

CYTRX CORP
Form 10-Q
August 07, 2009

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

Form 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934

For the quarterly period ended June 30, 2009

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934

For the transition period from _____ to _____

Commission file number 0-15327

CytRx Corporation
(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or
organization)

58-1642740
(I.R.S. Employer Identification No.)

11726 San Vicente Blvd., Suite 650
Los Angeles, CA
(Address of principal executive offices)

90049
(Zip Code)

(310) 826-5648
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the Registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant

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was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company
(Do not check if a smaller reporting company)

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12(b)-2 of the Exchange Act). Yes No

Number of shares of CytRx Corporation common stock, \$.001 par value, outstanding as of August 6: 109,488,821, exclusive of treasury shares.

CYTRX CORPORATION

FORM 10-Q

TABLE OF CONTENTS

	Page
PART I. — FINANCIAL INFORMATION	
Item 1. Financial Statements	4
Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations	15
Item 3. Quantitative and Qualitative Disclosures About Market Risk	21
Item 4. Controls and Procedures	21
PART II. — OTHER INFORMATION	
Item 1A. Risk Factors	22
Item 4. Submission of Matters to a Vote of Security Holders	22
Item 6. Exhibits	22
SIGNATURES	23
INDEX TO EXHIBITS	24

PART I — FINANCIAL INFORMATION

Item 1. — Financial Statements

CYTRX CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 2009 (Unaudited)	December 31, 2008
ASSETS		
Current assets:		
Cash and cash equivalents	\$6,942,483	\$25,041,772
Short Term Investments	11,000,000	—
Accounts receivable	81,276	127,280
Income taxes recoverable	215,623	215,623
Prepaid expense and other current assets	240,569	486,609
Total current assets	18,479,951	25,871,284
Equipment and furnishings, net	1,531,415	1,835,052
Molecular library, net	79,195	103,882
Goodwill	183,780	183,780
Other assets	325,396	330,032
Total assets	\$20,599,737	\$28,324,030
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$664,651	\$668,422
Accrued expenses and other current liabilities	2,340,006	2,556,904
Deferred revenue, current portion	178,488	1,817,600
Total current liabilities	3,183,145	5,042,926
Deferred revenue, non-current portion	6,775,415	7,582,797
Total liabilities	9,958,560	12,625,723
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$.01 par value, 5,000,000 shares authorized, including 15,000 shares of Series A Junior Participating Preferred Stock; no shares issued and outstanding	—	—
Common stock, \$.001 par value, 175,000,000 shares authorized; 93,986,781 and 93,978,448 shares issued and outstanding at June 30, 2009 and December 31, 2008, respectively.	93,987	93,978
Additional paid-in capital	211,149,183	210,007,468
Treasury stock, at cost (633,816 shares held at June 30, 2009 and December 31, 2008)	(2,279,238)	(2,279,238)
Accumulated deficit	(198,322,755)	(192,123,901)
Total stockholders' equity	10,641,177	15,698,307

Total liabilities and stockholders' equity	\$20,599,737	\$28,324,030
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The accompanying notes are an integral part of these condensed consolidated financial statements.

CYTRX CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2009	2008	2009	2008
Revenue:				
Service revenue \$	963,667	1,740,362	2,446,495	3,920,000
Expenses:				
Research and development	1,363,794	2,525,659	4,412,546	5,711,000
General and administrative	1,928,355	3,192,082	4,411,126	7,660,000
	3,292,149	5,717,741	8,823,672	13,371,000
Loss before other income	(2,328,482)	(3,977,379)	(6,377,177)	(9,460,000)
Other income:				
Interest income	71,676	284,304	139,963	808,000
Other income, net	31,279	1,000	38,360	219,000
Equity in loss of unconsolidated subsidiary	—	(2,133,956)	—	(2,510,000)
Minority interest in losses of subsidiary	—	—	—	88,300
Net loss before income taxes	(2,225,527)	(5,826,031)	(6,198,854)	(10,800,000)

			Who Proposed				
			Did	How	For/Against		
			Fund	Voted	Mgmt		
			Vote	Voted	Position		
Provision for income taxes	—						
BP P.L.C	55622104	14-Apr-11	Approval to receive directors annual report/accounts; Approval of directors remuneration report; Approval for election/re-election of various directors; Approval to reappoint Ernst & Young LLP as auditors and authorization for board to fix remuneration; Approval for limited purchasing	Issuer	Yes	For	For

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			power of own shares by company; To give limited authority to allot shares up to a specified amount; Approval to allot limited number of shares for cash free of pre-emption rights; Authorization to call general meetings by notice of at least 14 clear days; Approval to give limited authority to make political donations and incur political expenditure; Approval of renewal of BP sharematch plan; Approval of renewal of BP sharesave UK plan.					
			Approval of Director Level; Ratification of the selection of PwC LLP as independent registered public accounting firm; Approval of corporate incentive plan; To consider an advisory vote on compensation of company named executive officers; Consideration of advisory vote on freq. of advisory vote on compensation of company named executive officers.					
OWENS CORNING	690742101	14-Apr-11		Issuer	Yes	For, 1 Year		For
			Approval of Director Level; Approval of executive compensation; Ratification of PwC as independent registered public accounting firm for year ended December 31, 2011.					
M&T CORP.	55261F104	19-Apr-11		Issuer	Yes	For		For
			Approval to receive/adopt Report of DBS Trustee Limited; Approval to reappoint Messrs KPMG LLP as company Auditor; Approval for authority to be given to Manager to make offers/options/agreements that require Units to be issued and to issue units in					
ASCOTT RESIDENCE TRUST	Y0261Y102	20-Apr-11	Ascott Reit.	Issuer	Yes	For		For
FIRST NIAGARA FINANCIAL GROUP, INC.	33582V108	26-Apr-11	Approval of Director Level; Approval of the amendment of the company s certificate of Incorporation to implement the phased in declassifying of board of directors and to eliminate the fair price provision by deleting the current text of article eighth; An advisory vote to approve executive compensation programs and policies described in	Issuer	Yes	For, 3 Years		For

