Dr. Vance D. Coffman | For | For | Management |
| 6 | Elect Director Frederick W. Gluck | For | For | Management |
| 7 | Elect Director Dr. Rebecca M. Henderson | For | For | Management |
| 8 | Elect Director Frank C. Herringer | For | For | Management |
| 9 | Elect Director Dr. Gilbert S. Omenn | For | For | Management |
| 10 | Elect Director Judith C. Pelham | For | For | Management |
| 11 | Elect Director Adm. J. Paul Reason, USN (Retired) | For | For | Management |
| 12 | Elect Director Leonard D. Schaeffer | For | For | Management |
| 13 | Elect Director Kevin W. Sharer | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 16 | Stock Retention/Holding Period | Against | For | Shareholder |

BALL CORPORATION

Ticker: BLL Security ID: 058498106
 Meeting Date: APR 28, 2010 Meeting Type: Annual
 Record Date: MAR 1, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director John A. Hayes | For | For | Management |
| 1.2 | Elect Director Hanno C. Fiedler | For | Withhold | Management |
| 1.3 | Elect Director John F. Lehman | For | Withhold | Management |
| 1.4 | Elect Director Georgia R. Nelson | For | Withhold | Management |
| 1.5 | Elect Director Erik H. van der Kaay | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 5 | Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote | Against | For | Shareholder |

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104
 Meeting Date: FEB 23, 2010 Meeting Type: Special
 Record Date: JAN 7, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Increase Authorized Common Stock | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

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BANK OF AMERICA CORPORATION

Ticker: BAC

Security ID: 060505104

Meeting Date: APR 28, 2010

Meeting Type: Annual

Record Date: MAR 3, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Susan S. Bies | For | For | Management |
| 2 | Elect Director William P. Boardman | For | For | Management |
| 3 | Elect Director Frank P. Bramble, Sr. | For | For | Management |
| 4 | Elect Director Virgis W. Colbert | For | For | Management |
| 5 | Elect Director Charles K. Gifford | For | For | Management |
| 6 | Elect Director Charles O. Holliday, Jr. | For | For | Management |
| 7 | Elect Director D. Paul Jones, Jr. | For | For | Management |
| 8 | Elect Director Monica C. Lozano | For | For | Management |
| 9 | Elect Director Thomas J. May | For | For | Management |
| 10 | Elect Director Brian T. Moynihan | For | For | Management |
| 11 | Elect Director Donald E. Powell | For | For | Management |
| 12 | Elect Director Charles O. Rossotti | For | For | Management |
| 13 | Elect Director Robert W. Scully | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Increase Authorized Common Stock | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 17 | Amend Omnibus Stock Plan | For | For | Management |
| 18 | Report on Government Service of Employees | Against | Against | Shareholder |
| 19 | TARP Related Compensation | Against | For | Shareholder |
| 20 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 21 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 22 | Adopt Policy on Succession Planning | Against | For | Shareholder |
| 23 | Report on Collateral in Derivatives Trading | Against | For | Shareholder |
| 24 | Claw-back of Payments under Restatements | Against | For | Shareholder |

BANK OF NEW YORK MELLON CORPORATION, THE

Ticker: BK

Security ID: 064058100

Meeting Date: APR 13, 2010

Meeting Type: Annual

Record Date: FEB 12, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ruth E. Bruch | For | For | Management |
| 1.2 | Elect Director Nicholas M. Donofrio | For | For | Management |
| 1.3 | Elect Director Gerald L. Hassell | For | For | Management |
| 1.4 | Elect Director Edmund F. Kelly | For | For | Management |
| 1.5 | Elect Director Robert P. Kelly | For | For | Management |
| 1.6 | Elect Director Richard J. Kogan | For | For | Management |
| 1.7 | Elect Director Michael J. Kowalski | For | For | Management |
| 1.8 | Elect Director John A. Luke, Jr. | For | For | Management |
| 1.9 | Elect Director Robert Mehrabian | For | For | Management |
| 1.10 | Elect Director Mark A. Nordenberg | For | For | Management |

1.11 Elect Director Catherine A. Rein

For

For

Management

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| | | | | |
|------|--|---------|-----|-------------|
| 1.12 | Elect Director William C. Richardson | For | For | Management |
| 1.13 | Elect Director Samuel C. Scott III | For | For | Management |
| 1.14 | Elect Director John P. Surma | For | For | Management |
| 1.15 | Elect Director Wesley W. von Schack | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Provide for Cumulative Voting | Against | For | Shareholder |
| 5 | Stock Retention/Holding Period | Against | For | Shareholder |
| 6 | Submit Severance Agreement (Change-in-Control) to Shareholder Vote | Against | For | Shareholder |

BEST BUY CO., INC.

Ticker: BBY
 Meeting Date: JUN 24, 2010
 Record Date: APR 27, 2010

Security ID: 086516101
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Lisa M. Caputo | For | For | Management |
| 1.2 | Elect Director Brian J. Dunn | For | For | Management |
| 1.3 | Elect Director Kathy J. Higgins Victor | For | For | Management |
| 1.4 | Elect Director Rogelio M. Rebolledo | For | For | Management |
| 1.5 | Elect Director Gerard R. Vittecoq | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

CAMPBELL SOUP CO.

Ticker: CPB
 Meeting Date: NOV 19, 2009
 Record Date: SEP 21, 2009

Security ID: 134429109
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edmund M. Carpenter | For | For | Management |
| 1.2 | Elect Director Paul R. Charron | For | For | Management |
| 1.3 | Elect Director Douglas R. Conant | For | For | Management |
| 1.4 | Elect Director Bennett Dorrance | For | For | Management |
| 1.5 | Elect Director Harvey Golub | For | For | Management |
| 1.6 | Elect Director Lawrence C. Karlson | For | For | Management |
| 1.7 | Elect Director Randall W. Larrimore | For | For | Management |
| 1.8 | Elect Director Mary Alice D. Malone | For | For | Management |
| 1.9 | Elect Director Sara Mathew | For | For | Management |
| 1.10 | Elect Director William D. Perez | For | For | Management |
| 1.11 | Elect Director Charles R. Perrin | For | For | Management |
| 1.12 | Elect Director A. Barry Rand | For | For | Management |
| 1.13 | Elect Director Nick Schreiber | For | For | Management |
| 1.14 | Elect Director Archbold D. Van Beuren | For | For | Management |
| 1.15 | Elect Director Les C. Vinney | For | For | Management |
| 1.16 | Elect Director Charlotte C. Weber | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | For | For | Management |

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CISCO SYSTEMS, INC.

