

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

COHEN & STEERS TOTAL RETURN REALTY FUND INC

Form N-PX

August 21, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-07154

NAME OF REGISTRANT: Cohen & Steers Total Return  
Realty Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 PARK AVENUE 10TH FLOOR  
New York, NY 10017

NAME AND ADDRESS OF AGENT FOR SERVICE: Francis C. Poli  
280 PARK AVENUE 10TH FLOOR  
New York, NY 10017

REGISTRANT'S TELEPHONE NUMBER: 212-832-3232

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2008 - 06/30/2009

Cohen & Steers Total Return Realty Fund

-----  
AMB PROPERTY CORPORATION

Agen

-----  
Security: 00163T109  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: AMB  
ISIN: US00163T1097  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: HAMID R. MOGHADAM	Mgmt	For
1B	ELECTION OF DIRECTOR: T. ROBERT BURKE	Mgmt	For
1C	ELECTION OF DIRECTOR: DAVID A. COLE	Mgmt	For
1D	ELECTION OF DIRECTOR: LYDIA H. KENNARD	Mgmt	For
1E	ELECTION OF DIRECTOR: J. MICHAEL LOSH	Mgmt	For

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

1F	ELECTION OF DIRECTOR: FREDERICK W. REID	Mgmt	For
1G	ELECTION OF DIRECTOR: JEFFREY L. SKELTON	Mgmt	For
1H	ELECTION OF DIRECTOR: THOMAS W. TUSHER	Mgmt	For
1I	ELECTION OF DIRECTOR: CARL B. WEBB	Mgmt	For
2	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF AMB PROPERTY CORPORATION FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

-----  
AMERICAN CAMPUS COMMUNITIES, INC.

Agen

Security: 024835100  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: ACC  
ISIN: US0248351001

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM C. BAYLESS JR. R.D. BURCK G. STEVEN DAWSON CYDNEY C. DONNELL EDWARD LOWENTHAL JOSEPH M. MACCHIONE BRIAN B. NICKEL WINSTON W. WALKER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	RATIFICATION OF ERNST & YOUNG AS OUR INDEPENDENT AUDITORS FOR 2009	Mgmt	For

-----  
APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
Meeting Type: Annual  
Meeting Date: 27-Apr-2009  
Ticker: AIV  
ISIN: US03748R1014

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR JAMES N. BAILEY TERRY CONSIDINE RICHARD S. ELLWOOD	Mgmt Mgmt Mgmt	For For For

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

	THOMAS L. KELTNER	Mgmt	For
	J. LANDIS MARTIN	Mgmt	For
	ROBERT A. MILLER	Mgmt	For
	MICHAEL A. STEIN	Mgmt	For
2	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR AIMCO FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
3	STOCKHOLDER PROPOSAL REGARDING ENACTMENT OF A MAJORITY VOTE STANDARD FOR FUTURE UNCONTESTED DIRECTOR ELECTIONS.	Shr	For

---

AVALONBAY COMMUNITIES, INC.

Agen

Security: 053484101  
 Meeting Type: Annual  
 Meeting Date: 21-May-2009  
 Ticker: AVB  
 ISIN: US0534841012

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BRYCE BLAIR BRUCE A. CHOATE JOHN J. HEALY, JR. GILBERT M. MEYER TIMOTHY J. NAUGHTON LANCE R. PRIMIS PETER S. RUMMELL H. JAY SARLES W. EDWARD WALTER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	TO APPROVE THE AVALONBAY COMMUNITIES, INC. 2009 STOCK OPTION AND INCENTIVE PLAN.	Mgmt	For
03	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

---

BIOMED REALTY TRUST, INC.

Agen

Security: 09063H107  
 Meeting Type: Annual  
 Meeting Date: 27-May-2009  
 Ticker: BMR  
 ISIN: US09063H1077

---

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

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

		Type	
1	DIRECTOR ALAN D. GOLD BARBARA R. CAMBON EDWARD A. DENNIS PH.D. RICHARD I. GILCHRIST GARY A. KREITZER THEODORE D. ROTH M. FAYE WILSON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
3	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE 2004 INCENTIVE AWARD PLAN, INCLUDING THE INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER FROM 2,500,000 TO 5,340,000 SHARES.	Mgmt	For

-----  
BOSTON PROPERTIES, INC.

Agen

-----  
Security: 101121101  
Meeting Type: Annual  
Meeting Date: 19-May-2009  
Ticker: BXP  
ISIN: US1011211018  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR FREDERICK J ISEMAN EDWARD H LINDE DAVID A TWARDOCK	Mgmt Mgmt Mgmt	For For For
2	TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
3	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL CONCERNING THE ANNUAL ELECTION OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
4	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL CONCERNING MAJORITY VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For
5	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL CONCERNING THE PREPARATION OF A SUSTAINABILITY REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
6	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL CONCERNING AN INDEPENDENT BOARD CHAIRMAN, IF	Shr	Against

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

PROPERLY PRESENTED AT THE MEETING.