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INTERNATIONAL BUSINESS MACHINES CORP.	459200101	26-Apr-11	<p>proxy statement; Advisory vote on freq. of futures votes on executive compensation; Ratification of appointment of KPMG as independent registered public accounting firm.</p> <p>Election of Directors; Ratification of appointment of public accounting firm; Advisory vote on executive compensation; Advisory vote on freq. of advisory vote on executive compensation; Stockholder proposal on cumulative voting, Proposal to review political contributions policy, and proposal on lobbying.</p>	Issuer	Yes	For	For
NEXEN INC.	65334H102	27-Apr-11	<p>Director Level; Appointment of Deloitte & Touche as independent Auditors; Approval of the continuation, amendment and restatement of the Shareholder Rights Plan; Approval of the advisory vote on Nexen's approach to executive compensation.</p>	Issuer	Yes	For	For
MARATHON OIL CORP	565849106	27-Apr-11	<p>Approval for election of directors; Ratification of selection of PwC as independent auditor; Board proposal to amend by-laws to lower the threshold for stockholders to call special meetings; Board proposal for non-binding advisory vote on executive compensation; Board proposal to select desired freq. of non-binding advisory votes on executive compensation; Stockholder proposal seeking a safety report outlining company's steps to reduce the risk of accidents.</p>	Issuer	Yes	For, 1 year, against	For
AMERICAN AXLE & MANUFACTURING HLDGS, INC.	24061103	28-Apr-11	<p>Approval for Director Level; Approval of compensation of company's named executive officers; Approval of frequency for future advisory votes on say-on-pay; Ratification of the appointment of Deloitte & Touche as company's independent registered public</p>	Issuer	No	For	For

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accounting firm.

ARCH COAL, INC. 39380100

28-Apr-11

Issuer

No

For

For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer	Fund		Mgmt
		Date		or S/H)	Vote		Position
ABBOTT LABORATORIES	2824100	29-Apr-11	Approval for various Director Levels; Ratification of Deloitte & Touche as Auditors; Say on Pay - an advisory vote on approval of executive compensation & on approval of the frequency of shareholder votes on executive compensation; Approval on shareholder proposal- Pharmaceutical Pricing.	Issuer	Yes	For	For
ARROW ELECTRONICS, INC.	42735100	2-May-11	Approval of Director Levels; Ratification of the appointment of Ernst & Young as Company's independent registered public accounting firm; Approval, by non-binding vote, executive compensation; To recommend, by non-binding vote, the freq. of executive compensation votes.	Issuer	Yes	For, 3 years	For
SUNCOR ENERGY INC.	867224107	3-May-11	Approval on various Director Levels; Re-appointment of PwC as Auditor of Suncor Energy Inc.; To accept the approach to executive compensation disclosed in the Management Proxy Circular .	Issuer	Yes	For	For
CAMERON INTERNATIONAL CORP	13342B105	3-May-11	Approval of election of directors; Ratification of the appointment of Ernst & Young as company's independent registered public accountant; Approval of company's 2011 management incentive compensation plan; Approval to amend company's 2005 equity incentive plan to change option term from 7 to 10 years; Approval to conduct an advisory vote on the company's 2010 executive compensation; Approval to conduct advisory vote on freq. of future advisory votes on executive compensation.	Issuer	Yes	For	For
PEABODY ENERGY CORP	704549104	3-May-11	Approval of Director Levels; Ratification of appointment of accounting firm; Advisory vote on executive compensation and freq. of future advisory votes on executive compensation; Approval of Peabody's 2011 long-term equity incentive plan	Issuer	Yes	For, 2 years	For
WHITING PETROLEUM CORP	966387102	3-May-11	Approval of Director Levels; Approval of amendment of certificate of incorporation to increase number of authorized shares of common stock; Approval of advisory resolution on compensation of executive officers; advisory vote on frequency of future advisory votes on compensation of executive officers; Ratification of appointment of Deloitte & Touche as public accounting firm.	Issuer	Yes	For, 1 year	For
NV ENERGY, INC.	67073Y106	3-May-11	Approval of Director Levels; Approval of compensation of company's named executives; To determine the frequency with which the company's stockholders shall have an advisory vote on the compensation of the company's executive officers; Approval of certain amendments/ material terms of performance goals of the amended and restated long-term incentive plan; Approval to reduce super-majority vote required to amend the article on director elections and removals; Approval of the company's articles of	Issuer	Yes	For, 1 year, against	For

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incorporation to reduce super-majority votes in fair price provision; To ratify selection of company's accounting firm; to consider stockholder proposal of majority voting for directors to be included in the by-laws ; Consideration of stockholder proposal to amend by-laws to allow 15% of stockholders to call a special meeting; Consideration to adopt a policy requiring executive to hold equity compensation through termination of employment.

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		S/H	Who Proposed	Did		For/Against	
		Meeting	(issuer	Fund	How	Mgmt	
Company	Security ID	Date	Matter Voted on	or S/H)	Vote	Voted	Position
CHICAGO BRIDGE & IRON COMPANY N.V.	167250109	4-May-11	Election of various members of the supervisory board to serve until annual general meeting of shareholders in 2013; Approval of the compensation of the company's executive officers; Recommendation of the frequency of the advisory vote on compensation of the company's executive officers; To authorize the preparation of the company's Dutch statutory annual accounts and the annual report of the management board in English & to adopt company's Dutch statutory annual accounts for year ended; To discharge sole member of management board & members of the company's supervisory board from liability in respect of the exercise of its duties; Approval of the extension of the authority of the company's management board; Appointment of Ernst & Young as company's independent registered public accounting firm; Approval of the extension of the authority of the supervisory board to issue/grant shares, never to exceed number of unissued shares and to limit preemptive rights of shareholders.	Issuer	Yes	For, 3 Years	For
APOLLO COMMERCIAL REAL ESTATE FINANCE	03762U105	4-May-11	Approval of various Director Levels; Ratification of appointment of Deloitte & Touche as the company's independent registered public accounting firm; Approval of the compensation of the company's executive officers as described in the 2011 proxy statement; Approval of the frequency of future stockholder advisory votes on executive compensation.	Issuer	Yes	For, 3 Years	For
CAPSTEAD MORTGAGE CORP.	14067E506	4-May-11	Approval of various Director Levels; To consider advisory approval of company's compensation philosophy; To consider approval of the compensation granted to the company's executive officers in 2010; To hold an advisory vote on the frequency of votes on the executive compensation of the company; To re-approve the Capstead Mortgage Corp. second amended and restated Bonus Incentive Plan; To ratify the appointment of Ernst & Young as independent registered public accounting firm for year ended.	Issuer	Yes	For, 1 year	For
CONSOL ENERGY INC.	20854P109	4-May-11	Approval of various Director Levels; Ratification of anticipated selection of independent Auditor (Ernst & Young LLP); Advisory vote on executive compensation; Advisory vote on the frequency of future advisory votes on executive compensation.	Issuer	Yes	For, 2 years	For
HATTERAS FINANCIAL CORP.	41902R103	4-May-11	Approval of various Director Levels; Ratification of the appointment of Ernst & Young LLP as independent registered public accounting firm for year ended 2011; Approval of executive compensation; To recommend the frequency of executive compensation votes.	Issuer	Yes	For, 3 years	For
HESS CORPORATION	42809H107	4-May-11	Election of Directors; Approval of the advisory resolution on executive compensation; Approval of holding an advisory vote on executive compensation every one, two or three years; Ratification of Ernst & Young LLP as	Issuer	Yes	For, 1 year	For

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independent Auditors for year ended 2011;
Approval of the Performance Incentive Plan for
Senior Officers.