Ticker: CSC0
 Meeting Date: NOV 12, 2009
 Record Date: SEP 14, 2009

Security ID: 17275R102
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Carol A. Bartz | For | For | Management |
| 2 | Elect Director M. Michele Burns | For | For | Management |
| 3 | Elect Director Michael D. Capellas | For | For | Management |
| 4 | Elect Director Larry R. Carter | For | For | Management |
| 5 | Elect Director John T. Chambers | For | For | Management |
| 6 | Elect Director Brian L. Halla | For | For | Management |
| 7 | Elect Director John L. Hennessy | For | For | Management |
| 8 | Elect Director Richard M. Kovacevich | For | For | Management |
| 9 | Elect Director Roderick C. McGeary | For | For | Management |
| 10 | Elect Director Michael K. Powell | For | For | Management |
| 11 | Elect Director Arun Sarin | For | For | Management |
| 12 | Elect Director Steven M. West | For | For | Management |
| 13 | Elect Director Jerry Yang | For | For | Management |
| 14 | Amend Omnibus Stock Plan | For | For | Management |
| 15 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 19 | Report on Internet Fragmentation | Against | For | Shareholder |

COLGATE-PALMOLIVE COMPANY

Ticker: CL
 Meeting Date: MAY 7, 2010
 Record Date: MAR 8, 2010

Security ID: 194162103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director John T. Cahill | For | For | Management |
| 2 | Elect Director Ian Cook | For | For | Management |
| 3 | Elect Director Helene D. Gayle | For | For | Management |
| 4 | Elect Director Ellen M. Hancock | For | For | Management |
| 5 | Elect Director Joseph Jimenez | For | For | Management |
| 6 | Elect Director David W. Johnson | For | For | Management |
| 7 | Elect Director Richard J. Kogan | For | For | Management |
| 8 | Elect Director Delano E. Lewis | For | For | Management |
| 9 | Elect Director J. Pedro Reinhard | For | For | Management |
| 10 | Elect Director Stephen I. Sadove | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

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|----|---|---------|---------|-------------|
| 13 | Report on Charitable Contributions | Against | Against | Shareholder |
| 14 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

COMERICA INCORPORATED

Ticker: CMA Security ID: 200340107
 Meeting Date: APR 27, 2010 Meeting Type: Annual
 Record Date: FEB 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Ralph W. Babb, Jr. | For | For | Management |
| 2 | Elect Director James F. Cordes | For | For | Management |
| 3 | Elect Director Jacqueline P. Kane | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 6 | Amend Omnibus Stock Plan | For | Against | Management |
| 7 | Declassify the Board of Directors | For | For | Management |
| 8 | Eliminate Supermajority Vote Requirement | Against | For | Shareholder |
| 9 | Claw-back of Payments under Restatements | Against | For | Shareholder |
| 10 | Pay For Superior Performance | Against | For | Shareholder |

COMPUTER SCIENCES CORPORATION

Ticker: CSC Security ID: 205363104
 Meeting Date: AUG 3, 2009 Meeting Type: Annual
 Record Date: JUN 8, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Irving W. Bailey, II | For | For | Management |
| 1.2 | Elect Director David J. Barram | For | For | Management |
| 1.3 | Elect Director Stephen L. Baum | For | For | Management |
| 1.4 | Elect Director Rodney F. Chase | For | For | Management |
| 1.5 | Elect Director Judith R. Haberkorn | For | For | Management |
| 1.6 | Elect Director Michael W. Laphen | For | For | Management |
| 1.7 | Elect Director F. Warren McFarlan | For | For | Management |
| 1.8 | Elect Director Chong Sup Park | For | For | Management |
| 1.9 | Elect Director Thomas H. Patrick | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

DARDEN RESTAURANTS, INC.

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Ticker: DRI
Meeting Date: SEP 25, 2009
Record Date: JUL 24, 2009

Security ID: 237194105
Meeting Type: Annual

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Leonard L. Berry | For | For | Management |
| 1.2 | Elect Director Odie C. Donald | For | For | Management |
| 1.3 | Elect Director Christopher J. Fraleigh | For | For | Management |
| 1.4 | Elect Director David H. Hughes | For | For | Management |
| 1.5 | Elect Director Charles A Ledsinger, Jr | For | For | Management |
| 1.6 | Elect Director William M. Lewis, Jr. | For | For | Management |
| 1.7 | Elect Director Senator Connie Mack III | For | For | Management |
| 1.8 | Elect Director Andrew H. (Drew) Madsen | For | For | Management |
| 1.9 | Elect Director Clarence Otis, Jr. | For | For | Management |
| 1.10 | Elect Director Michael D. Rose | For | For | Management |
| 1.11 | Elect Director Maria A. Sastre | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

DELL INC.