BRANDYWINE REALTY TRUST

Agen

Security: 105368203  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2009  
 Ticker: BDN  
 ISIN: US1053682035

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WALTER D'ALESSIO D. PIKE ALOIAN ANTHONY A. NICHOLS, SR. DONALD E. AXINN WYCHE FOWLER MICHAEL J. JOYCE CHARLES P. PIZZI GERARD H. SWEENEY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld For For Withheld For Withheld Withheld For
02	RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

BRE PROPERTIES, INC.

Agen

Security: 05564E106  
 Meeting Type: Annual  
 Meeting Date: 21-May-2009  
 Ticker: BRE  
 ISIN: US05564E1064

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR PAULA F. DOWNEY EDWARD F. LANGE, JR. IRVING F. LYONS III EDWARD E. MACE CHRISTOPHER J. MCGURK MATTHEW T. MEDEIROS CONSTANCE B. MOORE JEANNE R. MYERSON THOMAS E. ROBINSON DENNIS E. SINGLETON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING	Mgmt	For

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

FIRM FOR THE YEAR ENDING DECEMBER 31, 2009.

-----  
 COLONIAL PROPERTIES TRUST

Agen

-----  
 Security: 195872106  
 Meeting Type: Annual  
 Meeting Date: 22-Apr-2009  
 Ticker: CLP  
 ISIN: US1958721060  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR CARL F. BAILEY M. MILLER GORRIE WILLIAM M. JOHNSON GLADE M. KNIGHT JAMES K. LOWDER THOMAS H. LOWDER HERBERT A. MEISLER CLAUDE B. NIELSEN HAROLD W. RIPPS JOHN W. SPIEGEL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

-----  
 DEVELOPERS DIVERSIFIED REALTY CORP.

Agen

-----  
 Security: 251591103  
 Meeting Type: Special  
 Meeting Date: 09-Apr-2009  
 Ticker: DDR  
 ISIN: US2515911038  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO APPROVE, FOR PURPOSES OF SECTION 312.03 OF THE NEW YORK STOCK EXCHANGE LISTED COMPANY MANUAL, THE ISSUANCE OF COMMON SHARES AND WARRANTS (AND THE COMMON SHARES ISSUABLE UPON EXERCISE OF THE WARRANTS) PURSUANT TO THE TERMS AND CONDITIONS OF THE STOCK PURCHASE AGREEMENT, DATED AS OF FEBRUARY 23, 2009, BETWEEN MR. ALEXANDER OTTO AND THE COMPANY.	Mgmt	For
02	TO APPROVE AMENDMENTS TO THE COMPANY'S SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION	Mgmt	For

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

REQUIRED AS CONDITIONS PRECEDENT TO THE COMPLETION OF THE TRANSACTION CONTEMPLATED BY THE STOCK PURCHASE AGREEMENT, DATED AS OF FEBRUARY 23, 2009, BETWEEN MR. ALEXANDER OTTO AND THE COMPANY.

03	TO APPROVE AMENDMENTS TO THE COMPANY'S SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION TO UPDATE THE TRANSFER RESTRICTION AND EXCESS SHARE PROVISIONS.	Mgmt	For
04	TO APPROVE AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CODE OF REGULATIONS TO GRANT THE BOARD OF DIRECTORS THE AUTHORITY TO FIX THE NUMBER OF MEMBERS ON THE BOARD OF DIRECTORS.	Mgmt	For
05	TO APPROVE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT THEREOF TO APPROVE THE PROPOSALS.	Mgmt	For

-----  
 DEVELOPERS DIVERSIFIED REALTY CORP.

Agen

-----  
 Security: 251591103  
 Meeting Type: Annual  
 Meeting Date: 25-Jun-2009  
 Ticker: DDR  
 ISIN: US2515911038  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DEAN S. ADLER TERRANCE R. AHERN ROBERT H. GIDEL DANIEL B. HURWITZ VOLKER KRAFT VICTOR B. MACFARLANE CRAIG MACNAB SCOTT D. ROULSTON BARRY A. SHOLEM WILLIAM B. SUMMERS, JR. SCOTT A. WOLSTEIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld For For For Withheld For For Withheld Withheld Withheld
02	TO AMEND THE COMPANY'S SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED COMMON SHARES FROM 300,000,000 TO 500,000,000, WHICH RESULTS IN AN INCREASE IN THE TOTAL NUMBER OF AUTHORIZED SHARES OF THE COMPANY FROM 311,000,000 TO 511,000,000.	Mgmt	For
03	TO APPROVE THE AMENDED AND RESTATED 2008 DEVELOPERS DIVERSIFIED REALTY CORPORATION EQUITY-BASED AWARD PLAN.	Mgmt	For
04	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS	Mgmt	For

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

LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS  
FOR THE COMPANY'S FISCAL YEAR ENDING DECEMBER  
31, 2009.