Approval of various Director Levels; Advisory
vote on a non-binding resolution to approve
excutive compensation; Advisory vote to
determine the frequency (annual, biennial or
triennial) with which shareholders shall be
entitled to have an advisory vote on executive
compensation; Appointment of BDO USA, LLP
as Maiden Holdings, LTD. s and Maiden Global
Holdings, LTD. s independent registered public
accounting firm for year ended 2011, and
appointment of Arthur Morris and Co. as maiden
insurance Company LTD. s independent
registered public accounting firm for year ended
2011.

MAIDEN
HOLDINGS,
LTD.

560292104

4-May-11

Issuer

Yes

For, 3 years

For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer or S/H)	Fund		Mgmt
		Date			Vote		Position
MAIDEN HOLDINGS, LTD.	G5753U112	4-May-11	Approval of various Director Levels; AN ADVISORY VOTE ON A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF CERTAIN OF OUR EXECUTIVE OFFICERS; AN ADVISORY, NON-BINDING VOTE TO DETERMINE THE FREQUENCY (WHETHER ANNUAL, BIENNIAL OR TRIENNIAL) WITH WHICH SHAREHOLDERS OF THE COMPANY SHALL BE ENTITLED TO HAVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION; APPOINTMENT OF BDO USA, LLP AS MAIDEN HOLDINGS, LTD. S AND MAIDEN GLOBAL HOLDINGS, LTD. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR, AND ARTHUR MORRIS AND COMPANY AS MAIDEN INSURANCE COMPANY LTD. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2011 FISCAL YEAR.	Issuer	Yes	For, 3 years	For
STANDARD CHARTERED PLC, LONDON	G84228157	5-May-11	Approval to receive report and accounts; Approval to declare final dividend; Approval of directors remuneration report; Approval to re-elect various directors/chairman; Approval to re-appoint KPMG as Auditor of company; Approval to authorize company and subsidiaries to make political donations; Authorization of the board to allot shares; Approval to extend authority to allot shares; Approval of 2011 Standard Chartered Share Plan; Approval to disapply pre-emption rights; Authorization to company to buy back its ordinary and its preference shares; Authorization to call general meeting other than annual general meeting on not less than 14 clear days notice.	Issuer	Yes	For	For
CANADIAN NATURAL RESOURCES LIMITED	136385101	5-May-11	Approval of various Director Levels; Appointment of PwC LLP, Chartered Accountants, Calgary, Alberta, as Auditors of Company; Authorization of Audit Committee of the Board of Directors of the Corporation to fix their remuneration.	Issuer	Yes	For	For
MGIC INVESTMENT CORPORATION	552848103	5-May-11	Determine director levels and approve the ratification of the placement of Mark M. Zandi & Bruce L. Koepfgen, both appointed to the board of directors in 2010; PROPOSAL TO AMEND THE ARTICLES OF INCORPORATION TO ELIMINATE THE CLASSIFIED BOARD PROVISIONS AND TO PROVIDE FOR THE ANNUAL ELECTION OF ALL DIRECTORS; ADVISORY VOTE ON EXECUTIVE COMPENSATION; ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION; APPROVE 2011 OMNIBUS INCENTIVE PLAN; RATIFICATION OF APPOINTMENT OF	Issuer	Yes	For, 1 Year (item #6)	For

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MSCI INC.	55354G100	5-May-11	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. Election of various directors; TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION AS DESCRIBED IN THESE PROXY MATERIALS; TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES; TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR.	Issuer	Yes	For, 1 year (item #3)	For
NEWFIELD EXPLORATION COMPANY	651290108	5-May-11	ELECTION OF VARIOUS DIRECTORS; TO APPROVE THE NEWFIELD EXPLORATION COMPANY 2011 OMNIBUS STOCK PLAN; TO APPROVE THE PERFORMANCE GOALS UNDER THE NEWFIELD EXPLORATION COMPANY 2011 OMNIBUS STOCK PLAN; TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, FOR FISCAL 2011; TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION; TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF VOTING ON EXECUTIVE COMPENSATION.	Issuer	Yes	For, 3 years (item #6)	For
OWENS-ILLOIS, INC.	690768403	5-May-11	Determine Director levels; TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011; TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS; TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Issuer	Yes	For, 3 years	For

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Company	Security ID	S/H Meeting Date	Matter Voted on	Who Proposed	Did	How Voted	For/Against
				(issuer or S/H)	Fund Vote		Mgmt Position
STARWOOD PROPERTY TRUST INC.	85571B105	5-May-11	Determine Director levels; To approve the companys executive compensation disclosed in the proxy statement; To approve the frequency with which the advisory votes on compensation should be held; To ratify the appointment of Deloitte & Touche as their public accounting firm.	Issuer	Yes	For, 3 years (item #3)	For
VALASSIS COMMUNICATIONS, INC.	918866104	5-May-11	ELECTION OF VARIOUS DIRECTORS; PROPOSAL TO APPROVE AN AMENDMENT TO THE VALASSIS COMMUNICATIONS, INC. 2008 OMNIBUS INCENTIVE COMPENSATION PLAN; PROPOSAL TO APPROVE AN ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS; TO ACT UPON AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS; PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2011; APPROVE ANY ADJOURNMENT OF THE ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ANY OR ALL FOREGOING PROPOSALS IF THERE ARE NOT SUFFICIENT VOTES.	Issuer	Yes	For, 3 years (item#4)	For
VERIZON COMMUNICATIONS, INC.	92343V104	5-May-11	ELECTION OF VARIOUS DIRECTORS; RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM;ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION; DISCLOSE PRIOR GOVERNMENT SERVICE; PERFORMANCE STOCK UNIT PERFORMANCE THRESHOLDS; CUMULATIVE VOTING; SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING;	Issuer	Yes	For, Against (item # 5-8), 1 Year (item #4)	For
COOPER TIRED & RUBBER COMPAY	216831107	6-May-11	Approval of Director Level; Ratification of the selection of the company s independent registered Accounting firm for year ended december, 2011; Approval of executive compensation; To determine, whether an advisory vote on executive compensation will occur every 1,2, or 3 years.	Issuer	Yes	For, 1 year (item #4)	For
FMC TECHNOLOGIES	30249U101	6-May-11	Election of various Directors; Ratification of appointment of KPMG for 2011; Approval of the executive compensation program; Recommendation of the frequency of executive compensation votes; To amend the certificate of incorporation to increase the number of authorized shares of common stock from 300M to 600M shares.	issuer	Yes	For, 3 years (item #4)	For
	674599105	6-May-11		Issuer	Yes	For, Abstain	For

