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Value Line Mid Cap Focused Fund, Inc.
Form N-PX
August 24, 2018

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: 811-02265

NAME OF REGISTRANT: The Value Line Mid Cap Focused
Fund, Inc

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 7 Times Square
21st Floor
New York, NY 10036

NAME AND ADDRESS OF AGENT FOR SERVICE: The Value Line Fund, inc.
7 Times Square
21st Floor
New York, NY 10036

REGISTRANT'S TELEPHONE NUMBER: 212-907-1900

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2017 - 06/30/2018

Value Line Mid Cap Focused Fund, Inc.

ADVANCE AUTO PARTS, INC.

Agen

Security: 00751Y106
Meeting Type: Annual
Meeting Date: 16-May-2018
Ticker: AAP
ISIN: US00751Y1064

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | John F. Bergstrom | Mgmt | For |
| | Brad W. Buss | Mgmt | For |
| | Fiona P. Dias | Mgmt | For |
| | John F. Ferraro | Mgmt | For |
| | Thomas R. Greco | Mgmt | For |
| | Adriana Karaboutis | Mgmt | For |
| | Eugene I. Lee, Jr. | Mgmt | For |

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| | | | |
|----|--|------|---------|
| | Douglas A. Pertz | Mgmt | For |
| | Reuben E. Slone | Mgmt | For |
| | Jeffrey C. Smith | Mgmt | For |
| 2. | Approve, by advisory vote, the compensation of our named executive officers. | Mgmt | Against |
| 3. | Ratify the appointment of Deloitte & Touche LLP (Deloitte) as our independent registered public accounting firm for 2018. | Mgmt | For |
| 4. | Advisory vote on the stockholder proposal on the ability of stockholders to act by written consent if presented at the annual meeting. | Shr | For |

AMERICAN FINANCIAL GROUP, INC.

Agen

Security: 025932104
Meeting Type: Annual
Meeting Date: 22-May-2018
Ticker: AFG
ISIN: US0259321042

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR Carl H. Lindner III S. Craig Lindner Kenneth C. Ambrecht John B. Berding Joseph E. Consolino Virginia C. Drosos James E. Evans Terry S. Jacobs Gregory G. Joseph William W. Verity John I. Von Lehman | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | Proposal to ratify the Audit Committee's appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for 2018. | Mgmt | For |
| 3. | Advisory vote on compensation of named executive officers. | Mgmt | For |
| 4. | Shareholder proposal regarding sustainability report. | Shr | For |

AMETEK INC.

Agen

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Security: 031100100
 Meeting Type: Annual
 Meeting Date: 08-May-2018
 Ticker: AME
 ISIN: US0311001004

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a. | Election of Director: Elizabeth R. Varet | Mgmt | For |
| 1b. | Election of Director: Dennis K. Williams | Mgmt | For |
| 2. | Approval, by non-binding advisory vote, of AMETEK, Inc. named executive officer compensation. | Mgmt | For |
| 3. | Ratification of Ernst & Young LLP as independent registered public accounting firm for 2018. | Mgmt | For |

AMPHENOL CORPORATION

Agen

Security: 032095101
 Meeting Type: Annual
 Meeting Date: 17-May-2018
 Ticker: APH
 ISIN: US0320951017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a. | Election of Director: Ronald P. Badie | Mgmt | For |
| 1b. | Election of Director: Stanley L. Clark | Mgmt | For |
| 1c. | Election of Director: John D. Craig | Mgmt | For |
| 1d. | Election of Director: David P. Falck | Mgmt | For |
| 1e. | Election of Director: Edward G. Jepsen | Mgmt | For |
| 1f. | Election of Director: Martin H. Loeffler | Mgmt | For |
| 1g. | Election of Director: John R. Lord | Mgmt | For |
| 1h. | Election of Director: R. Adam Norwitt | Mgmt | For |
| 1i. | Election of Director: Diana G. Reardon | Mgmt | For |
| 1j. | Election of Director: Anne Clarke Wolff | Mgmt | For |
| 2. | Ratification of Deloitte & Touche LLP as independent accountants of the Company. | Mgmt | For |
| 3. | Advisory vote to approve compensation of | Mgmt | For |

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named executive officers.