---

EASTGROUP PROPERTIES, INC. Agen

---

Security: 277276101  
Meeting Type: Annual  
Meeting Date: 27-May-2009  
Ticker: EGP  
ISIN: US2772761019

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR D. PIKE ALOIAN H.C. BAILEY, JR. HAYDEN C. EAVES, III FREDRIC H. GOULD DAVID H. HOSTER II MARY E. MCCORMICK DAVID M. OSNOS LELAND R. SPEED	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	TO CONSIDER AND RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2009 FISCAL YEAR.	Mgmt	For

---

EDUCATION REALTY TRUST, INC. Agen

---

Security: 28140H104  
Meeting Type: Annual  
Meeting Date: 20-May-2009  
Ticker: EDR  
ISIN: US28140H1041

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR PAUL O. BOWER MONTE J. BARROW WILLIAM J. CAHILL JOHN L. FORD WENDELL W. WEAKLEY	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2	TO RATIFY THE APPOINTMENT OF DELOITTE AND TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For



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

3 TO REAPPROVE THE PERFORMANCE GOALS UNDER THE Mgmt For  
 EDUCATION REALTY TRUST, INC. 2004 INCENTIVE  
 PLAN PURSUANT TO SECTION 162(M) OF THE INTERNAL  
 REVENUE CODE.

-----  
 EQUITY RESIDENTIAL

Agen

-----  
 Security: 29476L107  
 Meeting Type: Annual  
 Meeting Date: 11-Jun-2009  
 Ticker: EQR  
 ISIN: US29476L1070  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN W. ALEXANDER CHARLES L. ATWOOD BOONE A. KNOX JOHN E. NEAL DAVID J. NEITHERCUT SHELI Z. ROSENBERG GERALD A. SPECTOR B. JOSEPH WHITE SAMUEL ZELL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
03	SHAREHOLDER PROPOSAL RELATING TO A CHANGE IN THE VOTING STANDARD FOR TRUSTEE ELECTIONS.	Shr	For

-----  
 EXTRA SPACE STORAGE INC.

Agen

-----  
 Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 20-May-2009  
 Ticker: EXR  
 ISIN: US30225T1025  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR SPENCER F. KIRK ANTHONY FANTICOLA HUGH W. HORNE JOSEPH D. MARGOLIS ROGER B. PORTER	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

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

	K. FRED SKOUSEN	Mgmt	For
	KENNETH M. WOOLLEY	Mgmt	For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED ACCOUNTING FIRM.	Mgmt	For

-----  
FEDERAL REALTY INVESTMENT TRUST

Agen

-----  
Security: 313747206  
Meeting Type: Annual  
Meeting Date: 06-May-2009  
Ticker: FRT  
ISIN: US3137472060  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	TO ELECT THE FOLLOWING TRUSTEE FOR THE TERM AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT: GAIL P. STEINEL	Mgmt	For
1B	TO ELECT THE FOLLOWING TRUSTEE FOR THE TERM AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT: JOSEPH S. VASSALLUZZO	Mgmt	For
2	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
3	TO CONSIDER A PROPOSAL TO AMEND OUR DECLARATION OF TRUST TO ELIMINATE OUR CLASSIFIED BOARD.	Mgmt	For
4	TO CONSIDER A PROPOSAL TO RATIFY AN AMENDMENT TO OUR SHAREHOLDER RIGHTS PLAN TO EXTEND THE TERM FOR THREE YEARS AND TO ADD A QUALIFIED OFFER PROVISION.	Mgmt	Against

-----  
GLIMCHER REALTY TRUST

Agen

-----  
Security: 379302102  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: GRT  
ISIN: US3793021029  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DAVID M. ARONOWITZ	Mgmt	For

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

	HERBERT GLIMCHER	Mgmt	For
	HOWARD GROSS	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF BDO SEIDMAN, LLP AS GLIMCHER REALTY TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

-----  
HCP, INC.