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OCCIDENTAL
PETROLEUM

Election of various
Directors;RATIFICATION OF SELECTION
OF KPMG AS INDEPENDENT
AUDITORS; ADVISORY VOTE
APPROVING EXECUTIVE
COMPENSATION; ADVISORY VOTE ON
FREQUENCY OF ADVISORY VOTE ON
EXECUTIVE COMPENSATION; REPORT
ON POLITICAL EXPENDITURES AND
SPENDING PROCESSES; REQUIRED
NOMINATION OF DIRECTOR WITH
ENVIRONMENTAL EXPERTISE.

(#4),

Against(#5-6)

Election of various Directors; TO RATIFY
THE APPOINTMENT OF
PRICEWATERHOUSECOOPERS LLP,
NEW YORK, NEW YORK TO ACT AS
THE INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM OF THE
COMPANY FOR THE YEAR ENDING
DECEMBER 31, 2011; TO PROVIDE A
NON-BINDING, ADVISORY VOTE
APPROVING THE COMPANY S
EXECUTIVE COMPENSATION; TO
PROVIDE A NON-BINDING, ADVISORY
VOTE ON THE FREQUENCY OF FUTURE
EXECUTIVE COMPENSATION VOTES;
TO APPROVE THE INCREASE IN THE
NUMBER OF SHARES AVAILABLE FOR
ISSUANCE UNDER THE COMPANY S
1991 PERFORMANCE INCENTIVE
PROGRAM.

XL GROUP PLC

G98290102

6-May-11

Issuer

Yes For

For

INVESCO
MORTGAGE
CAPITAL

46131B100

9-May-11

Election of various Directors; ADVISORY
VOTE TO APPROVE 2010 EXECUTIVE
COMPENSATION; ADVISORY VOTE ON
FREQUENCY OF FUTURE ADVISORY
VOTES ON EXECUTIVE
COMPENSATION; APPOINTMENT OF
GRANT THORNTON LLP AS THE
COMPANY S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM.

Issuer

Yes For, 3 years
(#3)

For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer	Fund		Mgmt
		Date		or S/H)	Vote		Position
TELEKOM MALAYSIA BHD	Y8578H118	10-May-11	Proposed alteration to Tm s authorised share capital and corresponding amendments to Tm s memorandum and articles of association; Proposed capital distribution of approximately MYR 1,037.4 million to shareholders; Proposed renewal of shareholders mandate for recurrent related party transactions of a revenue or trading nature.	Issuer	Yes	For	For
TELEKOM MALAYSIA BHD	Y8578H118	10-May-11	To receive the Audited Financial Statements for the financial year ended 31 December 2010 together with the Reports of the Directors and Auditors thereon; To declare a final gross dividend of 13.1 sen per share (less 25.0% Income Tax) in respect of the financial year ended 31 December 2010; Re-election of several Directors; To approve the payment of Directors fees of MYR 1,116,000.00 for the financial year ended 31 December 2010; To re-appoint Messrs PricewaterhouseCoopers having consented to act as Auditors of the Company for the financial year ending 31 December 2011 and to authorise the Directors to fix their remuneration.	Issuer	Yes	For	For
CALFRAC WELL SERIVCES LTD.	129584108	10-May-11	Approval for Director Level; Appointment of PwC as Auditor of the Corporation; To approve the unallocated options to purchase common shares of the corp. under their stock option plan.	Issuer	Yes	For	For
CIT GROUP INC.	125581801	10-May-11	Election of various Directors; TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIT S INDEPENDENT AUDITORS FOR 2011; TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF CIT S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN CIT S PROXY STATEMENT; TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY WITH WHICH CIT HOLDS STOCKHOLDER ADVISORY VOTES ON EXECUTIVE COMPENSATION; TO APPROVE CIT S 2011 EMPLOYEE STOCK PURCHASE PLAN, INCLUDING THE NUMBER OF SHARES AVAILABLE FOR PURCHASE THEREUNDER.	Issuer	Yes	For, 1 year (#4)	For
NII HOLDINGS, INC.	62913F201	10-May-11	To Determine Director Level; A NON-BINDING STOCKHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION; A NON-BINDING STOCKHOLDER ADVISORY VOTE ON FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION; RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011;	Issuer	Yes	For, 1 year (#3)	For
NORTHEAST UTILITIES	664397106	10-May-11	To Determine Director Level; RESOLVED, THAT THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE	Issuer	Yes	For, 3 years (#3)	For

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COMMISSION, INCLUDING THE
COMPENSATION DISCUSSION AND
ANALYSIS, THE COMPENSATION TABLES
AND ANY RELATED MATERIAL
DISCLOSED IN THIS PROXY STATEMENT,
IS HEREBY APPROVED ; RESOLVED, THAT
THE SHAREHOLDERS OF THE COMPANY
APPROVE, ON AN ADVISORY BASIS, THAT
THE ADVISORY VOTE ON EXECUTIVE
COMPENSATION, COMMONLY KNOWN AS
SAY-ON-PAY, BE CONDUCTED EVERY 1, 2
OR 3 YEARS, BEGINNING WITH THIS
ANNUAL MEETING ; TO RATIFY THE
SELECTION OF DELOITTE & TOUCHE LLP
AS THE COMPANY S INDEPENDENT
AUDITORS FOR 2011.