Ticker: DELL

Meeting Date: JUL 17, 2009

Record Date: MAY 22, 2009

Security ID: 24702R101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director James W. Breyer | For | For | Management |
| 1.2 | Elect Director Donald J. Carty | For | For | Management |
| 1.3 | Elect Director Michael S. Dell | For | For | Management |
| 1.4 | Elect Director William H. Gray, III | For | Withhold | Management |
| 1.5 | Elect Director Sallie L. Krawcheck | For | For | Management |
| 1.6 | Elect Director Judy C. Lewent | For | For | Management |
| 1.7 | Elect Director Thomas W. Luce, III | For | For | Management |
| 1.8 | Elect Director Klaus S. Luft | For | For | Management |
| 1.9 | Elect Director Alex J. Mandl | For | For | Management |
| 1.10 | Elect Director Sam Nunn | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Reimburse Proxy Contest Expenses | Against | For | Shareholder |
| 4 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

EDISON INTERNATIONAL

Ticker: EIX

Meeting Date: APR 22, 2010

Record Date: MAR 2, 2010

Security ID: 281020107

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Jagjeet S. Bindra | For | For | Management |
| 1.2 | Elect Director Vanessa C.L. Chang | For | For | Management |
| 1.3 | Elect Director France A. Cordova | For | For | Management |
| 1.4 | Elect Director Theodore F. Craver, Jr. | For | For | Management |
| 1.5 | Elect Director Charles B. Curtis | For | For | Management |
| 1.6 | Elect Director Bradford M. Freeman | For | For | Management |
| 1.7 | Elect Director Luis G. Nogales | For | For | Management |
| 1.8 | Elect Director Ronald L. Olson | For | For | Management |

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|------|--|---------|-----|-------------|
| 1.9 | Elect Director James M. Rosser | For | For | Management |
| 1.10 | Elect Director Richard T. Schlosberg, III | For | For | Management |
| 1.11 | Elect Director Thomas C. Sutton | For | For | Management |
| 1.12 | Elect Director Brett White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

EXPEDIA, INC.

Ticker: EXPE
 Meeting Date: JUN 8, 2010
 Record Date: APR 12, 2010

Security ID: 30212P105
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director A. George "Skip" Battle | For | For | Management |
| 1.2 | Elect Director Barry Diller | For | Withhold | Management |
| 1.3 | Elect Director Jonathan L. Dolgen | For | For | Management |
| 1.4 | Elect Director William R. Fitzgerald | For | Withhold | Management |
| 1.5 | Elect Director Craig A. Jacobson | For | For | Management |
| 1.6 | Elect Director Victor A. Kaufman | For | Withhold | Management |
| 1.7 | Elect Director Peter M. Kern | For | For | Management |
| 1.8 | Elect Director Dara Khosrowshahi | For | Withhold | Management |
| 1.9 | Elect Director John C. Malone | For | Withhold | Management |
| 1.10 | Elect Director Jose A. Tazon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

EXXON MOBIL CORPORATION

Ticker: XOM
 Meeting Date: MAY 26, 2010
 Record Date: APR 6, 2010

Security ID: 30231G102
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director M.J. Boskin | For | For | Management |
| 1.2 | Elect Director P. Brabeck-Letmathe | For | For | Management |
| 1.3 | Elect Director L.R. Faulkner | For | For | Management |
| 1.4 | Elect Director J.S. Fishman | For | For | Management |
| 1.5 | Elect Director K.C. Frazier | For | For | Management |
| 1.6 | Elect Director W.W. George | For | For | Management |
| 1.7 | Elect Director M.C. Nelson | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director S.C. Reinemund | For | For | Management |
| 1.10 | Elect Director R.W. Tillerson | For | For | Management |
| 1.11 | Elect Director E.E. Whitacre, Jr. | For | For | Management |

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|---|---|---------|-----|-------------|
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

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| | | | | |
|----|---|---------|---------|-------------|
| 4 | Reincorporate in Another State [from New Jersey to North Dakota] | Against | Against | Shareholder |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 6 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity | Against | Against | Shareholder |
| 7 | Adopt Policy on Human Right to Water | Against | Against | Shareholder |
| 8 | Adopt Policy to Address Coastal Louisiana Environmental Impacts | Against | Against | Shareholder |
| 9 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For | Shareholder |
| 10 | Report on Environmental Impacts of Natural Gas Fracturing | Against | For | Shareholder |
| 11 | Report on Energy Technologies Development | Against | Against | Shareholder |
| 12 | Adopt Quantitative GHG Goals from Products and Operations | Against | For | Shareholder |
| 13 | Report on Risks of Alternative Long-term Fossil Fuel Demand Estimates | Against | Against | Shareholder |

FOREST LABORATORIES, INC.

Ticker: FRX
Meeting Date: AUG 10, 2009
Record Date: JUN 19, 2009

Security ID: 345838106
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Howard Solomon | For | For | Management |
| 1.2 | Elect Director Lawrence S. Olanoff | For | For | Management |
| 1.3 | Elect Director Nesli Basgoz | For | For | Management |
| 1.4 | Elect Director William J. Candee | For | For | Management |
| 1.5 | Elect Director George S. Cohan | For | For | Management |
| 1.6 | Elect Director Dan L. Goldwasser | For | For | Management |
| 1.7 | Elect Director Kenneth E. Goodman | For | For | Management |
| 1.8 | Elect Director Lester B. Salans | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

GENERAL DYNAMICS CORPORATION

Ticker: GD
Meeting Date: MAY 5, 2010
Record Date: MAR 8, 2010

Security ID: 369550108
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|---|-------------------------------------|-----|-----|------------|
| 1 | Elect Director Nicholas D. Chabraja | For | For | Management |
| 2 | Elect Director James S. Crown | For | For | Management |
| 3 | Elect Director William P. Fricks | For | For | Management |
| 4 | Elect Director Jay L. Johnson | For | For | Management |

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| | | | | |
|----|---------------------------------------|---------|---------|-------------|
| 5 | Elect Director George A. Joulwan | For | For | Management |
| 6 | Elect Director Paul G. Kaminski | For | For | Management |
| 7 | Elect Director John M. Keane | For | For | Management |
| 8 | Elect Director Lester L. Lyles | For | For | Management |
| 9 | Elect Director William A. Osborn | For | For | Management |
| 10 | Elect Director Robert Walmsley | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Report on Space-based Weapons Program | Against | Against | Shareholder |

INTEL CORPORATION

Ticker: INTC

Meeting Date: MAY 19, 2010

Record Date: MAR 22, 2010

Security ID: 458140100

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Charlene Barshefsky | For | For | Management |
| 2 | Elect Director Susan L. Decker | For | For | Management |
| 3 | Elect Director John J. Donahoe | For | For | Management |
| 4 | Elect Director Reed E. Hundt | For | For | Management |
| 5 | Elect Director Paul S. Otellini | For | For | Management |
| 6 | Elect Director James D. Plummer | For | For | Management |
| 7 | Elect Director David S. Pottruck | For | For | Management |
| 8 | Elect Director Jane E. Shaw | For | For | Management |
| 9 | Elect Director Frank D. Yeary | For | For | Management |
| 10 | Elect Director David B. Yoffie | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM

Meeting Date: APR 27, 2010

Record Date: FEB 26, 2010

Security ID: 459200101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1 | Elect Director A. J. P. Belda | For | For | Management |
| 2 | Elect Director C. Black | For | For | Management |
| 3 | Elect Director W. R. Brody | For | For | Management |
| 4 | Elect Director K. I. Chenault | For | For | Management |
| 5 | Elect Director M. L. Eskew | For | For | Management |
| 6 | Elect Director S. A. Jackson | For | For | Management |
| 7 | Elect Director A. N. Liveris | For | For | Management |
| 8 | Elect Director W. J. McNerney, Jr. | For | For | Management |
| 9 | Elect Director T. Nishimuro | For | For | Management |
| 10 | Elect Director J. W. Owens | For | For | Management |
| 11 | Elect Director S. J. Palmisano | For | For | Management |
| 12 | Elect Director J. E. Spero | For | For | Management |
| 13 | Elect Director S. Taurel | For | For | Management |
| 14 | Elect Director L. H. Zambrano | For | For | Management |

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| | | | | |
|----|---|---------|-----|-------------|
| 15 | Ratify Auditors | For | For | Management |
| 16 | Adopt Policy on Bonus Banking | Against | For | Shareholder |
| 17 | Provide for Cumulative Voting | Against | For | Shareholder |
| 18 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 19 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

INTERNATIONAL PAPER COMPANY

Ticker: IP Security ID: 460146103
 Meeting Date: MAY 10, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Directors David J. Bronczek | For | For | Management |
| 1.2 | Elect Directors Lynn Laverty Elsenhans | For | For | Management |
| 1.3 | Elect Directors John V. Faraci | For | For | Management |
| 1.4 | Elect Directors Stacey J. Mobley | For | For | Management |
| 1.5 | Elect Directors John L. Townsend, III | For | For | Management |
| 1.6 | Elect Directors William G. Walter | For | For | Management |
| 1.7 | Elect Directors J. Steven Whisler | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Provide Right to Call Special Meeting For | For | For | Management |

INVESCO LTD. (FORMERLY INVESCO PLC)

Ticker: IVZ Security ID: G491BT108
 Meeting Date: MAY 18, 2010 Meeting Type: Annual
 Record Date: MAR 19, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Joseph R. Canion as Director | For | For | Management |
| 1.2 | Elect Edward P. Lawrence as Director | For | For | Management |
| 1.3 | Elect James I. Robertson as Director | For | For | Management |
| 1.4 | Elect Phoebe A. Wood as Director | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

ITT CORPORATION

Ticker: ITT Security ID: 450911102
 Meeting Date: MAY 11, 2010 Meeting Type: Annual
 Record Date: MAR 17, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|-----|-----------------------------------|-----|-----|------------|
| 1.1 | Elect Director Steven R. Loranger | For | For | Management |
| 1.2 | Elect Director Curtis J. Crawford | For | For | Management |
| 1.3 | Elect Director Christina A. Gold | For | For | Management |

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| | | | | |
|------|--|---------|---------|-------------|
| 1.4 | Elect Director Ralph F. Hake | For | For | Management |
| 1.5 | Elect Director John J. Hamre | For | For | Management |
| 1.6 | Elect Director Paul J. Kern | For | For | Management |
| 1.7 | Elect Director Frank T. MacInnis | For | For | Management |
| 1.8 | Elect Director Surya N. Mohapatra | For | For | Management |
| 1.9 | Elect Director Linda S. Sanford | For | For | Management |
| 1.10 | Elect Director Markos I. Tambakeras | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Foreign Military Sales | Against | Against | Shareholder |
| 4 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

JPMORGAN CHASE & CO.

Ticker: JPM
Meeting Date: MAY 18, 2010
Record Date: MAR 19, 2010

Security ID: 46625H100
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Crandall C. Bowles | For | For | Management |
| 1.2 | Elect Director Stephen B. Burke | For | For | Management |
| 1.3 | Elect Director David M. Cote | For | For | Management |
| 1.4 | Elect Director James S. Crown | For | For | Management |
| 1.5 | Elect Director James Dimon | For | For | Management |
| 1.6 | Elect Director Ellen V. Futter | For | For | Management |
| 1.7 | Elect Director William H. Gray, III | For | For | Management |
| 1.8 | Elect Director Laban P. Jackson, Jr. | For | For | Management |
| 1.9 | Elect Director David C. Novak | For | For | Management |
| 1.10 | Elect Director Lee R. Raymond | For | For | Management |
| 1.11 | Elect Director William C. Weldon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Affirm Political Non-Partisanship | Against | Against | Shareholder |
| 5 | Amend Bylaws-- Call Special Meetings | Against | For | Shareholder |
| 6 | Report on Collateral in Derivatives Trading | Against | For | Shareholder |
| 7 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 8 | Require Independent Board Chairman | Against | For | Shareholder |
| 9 | Report on Pay Disparity | Against | Against | Shareholder |
| 10 | Stock Retention/Holding Period | Against | For | Shareholder |

MACY'S, INC.