-----  
Agen

Security: 40414L109  
Meeting Type: Annual  
Meeting Date: 23-Apr-2009  
Ticker: HCP  
ISIN: US40414L1098  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT R. FANNING, JR. JAMES F. FLAHERTY III CHRISTINE N. GARVEY DAVID B. HENRY LAURALEE E. MARTIN MICHAEL D. MCKEE HAROLD M. MESSMER, JR. PETER L. RHEIN KENNETH B. ROATH RICHARD M. ROSENBERG JOSEPH P. SULLIVAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	TO APPROVE AMENDMENTS TO HCP'S 2006 PERFORMANCE INCENTIVE PLAN	Mgmt	For
03	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS HCP'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009	Mgmt	For

-----  
HEALTH CARE REIT, INC.

-----  
Agen

Security: 42217K106  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: HCN  
ISIN: US42217K1060  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PIER C. BORRA	Mgmt	For

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

	GEORGE L. CHAPMAN	Mgmt	For
	SHARON M. OSTER	Mgmt	For
	JEFFREY R. OTTEN	Mgmt	For
02	APPROVAL OF THE AMENDED AND RESTATED HEALTH CARE REIT, INC. 2005 LONG-TERM INCENTIVE PLAN.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2009.	Mgmt	For

-----  
HOME PROPERTIES, INC. Agen

Security: 437306103  
Meeting Type: Annual  
Meeting Date: 05-May-2009  
Ticker: HME  
ISIN: US4373061039

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEPHEN R. BLANK JOSH E. FIDLER ALAN L. GOSULE LEONARD F. HELBIG, III NORMAN P. LEENHOUTS NELSON B. LEENHOUTS EDWARD J. PETTINELLA CLIFFORD W. SMITH, JR. PAUL L. SMITH AMY L. TAIT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.	Mgmt	For

-----  
HOSPITALITY PROPERTIES TRUST Agen

Security: 44106M102  
Meeting Type: Annual  
Meeting Date: 15-May-2009  
Ticker: HPT  
ISIN: US44106M1027

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BRUCE M. GANS, M.D.* ADAM D. PORTNOY**	Mgmt Mgmt	Withheld Withheld

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

03 TO CONSIDER AND VOTE ON A SHAREHOLDER PROPOSAL, Shr For  
IF PROPERLY PRESENTED AT THE MEETING.

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

-----  
Security: 44107P104  
Meeting Type: Annual  
Meeting Date: 14-May-2009  
Ticker: HST  
ISIN: US44107P1049  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: ROBERT M. BAYLIS	Mgmt	For
1B	ELECTION OF DIRECTOR: TERENCE C. GOLDEN	Mgmt	For
1C	ELECTION OF DIRECTOR: ANN M. KOROLOGOS	Mgmt	For
1D	ELECTION OF DIRECTOR: RICHARD E. MARRIOTT	Mgmt	For
1E	ELECTION OF DIRECTOR: JUDITH A. MCHALE	Mgmt	For
1F	ELECTION OF DIRECTOR: JOHN B. MORSE, JR.	Mgmt	For
1G	ELECTION OF DIRECTOR: W. EDWARD WALTER	Mgmt	For
02	RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Mgmt	For
03	APPROVAL OF 2009 COMPREHENSIVE STOCK AND CASH INCENTIVE PLAN.	Mgmt	For
04	APPROVAL OF AMENDMENT TO OUR CHARTER TO INCREASE AUTHORIZED CAPITAL STOCK.	Mgmt	For

-----  
INLAND REAL ESTATE CORPORATION Agen

-----  
Security: 457461200  
Meeting Type: Annual  
Meeting Date: 17-Jun-2009  
Ticker: IRC  
ISIN: US4574612002  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS P. D'ARCY DANIEL L. GOODWIN	Mgmt Mgmt	For For

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

	JOEL G. HERTER	Mgmt	For
	HEIDI N. LAWTON	Mgmt	For
	THOMAS H. MCAULEY	Mgmt	For
	THOMAS R. MCWILLIAMS	Mgmt	For
	JOEL D. SIMMONS	Mgmt	For
02	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

---

KILROY REALTY CORPORATION

Agen

---

Security: 49427F108  
 Meeting Type: Annual  
 Meeting Date: 27-May-2009  
 Ticker: KRC  
 ISIN: US49427F1084

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	CHARTER AMENDMENT TO DECLASSIFY THE BOARD OF DIRECTORS	Mgmt	For
02	DIRECTOR JOHN B. KILROY, SR.+ JOHN B. KILROY, JR.+* EDWARD BRENNAN, PH.D+ WILLIAM P. DICKEY+ SCOTT S. INGRAHAM+ DALE F. KINSELLA+*	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld Withheld Withheld For Withheld
03	AMENDMENT TO KILROY REALTY 2006 INCENTIVE AWARD PLAN	Mgmt	Against

---

KIMCO REALTY CORPORATION

Agen

---

Security: 49446R109  
 Meeting Type: Annual  
 Meeting Date: 12-May-2009  
 Ticker: KIM  
 ISIN: US49446R1095

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR M. COOPER R. DOOLEY J. GRILLS D. HENRY F.P. HUGHES	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

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

F. LOURENSO	Mgmt	For
R. SALTZMAN	Mgmt	For
P. COVIELLO	Mgmt	For

02 THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERSMgmt For  
 LLP AS THE COMPANY'S INDEPENDENT REGISTERED  
 PUBLIC ACCOUNTING FIRM FOR 2009.