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|----|---|-----|-----|
| 4. | Stockholder Proposal - Special Shareholder Meeting Improvement. | Shr | For |
|----|---|-----|-----|

 ANSYS, INC.

Agen

Security: 03662Q105
 Meeting Type: Annual
 Meeting Date: 18-May-2018
 Ticker: ANSS
 ISIN: US03662Q1058

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a. | Election of Director: Guy E. Dubois | Mgmt | For |
| 1b. | Election of Director: Alec D. Gallimore | Mgmt | For |
| 2. | The ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm. | Mgmt | For |
| 3. | The compensation of our named executive officers, to be voted on a non-binding, advisory basis. | Mgmt | For |

 ARCH CAPITAL GROUP LTD.

Agen

Security: G0450A105
 Meeting Type: Annual
 Meeting Date: 09-May-2018
 Ticker: ACGL
 ISIN: BMG0450A1053

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a | To elect the nominees listed as Class II Directors of the Company for a term of three years: Eric W. Doppstadt | Mgmt | For |
| 1b | To elect the nominees listed as Class II Directors of the Company for a term of three years: Laurie S. Goodman | Mgmt | For |
| 1c | To elect the nominees listed as Class II Directors of the Company for a term of three years: Constantine Iordanou | Mgmt | For |

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|----|--|------|-----|
| 1d | To elect the nominees listed as Class II Directors of the Company for a term of three years: John M. Pasquesi | Mgmt | For |
| 2 | Advisory vote to approve named executive officer compensation. | Mgmt | For |
| 3 | To appoint PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018. | Mgmt | For |
| 4 | Approve the Arch Capital Group Ltd. 2018 Long-Term Incentive and Share Award Plan. | Mgmt | For |
| 5 | Approve a three-for-one common share split. | Mgmt | For |
| 6a | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Robert Appleby | Mgmt | For |
| 6b | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Anthony Asquith | Mgmt | For |
| 6c | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Stephen Bashford | Mgmt | For |
| 6d | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Dennis R. Brand | Mgmt | For |
| 6e | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Ian Britchfield | Mgmt | For |
| 6f | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Pierre-Andre Camps | Mgmt | For |
| 6g | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Chung Foo Choy | Mgmt | For |
| 6h | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Paul Cole | Mgmt | For |
| 6i | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Graham B.R. Collis | Mgmt | For |

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| 6j | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Constantinides | Mgmt | For |
| 6k | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Stephen J. Curley | Mgmt | For |
| 6l | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Nick Denniston | Mgmt | For |
| 6m | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Christopher A. Edwards | Mgmt | For |
| 6n | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Seamus Fearon | Mgmt | For |
| 6o | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Feetham | Mgmt | For |
| 6p | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Beau H. Franklin | Mgmt | For |
| 6q | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Giuliano Giovannetti | Mgmt | For |
| 6r | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Hammer | Mgmt | For |
| 6s | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: W. Preston Hutchings | Mgmt | For |
| 6t | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Constantine Iordanou | Mgmt | For |
| 6u | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Jason Kittinger | Mgmt | For |

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| 6v | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Gerald Konig | Mgmt | For |
| 6w | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Jean-Philippe Latour | Mgmt | For |
| 6x | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Lino Leoni | Mgmt | For |
| 6y | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Mark D. Lyons | Mgmt | For |
| 6z | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Patrick Mailloux | Mgmt | For |
| 6aa | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Paul Martin | Mgmt | For |
| 6ab | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Robert McDowell | Mgmt | For |
| 6ac | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: David H. McElroy | Mgmt | For |
| 6ad | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Francois Morin | Mgmt | For |
| 6ae | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: David J. Mulholland | Mgmt | For |
| 6af | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Mark Nolan | Mgmt | For |
| 6ag | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Nicolas Papadopoulo | Mgmt | For |
| 6ah | To elect the nominees listed as Designated Company Directors so that they may be | Mgmt | For |