Ticker: M
Meeting Date: MAY 14, 2010
Record Date: MAR 19, 2010

Security ID: 55616P104
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|-----|--------------------------------------|-----|-----|------------|
| 1.1 | Elect Director Stephen F. Bollenbach | For | For | Management |
| 1.2 | Elect Director Deirdre P. Connelly | For | For | Management |

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| | | | | |
|------|---|---------|-----|-------------|
| 1.3 | Elect Director Meyer Feldberg | For | For | Management |
| 1.4 | Elect Director Sara Levinson | For | For | Management |
| 1.5 | Elect Director Terry J. Lundgren | For | For | Management |
| 1.6 | Elect Director Joseph Neubauer | For | For | Management |
| 1.7 | Elect Director Joseph A. Pichler | For | For | Management |
| 1.8 | Elect Director Joyce M. Roche | For | For | Management |
| 1.9 | Elect Director Craig E. Weatherup | For | For | Management |
| 1.10 | Elect Director Marna C. Whittington | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Certificate of Incorporation to Reduce Supermajority Vote Requirements and Eliminate Certain Provisions | For | For | Management |
| 4 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

MARATHON OIL CORPORATION

Ticker: MRO

Meeting Date: APR 28, 2010

Record Date: MAR 1, 2010

Security ID: 565849106

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Gregory H. Boyce | For | For | Management |
| 2 | Elect Director Clarence P. Cazalot, Jr. | For | For | Management |
| 3 | Elect Director David A. Daberko | For | For | Management |
| 4 | Elect Director William L. Davis | For | For | Management |
| 5 | Elect Director Shirley Ann Jackson | For | For | Management |
| 6 | Elect Director Philip Lader | For | For | Management |
| 7 | Elect Director Charles R. Lee | For | For | Management |
| 8 | Elect Director Michael E. J. Phelps | For | For | Management |
| 9 | Elect Director Dennis H. Reilley | For | For | Management |
| 10 | Elect Director Seth E. Schofield | For | For | Management |
| 11 | Elect Director John W. Snow | For | For | Management |
| 12 | Elect Director Thomas J. Usher | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

MICROSOFT CORPORATION

Ticker: MSFT

Meeting Date: NOV 19, 2009

Record Date: SEP 4, 2009

Security ID: 594918104

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director William H. Gates, III | For | For | Management |
| 2 | Elect Director Steven A. Ballmer | For | For | Management |
| 3 | Elect Director Dina Dublon | For | For | Management |
| 4 | Elect Director Raymond V. Gilmartin | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 5 | Elect Director Reed Hastings | For | For | Management |
| 6 | Elect Director Maria Klawe | For | For | Management |
| 7 | Elect Director David F. Marquardt | For | For | Management |
| 8 | Elect Director Charles H. Noski | For | For | Management |
| 9 | Elect Director Helmut Panke | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Permit Right to Call Special Meeting | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Adopt Principles for Health Care Reform | Against | Against | Shareholder |
| 14 | Report on Charitable Contributions | Against | Against | Shareholder |

MOSAIC CO

Ticker: MOS Security ID: 61945A107
 Meeting Date: OCT 8, 2009 Meeting Type: Annual
 Record Date: AUG 10, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Phyllis E. Cochran | For | For | Management |
| 1.2 | Elect Director Robert L. Lumpkins | For | Withhold | Management |
| 1.3 | Elect Director Harold H. MacKay | For | For | Management |
| 1.4 | Elect Director William T. Monahan | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

NIKE, INC.

Ticker: NKE Security ID: 654106103
 Meeting Date: SEP 21, 2009 Meeting Type: Annual
 Record Date: JUL 24, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Jill K. Conway | For | For | Management |
| 1.2 | Elect Director Alan B. Graf, Jr. | For | For | Management |
| 1.3 | Elect Director John C. Lechleiter | For | For | Management |
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

NOKIA CORP.

Ticker: NOK Security ID: 654902204
 Meeting Date: MAY 6, 2010 Meeting Type: Annual
 Record Date: APR 26, 2010

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------|---------|-----------|------------|
| 1 | Open Meeting | None | None | Management |

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| | | | | |
|----|---|------|------|------------|
| 2 | Calling the Meeting to Order | None | None | Management |
| 3 | Designate Inspector or Shareholder Representative(s) of Minutes of Meeting | None | None | Management |
| 4 | Acknowledge Proper Convening of Meeting | None | None | Management |
| 5 | Prepare and Approve List of Shareholders | None | None | Management |
| 6 | Receive Financial Statements and Statutory Reports, the Board's Report, and the Auditor's Report; Receive Review by the CEO | None | None | Management |
| 7 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 8 | Approve Allocation of Income and Dividends of EUR 0.40 Per Share | For | For | Management |
| 9 | Approve Discharge of Board and President | For | For | Management |
| 10 | Approve Remuneration of Directors in the Amount of EUR 440,000 for Chairman, EUR 150,000 for Vice Chairman, and EUR 130,000 for Other Directors; Approve Remuneration for Committee Work | For | For | Management |
| 11 | Fix Number of Directors at 10 | For | For | Management |
| 12 | Reelect Lalita Gupte, Bengt Holmstrom, Henning Kagermann, Olli-Pekka Kallasvuo, Per Karlsson, Isabel Marey-Semper, Jorma Ollila, Marjorie Scardino, Risto Siilasmaa, and Keijo Suila as Directors | For | For | Management |
| 13 | Approve Remuneration of Auditors | For | For | Management |
| 14 | Ratify PricewaterhouseCoopers as Auditors | For | For | Management |
| 15 | Amend Articles Re: Amend Corporate Purpose; Amend Method of Convening General Meetings | For | For | Management |
| 16 | Authorize Repurchase of up to 360 Million Issued Shares | For | For | Management |
| 17 | Approve Issuance of up to 740 Million Shares without Preemptive Rights | For | For | Management |
| 18 | Close Meeting | None | None | Management |

NORFOLK SOUTHERN CORPORATION

Ticker: NSC
 Meeting Date: MAY 13, 2010
 Record Date: MAR 5, 2010

Security ID: 655844108
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Thomas D. Bell, Jr. | For | For | Management |
| 2 | Elect Director Alston D. Correll | For | For | Management |
| 3 | Elect Director Landon Hilliard | For | For | Management |
| 4 | Elect Director Burton M. Joyce | For | For | Management |

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| | | | | |
|---|-----------------------------------|-----|-----|------------|
| 5 | Ratify Auditors | For | For | Management |
| 6 | Declassify the Board of Directors | For | For | Management |
| 7 | Amend Omnibus Stock Plan | For | For | Management |

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| | | | | |
|---|--------------------------------------|---------|-----|-------------|
| 8 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 9 | Report on Political Contributions | Against | For | Shareholder |