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Company	Security ID	S/H Meeting Date	Matter Voted on	Who Proposed	Did	How Voted	For/Against
				(issuer or S/H)	Fund Vote		Mgmt Position
SENSATA TECHNOLOGIES HOLDINGS N.V.	N7902X106	10-May-11	PROPOSAL TO ADOPT OUR DUTCH STATUTORY ANNUAL ACCOUNTS FOR FISCAL YEAR 2010 AND TO AUTHORIZE THE PREPARATION OF OUR DUTCH STATUTORY ANNUAL ACCOUNTS AND ANNUAL REPORT FOR FISCAL YEAR 2010 IN THE ENGLISH LANGUAGE; PROPOSAL TO ADOPT OUR DUTCH STATUTORY ANNUAL ACCOUNTS FOR FISCAL YEAR 2009 AND TO AUTHORIZE THE PREPARATION OF OUR DUTCH STATUTORY ANNUAL ACCOUNTS FOR FISCAL YEAR 2009 IN THE ENGLISH LANGUAGE; PROPOSAL TO DISCHARGE THE MEMBERS OF OUR BOARD OF DIRECTORS FROM CERTAIN LIABILITY FOR 2009 AND 2010; PROPOSAL TO EXTEND THE AUTHORITY OF OUR BOARD OF DIRECTORS FOR A PERIOD OF 18 MONTHS FROM THE DATE OF THE SPECIAL MEETING TO REPURCHASE AS MANY SHARES IN THE CAPITAL OF THE COMPANY AS IS PERMITTED BY LAW AND THE COMPANY'S ARTICLES OF ASSOCIATION; PROPOSAL TO EXTEND THE AUTHORITY OF OUR BOARD OF DIRECTORS FOR A PERIOD OF 5 YEARS FROM THE DATE OF THE SPECIAL MEETING TO ISSUE ORDINARY SHARES AND/OR PREFERRED SHARES AND/OR GRANT RIGHTS TO ACQUIRE OUR SHARES; PROPOSAL TO AMEND OUR ARTICLES OF ASSOCIATION AND AUTHORIZE THE CHAIRMAN OF OUR BOARD OF DIRECTORS AND EACH EMPLOYEE OF LOYENS & LOEFF N.V. TO EXECUTE THE DEED OF AMENDMENT.	Issuer	Yes	For	For
ALLIANT ENERGY CORPORATION	18802108	10-May-11	Determine Director Level; ADVISORY VOTE ON APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS; ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS; RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.	issuer	Yes	For, 1 year (#3)	For
JIANSU EXPWY CO LTD.	Y4443L103	11-May-11	Approval of board of directors of company for year ended 31 Dec. 2010; Approval of the report of the Supervisory Committee of company for year ended 31 Dec. 2010; Approval of the annual budget report for 2010; Approval of the audited accounts and auditor reports for year ended 2010; Approval of the profit distribution scheme of the company in respect of the final dividend for year ended 2010; Approval of the appointment of Deloitte Touche Tohmatsu as company's accountants and auditors for internal control for year 2011& to	Issuer	Yes	For	For

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determine its aggregate remunerations at RMB2.65 M/ year; Approval of the issue of not more than RMB2 billion short-term commercial papers; Authorization of Directors to deal with matters to the issue; and the issue be taken place within one year from approval date of annual general meeting.

To receive and approve audited financial statements and the reports of the directors and auditors; to declare a final dividend for year ended; Approval for re-election of various directors; To authorize the board of directors to fix the directors remuneration; To re-appoint the auditors and authorize board to fix their remuneration; To grant a general mandate to the Directors to issue new shares, repurchase new shares, and to extend the general mandate to issue new shares by adding the number of shares repurchased; To authorize the board of directors to establish further employee incentive schemes.

TENCENT HOLDINGS LTD	G87572148	11-May-11		Issuer	Yes	For	For
BANK OF AMERICA CORPORATION	60505104	11-May-11	Elect directors, approve executive compensation and frequency of future advisory say on pay to 1 year; Ratify independent auditor; Shareholder proposal: disclose gov t employment; stockholder action by written consent; mortgage service operations; grassroots lobbying; OTC derivatives trading; cumulative voting in contested elections; recoupment of incentive compensation; prohibition of certain relocation benefits;.	Issuer S/H	Yes	For, 1 year(#3) Against 5-12	For
CYPRESS SHARPRIDGE INVESTMENTS INC.	23281A307	11-May-11	Determine director levels; Approve appointment of Deloitte & Touche as auditors	Issuer	Yes	For	For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer	Fund		Mgmt
		Date		or S/H)	Vote		Position
DYNEX CAPITAL, INC.	26817Q506	11-May-11	Determine director levels; approve executive compensation and 2 years for frequency of future advisory votes; Ratify the appointment of BDO as accountants.	Issuer	Yes	For, 2 years (#3)	For
KNIGHT CAPITAL GROUP, INC.	499005106	11-May-11	Appoint directors and the appointment of PWC as auditor; Approve executive compensation and frequency of vote to 1 year.	Issuer	Yes	For, 1 year (#4)	For
RADIAN GROUP INC.	750236101	11-May-11	Elect directors and approve the amendment of the 2008 Equity Compensation Plan; Approve executive compensation and frequency of vote to 1 year; Ratify the appointment of PWC as auditors.	Issuer	Yes	For, 1 year (#4)	For
PG&E CORPORATION	69331C108	11-May-11	Elect directors and ratify appointment of auditors; Approve executive compensation and frequency of vote to 1 year; S/H proposals: Independent board chairman and neutral personnel policies.	Issuer	Yes	For, 1 year (#4) Against 5 & 6	For
DIGI.COM BHD	Y2070F100	12-May-11	To receive and adopt the audited financial statements of the Company for the financial year ended 31 December 2010 and the Directors and Auditors Reports thereon; To re-elect Tan Sri Leo Moggie as Director of the Company who retires by rotation under Article 98(A) of the Articles of Association of the Company; To re-elect various Directors who retire under Article 98(A) of the Articles of Association of the Company; To re-appoint Messrs Ernst & Young as Auditors of the Company and to authorise the Directors to fix their remuneration; Proposed Renewal of Existing Shareholders Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature and New Mandate for Additional Recurrent Related Party Transactions of a Revenue or Trading Nature to be entered with Telenor ASA (Telenor) and Persons Connected with Telenor.	Issuer	Yes	For	For
BABCOCK & WILCOX CO	05615F102	12-May-11	Determine director levels; Approve executive compensation and frequency of vote to 1 year; Approve the amended L-T compensation plan and incentive plan; Appoint auditors.	Issuer	Yes	For	For
HOST HOTELS & RESORTS, INC.	44107P104	12-May-11	Elect directors and Approve executive compensation and frequency of vote to 1 year.	Issuer	Yes	For., 1 year (#4)	For
REPUBLIC SERVICES, INC.	760759100	12-May-11	Elect directors and approve executive compensation and frequency of vote to 3 years; Approve the amended stock incentive plan; Ratify appointment of E&Y as auditors; S/H proposal: proposal regarding payments upon death of a senior executive.	Issuer	Yes	For Against 6	For
JARDINE STRATEGIC HOLDINGS LTD BERMUDA	G50764102	12-May-11	To receive and consider the financial statements and the independent auditors report for the year ended 31st December 2010, and to declare a final dividend; Re-election of various directors; To fix Directors fees; To re appoint the auditors and to authorize the directors to fix their remuneration; That a. the exercise by the	Issuer	Yes	For	For