-----  
 LAND SECURITIES GROUP PLC R.E.I.T, LONDON

Agen

-----  
 Security: G5375M118  
 Meeting Type: AGM  
 Meeting Date: 17-Jul-2008  
 Ticker:  
 ISIN: GB0031809436  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the report and financial statements for the YE 31 MAR 2008, together with the report of the Auditors	Mgmt	For
2.	Approve the interim dividend paid in the year and grant authority for the payment of a final dividend for the year of 16p per share	Mgmt	For
3.	Approve the Directors' remuneration report for the YE 31 MAR 2008	Mgmt	For
4.	Re-elect Sir. Christopher Bland as a Director	Mgmt	For
5.	Re-elect Mr. Rick Haythornthwaite as a Director	Mgmt	For
6.	Re-elect Mr. Kevin O'Byrne as a Director	Mgmt	For
7.	Re-elect Mr. David Rough as a Director	Mgmt	For
8.	Re-elect Mr. Alison Carnwath as a Director	Mgmt	For
9.	Re-elect Mr. Ian Ellis as a Director	Mgmt	For
10.	Re-elect Mr. Richard Akers as a Director	Mgmt	For
11.	Re-appoint PricewaterhouseCoopers LLP as the Auditors of the Company for the ensuing year	Mgmt	For
12.	Authorize the Directors to determine the remuneration of the Auditors	Mgmt	For
	Transact any other business	Non-Voting	No vote
13.	Authorize the Directors, in accordance with Section 80 of the Companies Act 1985, to allot relevant securities [Section 80(2) of the Act] up to an aggregate nominal amount of GBP 12,906,770.40; [Authority expires at the conclusion of the	Mgmt	For

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

next AGM of the Company]; and the Directors may allot relevant securities after the expiry of this authority in pursuance of such an offer or agreement made prior to such expiry

- |      |  |      |     |
|------|--|------|-----|
| S.14 | Authorize the Directors, pursuant to Section 95 of the Companies Act 1985, to allot equity securities [Section 94(2) of the Act] for cash pursuant to the authority conferred by Resolution 13 and/or where such allotment constitutes an allotment of equity securities by virtue of Section 94(3A) of the said Act, disapplying the statutory pre-emption rights [Section 89(1)], provided that this power is limited to the allotment of equity securities: i) in connection with a right issue, open offer or other offer of securities in favour of the holders of the ordinary shares; ii) up to an aggregate nominal amount of GBP 2,354,661; [Authority expires at the conclusion of the next AGM of the Company]; and the Directors may allot equity securities after the expiry of this authority in pursuance of such an offer or agreement made prior to such expiry | Mgmt | For |
| S.15 | Authorize the Company to purchase its own ordinary shares in accordance with Section 166 of the Companies Act 1985 by way of market purchase [Section 163(3) of the Companies Act 1985] of up to 47,093,229 Ordinary Shares of 10p, at a minimum price of 10p and up to 105% of the average middle market quotations for such shares derived from the London Stock Exchange Daily Official List, over the previous 5 business days; [Authority expires at the conclusion of the AGM of the Company in 2009 ]; the Company, before the expiry, may make a contract to purchase ordinary shares which will or may be executed wholly or partly after such expiry   | Mgmt | For |
| S.16 | Amend the Articles of Association of the Company, as specified   | Mgmt | For |
| 17.  | Authorize the Company, in accordance with Section 366 and 367 of the Companies Act 2006 [the Act], in aggregate to: [i] make political donations to political parties and/or independent election candidates not exceeding GBP 20,000 in total; [ii] make political donations to political Organizations other than political parties not exceeding GBP 20,000 in total; and [iii] incur political expenditure not exceeding GBP 20,000 in total [Authority expires at the conclusion of the AGM of the Company in 2008]   | Mgmt | For |