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| | elected directors of certain of our non-U.S. subsidiaries: Michael Price | | |
| 6ai | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Elisabeth Quinn | Mgmt | For |
| 6aj | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Maamoun Rajeh | Mgmt | For |
| 6ak | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Andrew T. Rippert | Mgmt | For |
| 6al | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Arthur Scace | Mgmt | For |
| 6am | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Soren Scheuer | Mgmt | For |
| 6an | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Matthew Shulman | Mgmt | For |
| 6ao | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: William A. Soares | Mgmt | For |
| 6ap | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Patrick Storey | Mgmt | For |
| 6aq | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Hugh Sturgess | Mgmt | For |
| 6ar | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Ross Totten | Mgmt | For |
| 6as | To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Gerald Wolfe | Mgmt | For |

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BALL CORPORATION

Agen

Security: 058498106
 Meeting Type: Annual
 Meeting Date: 25-Apr-2018
 Ticker: BLL
 ISIN: US0584981064

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|----------------------|-------------------|
| 1. | DIRECTOR Robert W. Alspaugh Michael J. Cave Pedro Henrique Mariani | Mgmt Mgmt Mgmt | For For For |
| 2. | To ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Corporation for 2018. | Mgmt | For |
| 3. | To approve, by non-binding vote, the compensation paid to the named executive officers. | Mgmt | For |

C. R. BARD, INC.

Agen

Security: 067383109
 Meeting Type: Special
 Meeting Date: 08-Aug-2017
 Ticker: BCR
 ISIN: US0673831097

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 23, 2017, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG C. R. BARD, INC., A NEW JERSEY CORPORATION (THE "COMPANY"), BECTON, DICKINSON AND COMPANY, A NEW JERSEY CORPORATION, AND LAMBDA CORP., A NEW JERSEY CORPORATION AND WHOLLY OWNED SUBSIDIARY OF BECTON, DICKINSON AND COMPANY. | Mgmt | For |
| 2. | TO APPROVE BY ADVISORY (NON-BINDING) VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT. | Mgmt | For |
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE | Mgmt | For |

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INSUFFICIENT VOTES AT THE TIME OF THE
SPECIAL MEETING TO APPROVE THE MERGER
AGREEMENT.

CARLISLE COMPANIES INCORPORATED

Agen

Security: 142339100
Meeting Type: Annual
Meeting Date: 02-May-2018
Ticker: CSL
ISIN: US1423391002

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | Election of Director: James D. Frias | Mgmt | For |
| 1B. | Election of Director: Corrine D. Ricard | Mgmt | For |
| 1C. | Election of Director: Lawrence A. Sala | Mgmt | For |
| 2. | To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal 2018. | Mgmt | For |
| 3. | To approve, on an advisory basis, the Company's named executive officer compensation in fiscal 2017. | Mgmt | For |

CGI GROUP INC.

Agen

Security: 39945C109
Meeting Type: Annual
Meeting Date: 31-Jan-2018
Ticker: GIB
ISIN: CA39945C1095

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------|---------------|---------------|
| 1 | DIRECTOR | | |
| | Alain Bouchard | Mgmt | For |
| | Bernard Bourigeaud | Mgmt | For |
| | Dominic D'Alessandro | Mgmt | For |
| | Paule Dore | Mgmt | For |
| | Richard B. Evans | Mgmt | For |
| | Julie Godin | Mgmt | For |
| | Serge Godin | Mgmt | For |
| | Timothy J. Hearn | Mgmt | For |
| | Andre Imbeau | Mgmt | For |
| | Gilles Labbe | Mgmt | For |