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directors during the relevant period of all powers of the company to allot or issue shares and to make and grant offers, agreements and options which would or might require shares to be allotted, issued or disposed of during or after the end of the relevant period up to an aggregate nominal amount of USD18.6 million, be and is hereby generally and unconditionally approved and b. the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted wholly for cash by the directors pursuant to the approval in paragraph a, otherwise than pursuant to a rights issue, shall not exceed USD2.7 million, and the said approval shall be limited accordingly; That a. the exercise by the directors of all powers of the company to purchase its own shares, subject to and in accordance with all applicable laws and regulations, during the relevant period be and is hereby generally and unconditionally approved b. the aggregate nominal amount of shares of the company which the company may purchase pursuant to the approval in paragraph a of this resolution shall be less than 15 percent of the aggregate nominal amount of the existing issued share capital of the company at the date of this meeting, and such approval shall be limited accordingly and c. the approval in paragraph a of this resolution shall, where permitted by applicable laws and regulations and subject to the limitation in paragraph b of this resolution, extend to permit the purchase of shares of the company i. by subsidiaries of the company and ii. pursuant to the terms of put warrants or financial instruments having similar effect whereby the company can be required to purchase its own shares; That the purchase by the company of shares of US 25 cents each in Jardine Matheson Holdings Limited during the relevant period be and is hereby generally and unconditionally approved.

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Company	Security ID	S/H Meeting		Who Proposed (issuer or S/H)	Did Fund Vote	How Voted	For/Against Mgmt Position
		Date	Matter Voted on				
CIE GENERALE DES ESTABLISSEMENTS MICHELIN SA, CLERMONT	F61824144	13-May-11	Approval of company financial statements for year ended 2010; Appropriation of income for the year ended December 31, 2010 and approval of the recommended dividend with a dividend reinvestment option; Approval of the consolidated financial statements for the year ended December 31, 2010; Approval of a related-party agreement authorized in advance by the Supervisory Board; Authorization for the Managing Partners to carry out a share buyback program, based on a maximum purchase price per share of EUR 100; Election, term and re-election of Managing General Partners and Non-General Managing Partners; Managing General Partners qualifying shares; Process for ending the Managing Partners functions and the effects thereof; Organization of the Managing Partners powers and related restrictions; Supervisory Board powers; Elect Jean Dominique Senard as General Partner and amend article 1 of bylaws accordingly; Alignment of the bylaws with the regulatory provisions arising from the incorporation of Decree 67-236 of March 23, 1967 into the French Commercial Code; Alignment of the bylaws with the new rules governing the exercise of certain rights by shareholders of listed Companies; Authorization for the Managing Partners to reduce the Company's capital by canceling shares; 38-month authorization for the Managing Partners to grant performance shares to employees of the Company and other Group entities; Powers to carry out formalities.	Issuer	Yes	For	For
TRANSOCEAN, LTD.	H8817H100	13-May-11	Approve the financial statements; Discharge BOD from liability for activities during 2010; Approve appropriation of available earnings; Rescission of distribution to S/H; Approve dividend and authorized share capital; Reduce max number of BOD to 12; Elect directors and approve appointment of E&Y as auditors; Approve executive compensation and frequency of vote to 1 Year.	Issuer	Yes	For, 1 year (#12)	For
ANADARKO PETROLEUM CORPORATION	32511107	17-May-11	Elect directors; Ratify appointment of KPMG as auditors; Approve executive compensation and the frequency of vote to 3 years S/H proposals: Approve a gender identity non-discrimination policy, independent director chairman policy, accelerated vesting of equity awards policy and report on political contributions.	Issuer	Yes	For, 3 year(#4) Against proposals 5-8	For
COMMUNITY HEALTH SYSTEMS, INC.	203668108	17-May-11	Elect directors, Approve the executive compensation and frequency of vote to 1 year; Approve the amended 2009 Stock Option and Award Plan; Ratify the appointment of KPMG as auditors.	Issuer	Yes	For, 1 year (#3)	For
HEALTH MANAGEMENT ASSOCIATES, INC.	421933102	17-May-11	Determine director levels and approve their compensation and frequency of vote to 1 year; Ratify the appointment of E&Y as	Issuer	Yes	For	For