---

LAND SECURITIES GROUP PLC R.E.I.T, LONDON

Agen

---

Security: G5375M118



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

Meeting Type: OGM  
 Meeting Date: 09-Mar-2009  
 Ticker:  
 ISIN: GB0031809436

Prop.#	Proposal	Proposal Type	Proposal Vote
	PLEASE NOTE THAT THIS IS AN OGM. THANK YOU.	Non-Voting	No vote
1.	Approve to increase in authorized ordinary share capital from GBP 99,771,305.12 to GBP 139,771,305 authorize issue of equity or equity-linked securities with pre-emptive rights up to aggregate nominal amount of GBP 52,886,571.50	Mgmt	For
S.2	Grant authority, subject to the passing of Resolution 1, to issue of equity or Equity-Linked Securities without pre-emptive rights up to aggregate nominal amount of GBP 3,809,541	Mgmt	For
	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF CONSERVATIVE CUT-OFF, DUE TO CHANGE IN TYPE OF RESOLUTION AND CHANGE IN TYPE OF MEETING. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	No vote

LIBERTY PROPERTY TRUST

Agen

Security: 531172104  
 Meeting Type: Annual  
 Meeting Date: 21-May-2009  
 Ticker: LRY  
 ISIN: US5311721048

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM P. HANKOWSKY DAVID L. LINGERFELT JOSE A. MEJIA	Mgmt Mgmt Mgmt	For For For
02	APPROVAL OF THE PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.	Mgmt	For
03	APPROVAL OF THE PROPOSAL TO AMEND AND RESTATE THE LIBERTY PROPERTY TRUST AMENDED AND RESTATED SHARE INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR GRANT THEREUNDER AND MAKE OTHER SPECIFIED REVISIONS.	Mgmt	For

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

LTC PROPERTIES, INC.

Agen

Security: 502175102  
 Meeting Type: Annual  
 Meeting Date: 15-May-2009  
 Ticker: LTC  
 ISIN: US5021751020

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ANDRE C. DIMITRIADIS BOYD W. HENDRICKSON EDMUND C. KING WENDY L. SIMPSON TIMOTHY J. TRICHE, M.D.	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	RATIFICATION OF THE COMPANY'S INDEPENDENT AUDITORS.	Mgmt	For

MACK-CALI REALTY CORPORATION

Agen

Security: 554489104  
 Meeting Type: Annual  
 Meeting Date: 02-Jun-2009  
 Ticker: CLI  
 ISIN: US5544891048

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MITCHELL E. HERSH JOHN R. CALI IRVIN D. REID MARTIN S. BERGER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

MAGUIRE PROPERTIES INC.

Agen

Security: 559775101  
 Meeting Type: Annual  
 Meeting Date: 02-Oct-2008  
 Ticker: MPG  
 ISIN: US5597751016

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

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JONATHAN M. BROOKS CHRISTINE N. GARVEY CYRUS S. HADIDI NELSON C. RISING GEORGE A. VANDEMAN PAUL M. WATSON DAVID L. WEINSTEIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008	Mgmt	For

NATIONAL RETAIL PROPERTIES, INC.

Agen

Security: 637417106  
Meeting Type: Annual  
Meeting Date: 15-May-2009  
Ticker: NNN  
ISIN: US6374171063

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DON DEFOSSET DENNIS E. GERSHENSON KEVIN B. HABICHT RICHARD B. JENNINGS TED B. LANIER ROBERT C. LEGLER CRAIG MACNAB ROBERT MARTINEZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	TO RATIFY THE SELECTION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.	Mgmt	For
03	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.	Mgmt	Against

NATIONWIDE HEALTH PROPERTIES, INC.

Agen

Security: 638620104  
Meeting Type: Annual  
Meeting Date: 05-May-2009  
Ticker: NHP

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

ISIN: US6386201049

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM K. DOYLE RICHARD I. GILCHRIST ROBERT D. PAULSON JEFFREY L. RUSH KEITH P. RUSSELL	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	RATIIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

OMEGA HEALTHCARE INVESTORS, INC.

Agen

Security: 681936100  
Meeting Type: Annual  
Meeting Date: 21-May-2009  
Ticker: OHI  
ISIN: US6819361006

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS F. FRANKE BERNARD J. KORMAN	Mgmt Mgmt	For For
02	APPROVAL OF THE AMENDMENT TO OUR ARTICLES OF INCORPORATION DESCRIBED IN PROPOSAL 2 IN THE ACCOMPANYING PROXY STATEMENT	Mgmt	For
03	RATIFICATION OF INDEPENDENT AUDITORS ERNST & YOUNG LLP	Mgmt	For

PROLOGIS

Agen

Security: 743410102  
Meeting Type: Annual  
Meeting Date: 20-May-2009  
Ticker: PLD  
ISIN: US7434101025