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|---|---|------|-----|
| | Heather Munroe-Blum | Mgmt | For |
| | Michael B. Pedersen | Mgmt | For |
| | Michael E. Roach | Mgmt | For |
| | George D. Schindler | Mgmt | For |
| | Joakim Westh | Mgmt | For |
| 2 | Appointment of Ernst & Young LLP as auditors and authorization to the Audit and Risk Management Committee to fix their remuneration | Mgmt | For |
| 3 | Shareholder Proposal Number Two Disclosure of Voting Results by Classes of Shares | Shr | For |

CHURCH & DWIGHT CO., INC.

Agen

Security: 171340102
 Meeting Type: Annual
 Meeting Date: 03-May-2018
 Ticker: CHD
 ISIN: US1713401024

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a. | Election of Director: Matthew T. Farrell | Mgmt | For |
| 1b. | Election of Director: Ravichandra K. Saligram | Mgmt | For |
| 1c. | Election of Director: Robert K. Shearer | Mgmt | For |
| 1d. | Election of Director: Laurie J. Yoler | Mgmt | For |
| 2. | Advisory vote to approve compensation of our named executive officers. | Mgmt | For |
| 3. | Proposal to amend and restate our Amended and Restated Certificate of Incorporation to provide for the annual election of all directors and eliminate or update certain outdated provisions. | Mgmt | For |
| 4. | Ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for 2018. | Mgmt | For |

DANAHER CORPORATION

Agen

Security: 235851102
 Meeting Type: Annual
 Meeting Date: 08-May-2018
 Ticker: DHR

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ISIN: US2358511028

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | Election of Director: Donald J. Ehrlich | Mgmt | For |
| 1B. | Election of Director: Linda Hefner Filler | Mgmt | For |
| 1C. | Election of Director: Thomas P. Joyce, Jr. | Mgmt | For |
| 1D. | Election of Director: Teri List-Stoll | Mgmt | For |
| 1E. | Election of Director: Walter G. Lohr, Jr. | Mgmt | For |
| 1F. | Election of Director: Mitchell P. Rales | Mgmt | For |
| 1G. | Election of Director: Steven M. Rales | Mgmt | For |
| 1H. | Election of Director: John T. Schwieters | Mgmt | For |
| 1I. | Election of Director: Alan G. Spoon | Mgmt | For |
| 1J. | Election of Director: Raymond C. Stevens, Ph.D. | Mgmt | For |
| 1K. | Election of Director: Elias A. Zerhouni, M.D. | Mgmt | For |
| 2. | To ratify the selection of Ernst & Young LLP as Danaher's independent registered public accounting firm. | Mgmt | For |
| 3. | To approve on an advisory basis the Company's named executive officer compensation. | Mgmt | For |
| 4. | To act upon a shareholder proposal requesting that Danaher reduce shareholder special meeting threshold from 25% to 10%. | Shr | For |

ECOLAB INC.

Agen

Security: 278865100
 Meeting Type: Annual
 Meeting Date: 03-May-2018
 Ticker: ECL
 ISIN: US2788651006

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a. | Election of Director: Douglas M. Baker, Jr. | Mgmt | For |
| 1b. | Election of Director: Barbara J. Beck | Mgmt | For |

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| 1c. | Election of Director: Leslie S. Biller | Mgmt | For |
| 1d. | Election of Director: Carl M. Casale | Mgmt | For |
| 1e. | Election of Director: Stephen I. Chazen | Mgmt | For |
| 1f. | Election of Director: Jeffrey M. Ettinger | Mgmt | For |
| 1g. | Election of Director: Arthur J. Higgins | Mgmt | For |
| 1h. | Election of Director: Michael Larson | Mgmt | For |
| 1i. | Election of Director: David W. MacLennan | Mgmt | For |
| 1j. | Election of Director: Tracy B. McKibben | Mgmt | For |
| 1k. | Election of Director: Victoria J. Reich | Mgmt | For |
| 1l. | Election of Director: Suzanne M. Vautrinot | Mgmt | For |
| 1m. | Election of Director: John J. Zillmer | Mgmt | For |
| 2. | Ratify the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for the current year ending December 31, 2018. | Mgmt | For |
| 3. | Advisory vote to approve the compensation of executives disclosed in the Proxy Statement. | Mgmt | For |
| 4. | Stockholder proposal regarding the threshold to call special stockholder meetings, if properly presented. | Shr | Against |

FISERV, INC.