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105
 Meeting Date: MAY 7, 2010 Meeting Type: Annual
 Record Date: MAR 15, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Spencer Abraham | For | Against | Management |
| 2 | Elect Director John S. Chalsty | For | Against | Management |
| 3 | Elect Director Stephen I. Chazen | For | For | Management |
| 4 | Elect Director Edward P. Djerejian | For | Against | Management |
| 5 | Elect Director John E. Feick | For | Against | Management |
| 6 | Elect Director Carlos M. Gutierrez | For | Against | Management |
| 7 | Elect Director Ray R. Irani | For | Against | Management |
| 8 | Elect Director Irvin W. Maloney | For | Against | Management |
| 9 | Elect Director Avedick B. Poladian | For | Against | Management |
| 10 | Elect Director Rodolfo Segovia | For | Against | Management |
| 11 | Elect Director Aziz D. Syriani | For | Against | Management |
| 12 | Elect Director Rosemary Tomich | For | Against | Management |
| 13 | Elect Director Walter L. Weisman | For | Against | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 17 | Limit Executive Compensation | Against | Against | Shareholder |
| 18 | Require Independent Board Chairman | Against | For | Shareholder |
| 19 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 20 | Report on Host Country Social and Environmental Laws | Against | Against | Shareholder |
| 21 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 22 | Report on Policy for Increasing Safety by Reducing Hazardous Substance Usage and Re-locating Facilities | Against | Against | Shareholder |
| 23 | Double Trigger on Equity Plans | Against | For | Shareholder |

PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 22, 2010 Meeting Type: Annual
 Record Date: FEB 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Dennis A. Ausiello | For | For | Management |
| 2 | Elect Director Michael S. Brown | For | For | Management |
| 3 | Elect Director M. Anthony Burns | For | For | Management |
| 4 | Elect Director Robert N. Burt | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 5 | Elect Director W. Don Cornwell | For | For | Management |
| 6 | Elect Director Frances D. Fergusson | For | For | Management |
| 7 | Elect Director William H. Gray III | For | For | Management |
| 8 | Elect Director Constance J. Horner | For | For | Management |
| 9 | Elect Director James M. Kilts | For | For | Management |
| 10 | Elect Director Jeffrey B. Kindler | For | For | Management |
| 11 | Elect Director George A. Lorch | For | For | Management |
| 12 | Elect Director John P. Mascotte | For | For | Management |
| 13 | Elect Director Suzanne Nora Johnson | For | For | Management |
| 14 | Elect Director Stephen W. Sanger | For | For | Management |
| 15 | Elect Director William C. Steere, Jr. | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 18 | Provide Right to Call Special Meeting | For | For | Management |
| 19 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |

PPL CORPORATION

Ticker: PPL Security ID: 69351T106
 Meeting Date: MAY 19, 2010 Meeting Type: Annual
 Record Date: FEB 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Stuart E. Graham | For | For | Management |
| 1.2 | Elect Director Stuart Heydt | For | For | Management |
| 1.3 | Elect Director Craig A. Rogerson | For | For | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 5 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103
 Meeting Date: MAR 2, 2010 Meeting Type: Annual
 Record Date: JAN 4, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Barbara T. Alexander | For | For | Management |
| 1.2 | Elect Director Stephen M. Bennett | For | For | Management |
| 1.3 | Elect Director Donald G. Cruickshank | For | For | Management |
| 1.4 | Elect Director Raymond V. Dittamore | For | For | Management |
| 1.5 | Elect Director Thomas W. Horton | For | For | Management |
| 1.6 | Elect Director Irwin Mark Jacobs | For | For | Management |
| 1.7 | Elect Director Paul E. Jacobs | For | For | Management |
| 1.8 | Elect Director Robert E. Kahn | For | For | Management |
| 1.9 | Elect Director Sherry Lansing | For | For | Management |

1.10 Elect Director Duane A. Nelles

For

For

Management

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| | | | | |
|------|--------------------------------|-----|-----|------------|
| 1.11 | Elect Director Brent Scowcroft | For | For | Management |
| 1.12 | Elect Director Marc I. Stern | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102
 Meeting Date: MAY 20, 2010 Meeting Type: Annual
 Record Date: MAR 22, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director James R. Ball | For | For | Management |
| 1.2 | Elect Director John R. Colson | For | For | Management |
| 1.3 | Elect Director J. Michal Conaway | For | For | Management |
| 1.4 | Elect Director Ralph R. DiSibio | For | For | Management |
| 1.5 | Elect Director Bernard Fried | For | For | Management |
| 1.6 | Elect Director Louis C. Golm | For | For | Management |
| 1.7 | Elect Director Worthing F. Jackman | For | For | Management |
| 1.8 | Elect Director Bruce Ranck | For | For | Management |
| 1.9 | Elect Director John R. Wilson | For | For | Management |
| 1.10 | Elect Director Pat Wood, III | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

RAYTHEON COMPANY

Ticker: RTN Security ID: 755111507
 Meeting Date: MAY 27, 2010 Meeting Type: Annual
 Record Date: APR 2, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Vernon E. Clark | For | For | Management |
| 2 | Elect Director John M. Deutch | For | For | Management |
| 3 | Elect Director Stephen J. Hadley | For | For | Management |
| 4 | Elect Director Frederic M. Poses | For | For | Management |
| 5 | Elect Director Michael C. Ruetters | For | For | Management |
| 6 | Elect Director Ronald L. Skates | For | For | Management |
| 7 | Elect Director William R. Spivey | For | For | Management |
| 8 | Elect Director Linda G. Stuntz | For | For | Management |
| 9 | Elect Director William H. Swanson | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Provide Right to Call Special Meeting | For | For | Management |
| 12 | Approve Omnibus Stock Plan | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 14 | Submit SERP to Shareholder Vote | Against | For | Shareholder |
| 15 | Provide Right to Act by Written Consent | Against | For | Shareholder |

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SUNTRUST BANKS, INC.