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEPHEN L. FEINBERG	Mgmt	For

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

	GEORGE L. FOTIADES	Mgmt	For
	CHRISTINE N. GARVEY	Mgmt	For
	LAWRENCE V. JACKSON	Mgmt	For
	DONALD P. JACOBS	Mgmt	For
	WALTER C. RAKOWICH	Mgmt	For
	D. MICHAEL STEUERT	Mgmt	For
	J. ANDRE TEIXEIRA	Mgmt	For
	WILLIAM D. ZOLLARS	Mgmt	For
	ANDREA M. ZULBERTI	Mgmt	For
02	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.	Mgmt	For

-----  
PUBLIC STORAGE

Agen

-----  
Security: 74460D109  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: PSA  
ISIN: US74460D1090  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR B. WAYNE HUGHES RONALD L. HAVNER, JR. DANN V. ANGELOFF WILLIAM C. BAKER JOHN T. EVANS TAMARA HUGHES GUSTAVSON URI P. HARKHAM B. WAYNE HUGHES, JR. HARVEY LENKIN GARY E. PRUITT DANIEL C. STATON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

-----  
REGENCY CENTERS CORPORATION

Agen

-----  
Security: 758849103  
Meeting Type: Annual  
Meeting Date: 05-May-2009  
Ticker: REG  
ISIN: US7588491032  
-----

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

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

01	DIRECTOR		
	MARTIN E. STEIN, JR.	Mgmt	For
	RAYMOND L. BANK	Mgmt	For
	C. RONALD BLANKENSHIP	Mgmt	For
	A.R. CARPENTER	Mgmt	For
	J. DIX DRUCE	Mgmt	For
	MARY LOU FIALA	Mgmt	For
	BRUCE M. JOHNSON	Mgmt	For
	DOUGLAS S. LUKE	Mgmt	For
	JOHN C. SCHWEITZER	Mgmt	For
	BRIAN M. SMITH	Mgmt	For
	THOMAS G. WATTLES	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

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

-----  
Agen

Security: 78440X101  
Meeting Type: Annual  
Meeting Date: 11-Jun-2009  
Ticker: SLG  
ISIN: US78440X1019  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	STEPHEN L. GREEN	Mgmt	For
	JOHN H. ALSCHULER, JR.	Mgmt	Withheld
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

-----  
SENIOR HOUSING PROPERTIES TRUST

-----  
Agen

Security: 81721M109  
Meeting Type: Annual  
Meeting Date: 18-May-2009  
Ticker: SNH  
ISIN: US81721M1099  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	JEFFREY P. SOMERS*	Mgmt	Withheld
	BARRY M. PORTNOY**	Mgmt	Withheld

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

-----  
 SIMON PROPERTY GROUP, INC. Agen  
 -----

Security: 828806109  
 Meeting Type: Annual  
 Meeting Date: 08-May-2009  
 Ticker: SPG  
 ISIN: US8288061091  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	TO APPROVE PROPOSAL TO AMEND THE CHARTER TO: PROVIDE FOR THE ELECTION OF UP TO FIFTEEN DIRECTORS. (IF THIS PROPOSAL IS NOT APPROVED BY 80% OF THE VOTES ENTITLED TO BE CAST, THE BOARD WILL HAVE ONLY 9 DIRECTORS, 5 OF WHOM ARE ELECTED BY HOLDERS OF COMMON STOCK.)	Mgmt	For
1B	TO APPROVE PROPOSAL TO AMEND THE CHARTER TO: DELETE SUPERMAJORITY VOTING REQUIREMENTS.	Mgmt	For
1C	TO APPROVE PROPOSAL TO AMEND THE CHARTER TO: INCREASE THE NUMBER OF AUTHORIZED SHARES.	Mgmt	For
1D	TO APPROVE PROPOSAL TO AMEND THE CHARTER TO: DELETE OR CHANGE OBSOLETE OR UNNECESSARY PROVISIONS.	Mgmt	For
02	DIRECTOR MELVYN E. BERGSTEIN LINDA WALKER BYNOE KAREN N. HORN, PH.D. REUBEN S. LEIBOWITZ J. ALBERT SMITH, JR. PIETER S. VAN DEN BERG* ALLAN HUBBARD* DANIEL C. SMITH*	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
03	TO AUTHORIZE MANAGEMENT TO ADJOURN, POSTPONE OR CONTINUE THE MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT PROPOSAL 1(A) OR PROPOSAL 1(B) LISTED ABOVE.	Mgmt	For
04	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.	Mgmt	For

-----  
 SOVRAN SELF STORAGE, INC. Agen  
 -----

Security: 84610H108  
 Meeting Type: Annual

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

Meeting Date: 21-May-2009  
 Ticker: SSS  
 ISIN: US84610H1086

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT J. ATTEA KENNETH F. MYSZKA JOHN E. BURNS ANTHONY P. GAMMIE CHARLES E. LANNON JAMES R. BOLDT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
02	ADOPTION OF THE SOVRAN SELF STORAGE, INC. 2009 OUTSIDE DIRECTORS' STOCK OPTION AND AWARD PLAN.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2009.	Mgmt	For