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			accountants.				
SOUTHWESTERN ENERGY COMPANY	845467109	17-May-11	Elect directors; Ratify the appointment of PWC as accountants; Approve executive compensation and frequency of vote to 1 year; Approve amendment of By-Laws to reduce the ownership threshold for stockholders to call special meetings; S/H proposal: polotical contributions and exepdnitures report	Issuer	Yes	For Against 6	For
POWER ASSETS HLDGS LTD	Y33549117	18-May-11	Receive financial statements; Declare final dividend; Elect directors and approve their remuneration; Authorize directors to issue and deal with additional shares not exceeding 20% of issued share capital.	Issuer	Yes	For	For
FIDELITY NAT L INFORMATION SERVICES INC	31620M106	18-May-11	Elect directors and ratify the apppintment of KPMG as accountants; Approve executive compensation and frequency of vote to 1 year; Approve the annual incentive plan and performance plans.	Issuer	Yes	For	For
GENWORTH FINANCIAL, INC.	37247D106	18-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Ratify KPMG as accountants.	Issuer	Yes	For, 1 year (#3)	For
THE HARTFORD FINANCIAL SVCS GROUP, INC.	416515104	18-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Ratify Deloitte as accountants.	Issuer	Yes	For, 1 year (#4)	For
PETROHAWK ENERGY CORPORATION	716495106	18-May-11	Determine director levels and approve their compensation and frequency of vote to 1 year; Approve the amended employee incentive plan and Ratify the appointment of Deloitte as accountants.	Issuer	Yes	For, 1 year (#3)	For
TRW AUTOMOTIVE HOLDINGS CORP.	87264S106	18-May-11	Determine director levels and approve their compensation and frequency of vote to 3 years; Ratify the appointment of E&Y.	Issuer	Yes	For, 3 year (#4)	For
TENNECO INC.	880349105	18-May-11	Elect directors and appoint PWC as accountants; Approve executive compensation and frequency of vote to 1 year.	Issuer	Yes	For, 1 year (#4)	For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer	Fund		Mgmt
		Date		or S/H)	Vote		Position
VERISK ANALYTICS INC	92345Y106	18-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Ratify Deloitte as accountants.	Issuer	Yes	For, 1 year (#3)	For
LLOYDS BANKING GROUP PLC	G5542W106	18-May-11	Receive report; Re-elect directors and approve their remuneration; Authorize Directors to allot shares; Approve the Deferred Bonus Plan, disapplication of pre-emption rights.	Issuer	Yes	For	For
ALPHA NATURAL RESOURCES, INC.	02076X102	19-May-11	Determine director levels and approve their compensation and frequency of vote for 3 years; Ratify KPMG as accountants S/H Proposal: Pollution proposal	Issuer	Yes	For Against 5	For
KBR, INC.	48242W106	19-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Ratify selection of auditors S/H Proposals: Human rights policy; political contributions.	Issuer	Yes	For Against 5	For
NATIONAL OILWELL VARCO, INC.	637071101	19-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Approve amended certificate of incorporation to reflect an increase of 500,000,000 shs of common stock; S/H proposal: S/H proposal	Issuer	Yes	For Against 7	For
THE PMI GROUP, INC.	69344M101	19-May-11	Determine director level and approve their compensation and frequency of vote to 3 years; Ratify appointment of E&Y as accountants and approve the amended tax benefits preservation plan & certificate of incorporation.	Issuer	Yes	For, 3 year (#3)	For
SAFEWAY INC.	786514208	19-May-11	Elect directors and approve their compensation and frequency of vote to 1 year; Approve amended performance bonus plan; Ratify appointment of Deloitte as accountants; S/H Proposal: cumulative voting.	Issuer	Yes	For, 1 year(#3) Against 7	For
CORE LABORATORIES N.V.	N22717107	19-May-11	Determine director levels; Confirm accounts and approve the cancellation of repurchased shares; Resolve the extension of the existing authority to repurchase and deal with additional shares; Exclude preemptive rights of common/preference s/h s; Ratify the appointment of KPMG as auditors; approve the compensation philosophy and procedures.	Issuer	Yes	For	For
CMS ENERGY CORPORATION	125896100	20-May-11	Determine director levels and their compensation and frequency of vote to 1 year; Ratify the appointment of PWC as accountants. S/H proposal financial risks of reliance on coal.	Issuer	Yes	For, 1 year (#3) Against 5	For
INTERCONTINENTAL EXCHANGE, INC.	45865V100	20-May-11	Elect directors and approve their compensation and frequency of vote to 3 years; Appoint E&Y as accountants.	Issuer	Yes	For, 3 years (#3)	For
LIBERTY MEDIA CORPORATION	53071M302	23-May-11	Redeem all of the outstanding shares of series A common stock and series B common stock.	Issuer	Yes	For	For
ENSCO PLC	29358Q109	24-May-11	Re-elect directors and approve their remuneration; Payment of historic dividends; Approve compensation of executives and	Issuer	Yes	For, 1 year(#11)	For

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frequency of vote to 1 year.

MFA FINANCIAL, INC.	55272X102	24-May-11	Determine director levels and their compensation and frequency of vote to 3 years; Approve the increase in authorized shares to 1 billion shares; Ratify the appointment of E&Y as auditors.	Issuer	Yes	For, 3 years (#4)	For
GZI TRANSPORT LTD	G4211X107	25-May-11	Receive financial statements and declare final dividend; Re-elect directors and authorize their remuneration; Allow directors to repurchase/deal with additional shares.	Issuer	Yes	For	For
BANK OF CHINA LTD, BEIJING	Y0698A107	27-May-11	Approve the Working reports and financial statements; Approve the annual budget and re-appoint PWC as auditors; Elect directors and approve the delegation of authority for issue of financial bonds to BOD.	Issuer	Yes	For	For
CHINA RESOURCES ENTERPRISE LTD, HONG KONG	Y15037107	27-May-11	Receive financial statements and declare final dividend of HKD0.38 per share; Re-elect directors and authorize their remuneration; Authorize directors to repurchase/deal with additional shares.	Issuer	Yes	For	For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting Date		(issuer or S/H)	Fund Vote		Mgmt Position
INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED	ADPV10686	31-May-11	Approve the audited reports and profit distribution plan; Approve the purchase of office premises and the 2011 fixed assets investment budget; Re-appoint E&Y as auditors; Elect Mr. Zhao Lin as shareholder supervisor.	Issuer	Yes	For	For
ENSCO PLC	29358Q109	31-May-11	Approve the issuance and delivery of depository shares, pursuant to merger.	Issuer	Yes	For	For
MAXIS BHD	Y58460109	31-May-11	To declare a final single-tier tax exempt dividend of 8 sen per ordinary share for the financial year ended 31 December 2010; to re-elect 3 directors; To re-elect Dr. Zeyad Thamer H. AlEtaibi who was appointed to the Board on 10 February 2011 and retires pursuant to Article 121 of the Company's Articles of Association; To re-appoint Messrs. PricewaterhouseCoopers as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration)	Issuer	Yes	For	For
MAXIS BHD	Y58460109	31-May-11	Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Astro Holdings Sdn Bhd and/or its affiliates, including but not limited to Airtime Management and Programming Sdn Bhd, Digital Five Sdn Bhd, MEASAT Broadcast Network Systems Sdn Bhd, ASTRO Entertainment Sdn Bhd and Kristal-Astro Sdn Bhd; Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates, including but not limited to Tanjong City Centre Property Management Sdn Bhd, TGV Cinemas Sdn Bhd and Pan Malaysian Pools Sdn Bhd; Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates, including but not limited to MEASAT Satellite Systems Sdn Bhd and MEASAT Networks Limited; Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates, including but not limited to UT Hospitality Services Sdn Bhd, UT Projects Sdn Bhd, UT Energy Services Sdn Bhd, UTSB Management Sdn Bhd, SRG Asia Pacific Sdn Bhd, Bumi Armada Berhad, Mobitel (Private) Limited and Sri Lanka Telecom PLC; Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with UMTS (Malaysia) Sdn Bhd; Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Maxis	Issuer	Yes	For	For