Ticker: STI
 Meeting Date: APR 27, 2010
 Record Date: FEB 17, 2010

Security ID: 867914103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Robert M. Beall, II | For | For | Management |
| 2 | Elect Director Alston D. Correll | For | For | Management |
| 3 | Elect Director Jeffrey C. Crowe | For | For | Management |
| 4 | Elect Director Patricia C. Frist | For | For | Management |
| 5 | Elect Director Blake P. Garrett, Jr. | For | For | Management |
| 6 | Elect Director David H. Hughes | For | For | Management |
| 7 | Elect Director M. Douglas Ivester | For | For | Management |
| 8 | Elect Director J. Hicks Lanier | For | For | Management |
| 9 | Elect Director William A. Linnenbringer | For | For | Management |
| 10 | Elect Director G. Gilmer Minor, III | For | For | Management |
| 11 | Elect Director Larry L. Prince | For | For | Management |
| 12 | Elect Director Frank S. Royal, M.D. | For | For | Management |
| 13 | Elect Director Thomas R. Watjen | For | For | Management |
| 14 | Elect Director James M. Wells, III | For | For | Management |
| 15 | Elect Director Karen Hastie Williams | For | For | Management |
| 16 | Elect Director Phail Wynn, Jr. | For | For | Management |
| 17 | Amend Management Incentive Bonus Plan | For | For | Management |
| 18 | Ratify Auditors | For | For | Management |
| 19 | Advisory Vote on Executive Compensation | For | For | Management |
| 20 | Prepare Sustainability Report | Against | For | Shareholder |

SYMANTEC CORPORATION

Ticker: SYMC
 Meeting Date: SEP 23, 2009
 Record Date: JUL 27, 2009

Security ID: 871503108
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Michael A. Brown | For | For | Management |
| 1.2 | Elect Director William T. Coleman | For | For | Management |
| 1.3 | Elect Director Frank E. Dangeard | For | For | Management |
| 1.4 | Elect Director Geraldine B. Laybourne | For | For | Management |
| 1.5 | Elect Director David L. Mahoney | For | For | Management |
| 1.6 | Elect Director Robert S. Miller | For | For | Management |
| 1.7 | Elect Director Enrique Salem | For | For | Management |
| 1.8 | Elect Director Daniel H. Schulman | For | For | Management |
| 1.9 | Elect Director John W. Thompson | For | For | Management |
| 1.10 | Elect Director V. Paul Unruh | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

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TRANSOCEAN LTD.

Ticker: RIG

Security ID: H8817H100

Meeting Date: MAY 14, 2010

Meeting Type: Annual

Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Discharge of Board and Senior Management | For | For | Management |
| 3 | Approve Allocation of Income and Omission of Dividends | For | For | Management |
| 4 | Change Location of Registered Office to Steinhausen, Switzerland | For | For | Management |
| 5 | Approve Creation of CHF 2.5 Billion Pool of Capital without Preemptive Rights | For | Against | Management |
| 6 | Approve Reduction in Share Capital and Repayment of \$3.11 per Share | For | For | Management |
| 7 | Amend Articles Re: Share Certificates due to New Swiss Federal Act on Intermediated Securities | For | For | Management |
| 8a | Elect Steven Newman as Director | For | For | Management |
| 8b | Reelect Thomas Carson as Director | For | For | Management |
| 8c | Reelect Robert Sprague as Director | For | For | Management |
| 8d | Reelect J. Michael Talbert as Director | For | For | Management |
| 8e | Reelect John Whitmire as Director | For | For | Management |
| 9 | Appointment Of Ernst & Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2010 | For | For | Management |
| 10 | Transact Other Business (Voting) | For | Against | Management |

TRAVELERS COMPANIES, INC., THE

Ticker: TRV

Security ID: 89417E109

Meeting Date: MAY 4, 2010

Meeting Type: Annual

Record Date: MAR 5, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Alan L. Beller | For | For | Management |
| 1.2 | Elect Director John H. Dasburg | For | For | Management |
| 1.3 | Elect Director Janet M. Dolan | For | For | Management |
| 1.4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 1.5 | Elect Director Jay S. Fishman | For | For | Management |
| 1.6 | Elect Director Lawrence G. Graev | For | For | Management |
| 1.7 | Elect Director Patricia L. Higgins | For | For | Management |
| 1.8 | Elect Director Thomas R. Hodgson | For | For | Management |
| 1.9 | Elect Director Cleve L. Killingsworth, Jr. | For | For | Management |
| 1.10 | Elect Director Blythe J. McGarvie | For | For | Management |

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| | | | | |
|------|----------------------------------|-----|-----|------------|
| 1.11 | Elect Director Donald J. Shepard | For | For | Management |
| 1.12 | Elect Director Laurie J. Thomsen | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

UNILEVER NV

Ticker: UNA
 Meeting Date: MAY 11, 2010
 Record Date: MAR 22, 2010

Security ID: 904784709
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Receive Report of Management Board (Non-Voting) | None | None | Management |
| 2 | Approve Financial Statements and Allocation of Income | For | For | Management |
| 3 | Approve Discharge of Executive Directors | For | For | Management |
| 4 | Approve Discharge of Non-Executive Directors | For | For | Management |
| 5 | Reelect P.G.J.M. Polman to Executive Board | For | For | Management |
| 6 | Elect R.J-M.S. Huet to Executive Board | For | For | Management |
| 7 | Reelect L.O. Fresco as Non-Executive Director | For | For | Management |
| 8 | Reelect A.M. Fudge as Non-Executive Director | For | For | Management |
| 9 | Reelect C.E. Golden as Non-Executive Director | For | For | Management |
| 10 | Reelect B.E. Grote as Non-Executive Director | For | For | Management |
| 11 | Reelect H. Nyasulu as Non-Executive Director | For | For | Management |
| 12 | Reelect K.J. Storm as Non-Executive Director | For | For | Management |
| 13 | Reelect M. Treschow as Non-Executive Director | For | For | Management |
| 14 | Reelect J. van der Veer as Non-Executive Director | For | For | Management |
| 15 | Elect P. Walsh as Non-Executive Director | For | For | Management |
| 16 | Elect M. Rifkind as Non-Executive Director | For | For | Management |
| 17 | Approve Management Co-Investment Plan | For | For | Management |
| 18 | Amend Performance Criteria of the Annual Bonus | For | For | Management |
| 19 | Amend Performance Criteria of the Long-Term Incentive Plan | For | For | Management |
| 20 | Approve Cancellation of 4 Percent Cumulative Preference Shares | For | For | Management |
| 21 | Authorize Repurchase of 6% Cumulative Preference Shares and 7% Cumulative Preference Shares | For | For | Management |
| 22 | Authorize Repurchase of Up to Ten Percent of Issued Share Capital | For | For | Management |
| 23 | Approve Authorization to Cancel Ordinary Shares | For | For | Management |
| 24 | Grant Board Authority to Issue Shares | For | For | Management |