## THE MACERICH COMPANY

Agen

Security: 554382101  
 Meeting Type: Annual  
 Meeting Date: 08-Jun-2009  
 Ticker: MAC  
 ISIN: US5543821012

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: ARTHUR M. COPPOLA	Mgmt	For
1B	ELECTION OF DIRECTOR: JAMES S. COWNIE	Mgmt	Against
1C	ELECTION OF DIRECTOR: MASON G. ROSS	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2009	Mgmt	For
03	APPROVAL OF OUR AMENDED AND RESTATED 2003 EQUITY INCENTIVE PLAN	Mgmt	Against
04	APPROVAL OF AN AMENDMENT TO OUR CHARTER TO INCREASE OUR AUTHORIZED SHARES OF COMMON STOCK TO 250,000,000 AND OUR TOTAL NUMBER OF AUTHORIZED SHARES OF STOCK TO 325,000,000	Mgmt	For

## U-STORE-IT TRUST

Agen



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

Security: 91274F104  
 Meeting Type: Annual  
 Meeting Date: 26-May-2009  
 Ticker: YSI  
 ISIN: US91274F1049

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR W.M. DIEFENDERFER III CHARLES ELLIOTT ANDREWS J.C. (JACK) DANNEMILLER HAROLD S. HALLER, PH.D. DANIEL B. HURWITZ DEAN JERNIGAN MARIANNE M. KELER DAVID J. LARUE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For

UDR, INC.

Agen

Security: 902653104  
 Meeting Type: Annual  
 Meeting Date: 13-May-2009  
 Ticker: UDR  
 ISIN: US9026531049

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR KATHERINE A. CATTANACH ERIC J. FOSS ROBERT P. FREEMAN JON A. GROVE JAMES D. KLINGBEIL ROBERT C. LARSON THOMAS R. OLIVER LYNNE B. SAGALYN MARK J. SANDLER THOMAS W. TOOMEY THOMAS C. WAJNERT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2009.	Mgmt	For
03	APPROVE THE AMENDED AND RESTATED 1999 LONG-TERM INCENTIVE PLAN, INCLUDING TO (I) INCREASE NUMBER OF SHARES RESERVED FOR ISSUANCE FROM 4,000,000 SHARES TO 16,000,000 SHARES (II) RAISE ANNUAL	Mgmt	For

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

PER PERSON LIMIT ON AWARDS OTHER THAN OPTIONS  
AND STOCK APPRECIATION RIGHTS TO \$5,000,000,  
AND SHARES OF STOCK WITH RESPECT TO OPTIONS  
AND/OR STOCK APPRECIATION RIGHTS TO 5,000,000  
SHARES.

-----  
VENTAS, INC. Agen

-----  
Security: 92276F100  
Meeting Type: Annual  
Meeting Date: 07-May-2009  
Ticker: VTR  
ISIN: US92276F1003  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DEBRA A. CAFARO DOUGLAS CROCKER II RONALD G. GEARY JAY M. GELLERT ROBERT D. REED SHELI Z. ROSENBERG JAMES D. SHELTON THOMAS C. THEOBALD	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	DIRECTORS' PROPOSAL: TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2009.	Mgmt	For

-----  
VORNADO REALTY TRUST Agen

-----  
Security: 929042109  
Meeting Type: Annual  
Meeting Date: 14-May-2009  
Ticker: VNO  
ISIN: US9290421091  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEVEN ROTH MICHAEL D. FASCITELLI RUSSELL B. WIGHT, JR.	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING FOR TRUSTEES.	Shr	For

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

04      SHAREHOLDER PROPOSAL REGARDING THE APPOINTMENT      Shr      Against  
 OF AN INDEPENDENT CHAIRMAN.

-----  
 WEINGARTEN REALTY INVESTORS

Agen

-----  
 Security:    948741103  
 Meeting Type: Annual  
 Meeting Date: 01-May-2009  
 Ticker:     WRI  
 ISIN:       US9487411038  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STANFORD ALEXANDER ANDREW M. ALEXANDER JAMES W. CROWNOVER ROBERT J. CRUIKSHANK MELVIN A. DOW STEPHEN A. LASHER DOUGLAS W. SCHNITZER C. PARK SHAPER MARC J. SHAPIRO	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS WEINGARTEN'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

\* Management position unknown

SIGNATURES

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

(Registrant)                      Cohen & Steers Total Return Realty Fund  
 By (Signature)                    /s/ Adam M. Derechin  
 Name                                Adam M. Derechin  
 Title                                President  
 Date                                 08/21/2009