Agen

Security: 337738108
Meeting Type: Annual
Meeting Date: 23-May-2018
Ticker: FISV
ISIN: US3377381088

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | Alison Davis | Mgmt | For |
| | Harry F. DiSimone | Mgmt | For |
| | John Y. Kim | Mgmt | For |
| | Dennis F. Lynch | Mgmt | For |
| | Denis J. O'Leary | Mgmt | For |
| | Glenn M. Renwick | Mgmt | For |
| | Kim M. Robak | Mgmt | For |
| | JD Sherman | Mgmt | For |
| | Doyle R. Simons | Mgmt | For |
| | Jeffery W. Yabuki | Mgmt | For |

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| 2. | To approve the material terms of the performance goals under the Amended and Restated Fiserv, Inc. 2007 Omnibus Incentive Plan. | Mgmt | For |
| 3. | To approve, on an advisory basis, the compensation of the named executive officers of Fiserv, Inc. | Mgmt | For |
| 4. | To ratify the appointment of Deloitte & Touche LLP as the independent registered public accounting firm of Fiserv, Inc. for 2018. | Mgmt | For |
| 5. | A shareholder proposal requesting the board of directors to adopt a by-law to provide for executive pay confidential voting. | Shr | Against |

GARTNER, INC.

Agen

Security: 366651107
Meeting Type: Annual
Meeting Date: 24-May-2018
Ticker: IT
ISIN: US3666511072

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a. | Election of Director: Michael J. Bingle | Mgmt | For |
| 1b. | Election of Director: Peter E. Bisson | Mgmt | For |
| 1c. | Election of Director: Richard J. Bressler | Mgmt | For |
| 1d. | Election of Director: Raul E. Cesan | Mgmt | For |
| 1e. | Election of Director: Karen E. Dykstra | Mgmt | For |
| 1f. | Election of Director: Anne Sutherland Fuchs | Mgmt | For |
| 1g. | Election of Director: William O. Grabe | Mgmt | For |
| 1h. | Election of Director: Eugene A. Hall | Mgmt | For |
| 1i. | Election of Director: Stephen G. Pagliuca | Mgmt | For |
| 1j. | Election of Director: Eileen Serra | Mgmt | For |
| 1k. | Election of Director: James C. Smith | Mgmt | For |
| 2. | Approve, on an advisory basis, the compensation of our named executive officers. | Mgmt | Against |
| 3. | Ratify the appointment of KPMG LLP as the | Mgmt | For |

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Company's independent registered public
accounting firm for fiscal 2018.

HEICO CORPORATION

Agen

Security: 422806109
Meeting Type: Annual
Meeting Date: 16-Mar-2018
Ticker: HEI
ISIN: US4228061093