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| | | | | |
|----|---|------|------|------------|
| | Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights | | | |
| 25 | Ratify PricewaterhouseCoopers as Auditors | For | For | Management |
| 26 | Allow Questions and Close Meeting | None | None | Management |

UNION PACIFIC CORPORATION

Ticker: UNP Security ID: 907818108
 Meeting Date: MAY 6, 2010 Meeting Type: Annual
 Record Date: FEB 26, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|-------------|
| 1 | Elect Director Andrew H. Card, Jr. | For | For | Management |
| 2 | Elect Director Erroll B. Davis, Jr. | For | For | Management |
| 3 | Elect Director Thomas J. Donohue | For | For | Management |
| 4 | Elect Director Archie W. Dunham | For | For | Management |
| 5 | Elect Director Judith Richards Hope | For | For | Management |
| 6 | Elect Director Charles C. Krulak | For | For | Management |
| 7 | Elect Director Michael R. McCarthy | For | For | Management |
| 8 | Elect Director Michael W. McConnell | For | For | Management |
| 9 | Elect Director Thomas F. McLarty III | For | For | Management |
| 10 | Elect Director Steven R. Rogel | For | For | Management |
| 11 | Elect Director Jose H. Villarreal | For | For | Management |
| 12 | Elect Director James R. Young | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Require Independent Board Chairman | Against | Against | Shareholder |
| 15 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106
 Meeting Date: MAR 10, 2010 Meeting Type: Annual
 Record Date: JAN 11, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Susan E. Arnold | For | For | Management |
| 2 | Elect Director John E. Bryson | For | For | Management |
| 3 | Elect Director John S. Chen | For | For | Management |
| 4 | Elect Director Judith L. Estrin | For | For | Management |
| 5 | Elect Director Robert A. Iger | For | For | Management |
| 6 | Elect Director Steven P. Jobs | For | For | Management |
| 7 | Elect Director Fred H. Langhammer | For | For | Management |
| 8 | Elect Director Aylwin B. Lewis | For | For | Management |
| 9 | Elect Director Monica C. Lozano | For | For | Management |
| 10 | Elect Director Robert W. Matschullat | For | For | Management |
| 11 | Elect Director John E. Pepper, Jr. | For | For | Management |
| 12 | Elect Director Sheryl Sandberg | For | For | Management |
| 13 | Elect Director Orin C. Smith | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan | For | Against | Management |
| 16 | Reduce Supermajority Vote Requirement | For | For | Management |
| 17 | Reduce Supermajority Vote Requirement | For | For | Management |
| 18 | Amend Articles of Incorporation to Delete Certain Tracking Stock Provisions | For | For | Management |
| 19 | Amend Articles of Incorporation to Delete Classified Board Transition Provisions | For | For | Management |
| 20 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 21 | Amend EEO Policy to Prohibit Discrimination Based on Ex-Gay Status | Against | Against | Shareholder |

WESTERN UNION COMPANY, THE

Ticker: WU
Meeting Date: MAY 14, 2010
Record Date: MAR 17, 2010

Security ID: 959802109
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Dinyar S. Devitre | For | For | Management |
| 2 | Elect Director Christina A. Gold | For | For | Management |
| 3 | Elect Director Betsy D. Holden | For | For | Management |
| 4 | Elect Director Wulf Von Schimmelmann | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

WYETH

Ticker: WYE
Meeting Date: JUL 20, 2009
Record Date: JUN 5, 2009

Security ID: 983024100
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |
| 3.1 | Elect Director Robert M. Amen | For | Against | Management |
| 3.2 | Elect Director Michael J. Critelli | For | Against | Management |
| 3.3 | Elect Director Frances D. Fergusson | For | For | Management |
| 3.4 | Elect Director Victor F. Ganzi | For | Against | Management |
| 3.5 | Elect Director Robert Langer | For | For | Management |
| 3.6 | Elect Director John P. Mascotte | For | Against | Management |
| 3.7 | Elect Director Raymond J. McGuire | For | Against | Management |
| 3.8 | Elect Director Mary Lake Polan | For | For | Management |
| 3.9 | Elect Director Bernard Poussot | For | For | Management |
| 3.10 | Elect Director Gary L. Rogers | For | Against | Management |
| 3.11 | Elect Director John R. Torell III | For | For | Management |

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| | | | | |
|---|---|---------|-----|-------------|
| 4 | Ratify Auditors | For | For | Management |
| 5 | Report on Political Contributions | Against | For | Shareholder |
| 6 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

ZIMMER HOLDINGS, INC.

Ticker: ZMH
Meeting Date: MAY 3, 2010
Record Date: MAR 4, 2010

Security ID: 98956P102
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Betsy J. Bernard | For | For | Management |
| 2 | Elect Director Marc N. Casper | For | For | Management |
| 3 | Elect Director David C. Dvorak | For | For | Management |
| 4 | Elect Director Larry C. Glasscock | For | For | Management |
| 5 | Elect Director Robert A. Hagemann | For | For | Management |
| 6 | Elect Director Arthur J. Higgins | For | For | Management |
| 7 | Elect Director John L. McGoldrick | For | For | Management |
| 8 | Elect Director Cecil B. Pickett, Ph.D. | For | For | Management |
| 9 | Ratify Auditors | For | For | Management |

===== END NPX REPORT

SIGNATURES

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

(Registrant) Blue Chip Value Fund, Inc.

By (Signature and Title)* /s/ Todger Anderson

Todger Anderson
President/Principal Executive Officer

Date August 27, 2010

*Print the name and title of each signing officer under his or her signature.