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR Thomas M. Culligan Adolfo Henriques Mark H. Hildebrandt Wolfgang Mayrhuber Eric A. Mendelson Laurans A. Mendelson Victor H. Mendelson Julie Neitzel Dr. Alan Schriesheim Frank J. Schwitter | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | RE-APPROVAL OF THE PERFORMANCE GOALS INCLUDED IN THE HEICO CORPORATION 2012 INCENTIVE COMPENSATION PLAN (THE "2012 PLAN") AND RATIFICATION OF AWARDS MADE UNDER THE 2012 PLAN, WHICH AWARDS ARE SUBJECT TO THE RE-APPROVAL OF THE PERFORMANCE GOALS INCLUDED IN THE 2012 PLAN | Mgmt | For |
| 3. | APPROVAL OF THE HEICO CORPORATION 2018 INCENTIVE COMPENSATION PLAN | Mgmt | For |
| 4. | APPROVAL OF AN AMENDMENT TO ARTICLE III OF HEICO'S ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF HEICO CORPORATION COMMON STOCK, \$0.01 PAR VALUE PER SHARE, FROM 75,000,000 SHARES TO 150,000,000 SHARES | Mgmt | Against |
| 5. | APPROVAL OF AN AMENDMENT TO ARTICLE III OF HEICO'S ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF HEICO CORPORATION CLASS A COMMON STOCK, \$0.01 PAR VALUE PER SHARE, FROM 75,000,000 SHARES TO 150,000,000 SHARES | Mgmt | Against |
| 6. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION | Mgmt | For |
| 7. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE | Mgmt | For |

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FISCAL YEAR ENDING OCTOBER 31, 2018

 IDEXX LABORATORIES, INC. Agen

Security: 45168D104
 Meeting Type: Annual
 Meeting Date: 09-May-2018
 Ticker: IDXX
 ISIN: US45168D1046

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a. | Election of Director: Bruce L. Claflin | Mgmt | For |
| 1b. | Election of Director: Daniel M. Junius | Mgmt | For |
| 2. | Ratification of Appointment of Independent Registered Public Accounting Firm. To ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the current fiscal year. | Mgmt | For |
| 3. | Approval of the Adoption of the IDEXX Laboratories, Inc. 2018 Incentive Plan. To approve the Company's 2018 Stock Incentive Plan. | Mgmt | For |
| 4. | Advisory Vote on Executive Compensation. To approve a nonbinding advisory resolution on the Company's executive compensation. | Mgmt | For |

 J & J SNACK FOODS CORP. Agen

Security: 466032109
 Meeting Type: Annual
 Meeting Date: 09-Feb-2018
 Ticker: JJSF
 ISIN: US4660321096

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | DIRECTOR Sidney R. Brown | Mgmt | For |
| 2. | Advisory vote on Approval of the Company's Executive Compensation Programs. | Mgmt | Against |
| 3. | Vote on the approval of the 2017 Stock Option Plan. | Mgmt | For |

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JACK HENRY & ASSOCIATES, INC.

Agen

Security: 426281101
 Meeting Type: Annual
 Meeting Date: 09-Nov-2017
 Ticker: JKHY
 ISIN: US4262811015

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR M. FLANIGAN J. PRIM T. WILSON J. FIEGEL T. WIMSETT L. KELLY S. MIYASHIRO W. BROWN D. FOSS | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY APPROVAL OF OUR NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |
| 4. | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY'S ANNUAL INCENTIVE PLAN. | Mgmt | For |
| 5. | TO RATIFY THE SELECTION OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

LKQ CORPORATION

Agen

Security: 501889208
 Meeting Type: Annual
 Meeting Date: 07-May-2018
 Ticker: LKQ
 ISIN: US5018892084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a. | Election of Director: Sukhpal Singh Ahluwalia | Mgmt | For |

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|-----|--|------|-----|
| 1b. | Election of Director: A. Clinton Allen | Mgmt | For |
| 1c. | Election of Director: Robert M. Hanser | Mgmt | For |
| 1d. | Election of Director: Joseph M. Holsten | Mgmt | For |
| 1e. | Election of Director: Blythe J. McGarvie | Mgmt | For |
| 1f. | Election of Director: John F. O'Brien | Mgmt | For |
| 1g. | Election of Director: Guhan Subramanian | Mgmt | For |
| 1h. | Election of Director: William M. Webster, IV | Mgmt | For |
| 1i. | Election of Director: Dominick Zarcone | Mgmt | For |
| 2. | Ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for our fiscal year ending December 31, 2018. | Mgmt | For |
| 3. | Approval, on an advisory basis, of the compensation of our named executive officers. | Mgmt | For |

 METTLER-TOLEDO INTERNATIONAL INC.

Agen

Security: 592688105
 Meeting Type: Annual
 Meeting Date: 03-May-2018
 Ticker: MTD
 ISIN: US5926881054

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1.1 | Election of Director: Robert F. Spoerry | Mgmt | For |
| 1.2 | Election of Director: Wah-Hui Chu | Mgmt | For |
| 1.3 | Election of Director: Olivier A. Filliol | Mgmt | For |
| 1.4 | Election of Director: Elisha W. Finney | Mgmt | For |
| 1.5 | Election of Director: Richard Francis | Mgmt | For |
| 1.6 | Election of Director: Constance L. Harvey | Mgmt | For |
| 1.7 | Election of Director: Michael A. Kelly | Mgmt | For |
| 1.8 | Election of Director: Hans Ulrich Maerki | Mgmt | For |
| 1.9 | Election of Director: Thomas P. Salice | Mgmt | For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |

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3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION Mgmt For

 OPEN TEXT CORPORATION

Agen

Security: 683715106
 Meeting Type: Annual
 Meeting Date: 21-Sep-2017
 Ticker: OTEX
 ISIN: CA6837151068

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 01 | DIRECTOR P. THOMAS JENKINS MARK BARRENECHEA RANDY FOWLIE GAIL E. HAMILTON BRIAN J. JACKMAN STEPHEN J. SADLER MICHAEL SLAUNWHITE KATHARINE B. STEVENSON C. JURGEN TINGGREN DEBORAH WEINSTEIN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 02 | RE-APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS INDEPENDENT AUDITORS FOR THE COMPANY. | Mgmt | For |
| 03 | THE NON-BINDING SAY-ON-PAY RESOLUTION, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE "A" TO THE CIRCULAR, WITH OR WITHOUT VARIATION, ON THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION, AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR. | Mgmt | For |

 ROLLINS, INC.

Agen

Security: 775711104
 Meeting Type: Annual
 Meeting Date: 24-Apr-2018
 Ticker: ROL
 ISIN: US7757111049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|----------------------|-------------------|
| 1. | DIRECTOR Gary W. Rollins Larry L. Prince Pamela R. Rollins | Mgmt Mgmt Mgmt | For For For |

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|----|---|------|---------|
| 2. | To ratify the appointment of Grant Thornton LLP as independent registered public accounting firm of the Company for the fiscal year ending December 31, 2018. | Mgmt | For |
| 3. | To approve the 2018 Stock Incentive Plan. | Mgmt | Against |

 ROPER TECHNOLOGIES, INC.

Agen

 Security: 776696106
 Meeting Type: Annual
 Meeting Date: 04-Jun-2018
 Ticker: ROP
 ISIN: US7766961061

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR Shellye L. Archambeau Amy Woods Brinkley John F. Fort, III Brian D. Jellison Robert D. Johnson Robert E. Knowling, Jr. Wilbur J. Prezzano Laura G. Thatcher Richard F. Wallman Christopher Wright | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | To consider, on a non-binding advisory basis, a resolution approving the compensation of our named executive officers. | Mgmt | For |
| 3. | To ratify of the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the year ending December 31, 2018. | Mgmt | For |

 TELEDYNE TECHNOLOGIES INCORPORATED

Agen

 Security: 879360105
 Meeting Type: Annual
 Meeting Date: 25-Apr-2018
 Ticker: TDY
 ISIN: US8793601050

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

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| | | | |
|----|---|----------------------|-------------------|
| 1. | DIRECTOR Simon M. Lorne Paul D. Miller Wesley W. von Schack | 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 FISCAL YEAR 2018. | Mgmt | For |
| 3. | APPROVAL OF NON-BINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |

THE TORO COMPANY

Agen

Security: 891092108
Meeting Type: Annual
Meeting Date: 20-Mar-2018
Ticker: TTC
ISIN: US8910921084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|------------------------------|--------------------------|
| 1. | DIRECTOR Janet K. Cooper Gary L. Ellis Gregg W. Steinhafel Michael G. Vale, Ph.D. | Mgmt Mgmt Mgmt Mgmt | For For For For |
| 2. | Ratification of the selection of KPMG LLP as our independent registered public accounting firm for our fiscal year ending October 31, 2018. | Mgmt | For |
| 3. | Approval of, on an advisory basis, our executive compensation. | Mgmt | For |

THE ULTIMATE SOFTWARE GROUP, INC.

Agen

Security: 90385D107
Meeting Type: Annual
Meeting Date: 14-May-2018
Ticker: ULTI
ISIN: US90385D1072

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a. | Election of Director: Marc D. Scherr | Mgmt | For |
| 1b. | Election of Director: James A. FitzPatrick, | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1c. | Election of Director: Rick A. Wilber | Mgmt | For |
| 2. | To ratify the appointment of KPMG LLP as Ultimate's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For |
| 3. | To approve, by non-binding advisory vote, compensation paid to Ultimate's named executive officers. | Mgmt | Against |
| 4. | To approve the Amended and Restated 2005 Equity Incentive Plan. | Mgmt | For |

 TYLER TECHNOLOGIES, INC.

 Agen

Security: 902252105
 Meeting Type: Annual
 Meeting Date: 09-May-2018
 Ticker: TYL
 ISIN: US9022521051

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | Election of Director: Donald R. Brattain | Mgmt | For |
| 1B. | Election of Director: Glenn A. Carter | Mgmt | For |
| 1C. | Election of Director: Brenda A. Cline | Mgmt | For |
| 1D. | Election of Director: J. Luther King Jr. | Mgmt | For |
| 1E. | Election of Director: John S. Marr Jr. | Mgmt | For |
| 1F. | Election of Director: H. Lynn Moore Jr. | Mgmt | For |
| 1G. | Election of Director: Daniel M. Pope | Mgmt | For |
| 1H. | Election of Director: Dustin R. Womble | Mgmt | For |
| 2. | Ratification of Ernst & Young LLP as independent auditors. | Mgmt | For |
| 3. | Approval of an advisory resolution on executive compensation. | Mgmt | For |
| 4. | Adoption of the Tyler Technologies, Inc. 2018 Stock Incentive Plan. | Mgmt | Against |
| 5. | In their discretion, the proxies are authorized to vote upon such other business- as may properly come before the meeting or adjournments thereof. | Mgmt | Against |

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WASTE CONNECTIONS, INC.

Agen

Security: 94106B101
Meeting Type: Annual and Special
Meeting Date: 24-May-2018
Ticker: WCN
ISIN: CA94106B1013

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1 | DIRECTOR Ronald J. Mittelstaedt Robert H. Davis Edward E. Guillet Michael W. Harlan Larry S. Hughes Susan Lee William J. Razzouk | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2 | Appointment of Grant Thornton LLP as our independent registered public accounting firm until the close of the 2018 Annual Meeting of Shareholders of the Company and authorization of our Board of Directors to fix the remuneration of the independent registered public accounting firm. | Mgmt | For |
| 3 | Approval, on a non-binding, advisory basis, of the compensation of our named executive officers as disclosed in the Proxy Statement ("say on pay"). | Mgmt | For |
| 4 | Shareholder proposal to urge the adoption of a senior executive equity compensation retention requirement until retirement. | Mgmt | Against |

* Management position unknown

SIGNATURES

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

(Registrant) The Value Line Mid Cap Focused Fund, Inc
By (Signature) /s/ Mitchell E. Appel
Name Mitchell E. Appel
Title President
Date 08/24/2018