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Communications Berhad and/or its affiliates, including but not limited to Dishnet Wireless Limited, Aircel Limited and Bridge Mobile Pte Ltd; Proposed shareholders mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Saudi Telecom Company and/or its affiliates, including but not limited to Cell C (Pty) Ltd, Kuwait Telecom Company, AVEA Iletisim Hizmetleri A.S. and SEBIT Egitim ve Bilgi Teknolojileri Anonim Sirketi; Proposed shareholders mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with PT Natrindo Telepon Seluler; Proposed shareholders mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Jet Services Sdn Bhd; Proposed shareholders mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Communications and Satellite Services Sdn Bhd and Malaysian Landed Property Sdn Bhd; Proposed shareholders mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Kompakar CRC Sdn Bhd, Flobright Advertising Sdn Bhd and Agensi Pekerjaan Talent2 International Sdn Bhd

Consideration Of The Board's Management Report & Certifications And The Independent Auditors' Reports On Consolidated Financial Statements And The Company's Annual Accounts; Approval Of The Company's Consolidated Financial Statements For The Years Ended December 31, 2010, 2009 And 2008; Approval Of The Company's Annual Accounts As At December 31, 2010; Allocation Of Results And Approval Of Dividend Payment For The Year Ended December 31, 2010; Discharge Of The Members Of The Board For The Exercise Of Their Mandate During The Year Ended December 31, 2010; Election Of Members Of The Board Of Directors; Compensation Of Members Of The Board Of Directors; Appointment Of The Independent Auditors For The Fiscal Year Ending December 31, 2011, And Approval Of Their Fees; Authorization To Board To Cause The Distribution Of All Shareholder Communications, Including Its Shareholder Meeting, All As More Fully Described In The Proxy Statement; Adaptation Of Articles Of Association To Abolishment Of Law Of July 31, 1929, All As More Fully Described In Proxy Statement; Change Of The Date Of The Annual General Meeting So That It Be Held On First Wednesday Of May Of Each Year At 11:00 A.M., And Consequential Amendment To Article

TENARIS, S.A. 88031M109

1-Jun-11

15 Of Articles Of Association

Issuer

Yes For

For

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Company	Security ID	S/H Meeting Date	Matter Voted on	Who Proposed	Did	How Voted	For/Against
				(issuer or S/H)	Fund Vote		Mgmt Position
TENARIS, S.A.	88031M109	1-Jun-11	Consideration Of The Board s Management Report & Certifications And The Independent Auditors Reports On Consolidated Financial Statements And The Company S Annual Accounts; Approval Of The Company S Consolidated Financial Statements For The Years Ended December 31, 2010, 2009 And 2008; Approval Of The Company S Annual Accounts As At December 31, 2010; Allocation Of Results And Approval Of Dividend Payment For The Year Ended December 31, 2010; Discharge Of The Members Of The Board For The Exercise Of Their Mandate During The Year Ended December 31, 2010; Election Of Members Of The Board Of Directors; Compensation Of Members Of The Board Of Directors; Appointment Of The Independent Auditors For The Fiscal Year Ending December 31, 2011, And Approval Of Their Fees; Authorization To Board To Cause The Distribution Of All Shareholder Communications, Including Its Shareholder Meeting, All As More Fully Described In The Proxy Statement; Adaptation Of Articles Of Association To Abolishment Of Law Of July 31, 1929, All As More Fully Described In Proxy Statement; Change Of The Date Of The Annual General Meeting So That It Be Held On First Wednesday Of May Of Each Year At 11:00 A.M., And Consequential Amendment To Article 15 Of Articles Of Association	Issuer	Yes	For Abstain E1 and E2	For
GOOGLE INC.	38259P508	2-Jun-11	Elect 9 Directors; THE RATIFICATION OF ERNST & YOUNG LLP AS GOOGLE S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011; THE APPROVAL OF AN AMENDMENT TO GOOGLE S 2004 STOCK PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK ISSUABLE UNDER THE PLAN BY 1,500,000; THE APPROVAL OF 2010 COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS; THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES REGARDING COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS; A STOCKHOLDER PROPOSAL REGARDING THE FORMATION OF A BOARD COMMITTEE ON SUSTAINABILITY, IF PROPERLY PRESENTED AT THE MEETING; A STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A SIMPLE MAJORITY VOTING STANDARD FOR STOCKHOLDER MATTERS, IF PROPERLY PRESENTED AT THE MEETING; A STOCKHOLDER	Issuer	Yes	For, 3 years (#5) Against 6-8	For

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PROPOSAL REGARDING A CONFLICT OF INTEREST AND CODE OF CONDUCT COMPLIANCE REPORT, IF PROPERLY PRESENTED AT THE MEETING

To receive and adopt the Audited Financial Statements, the Directors Report and the Independent Auditor s Report for the year ended 31 December 2010; To declare a final dividend for the year ended 31 December 2010 of HK6 cents per share; Election of various Directors; To authorize the Board to fix the remuneration of Directors; To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditor and to authorize the Board to fix their remuneration; To approve the Ordinary Resolution No. 6(A) of the Notice of Annual General Meeting (To give a general mandate to the Directors to issue additional shares of the Company); To approve the Ordinary Resolution No. 6(B) of the Notice of Annual General Meeting (To give a general mandate to the Directors to repurchase shares of the Company); To approve the Ordinary Resolution No. 6(C) of the Notice of Annual General Meeting (To extend the general mandate to the Directors pursuant to Ordinary Resolution No. 6(A) to issue additional shares of the Company).

CHINA STATE
CONSTRUCTION
INTERNATIONAL
HOLDINGS

G21677136

7-Jun-11

Issuer

Yes For

For

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Company	Security ID	S/H	Matter Voted on	Who Proposed	Did	How Voted	For/Against
		Meeting		(issuer	Fund		Mgmt
		Date		or S/H)	Vote		Position
CHINA MENGNIU DAIRY CO LTD	G21096105	10-Jun-11	To review and consider the audited financial statements and the reports of the directors and the independent auditors for the year ended 31 December 2010; To approve the proposed final dividend; Re-elect 5 Directors; To re-appoint Ernst & Young as the auditors of the Company and authorise the board of directors to fix their remuneration; Ordinary resolution No. 5 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company); Ordinary resolution No. 6 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company); Ordinary resolution No. 7 set out in the Notice of Annual General Meeting (to give a general mandate to extend the general mandate to the directors to allot, issue and deal with additional shares in the Company to include the nominal amount of shares repurchased under resolution no. 5, if passed)	Issuer	Some Voted	For	For
KEYENCE CORPORATION	J32491102	17-Jun-11	Approve Appropriation of Profits; Appoint 7 Directors; Appoint a Corporate Auditor; Appoint a Supplementary Auditor	Issuer	Yes	For	For
OMRON CORPORATION	J61374120	21-Jun-11	Approve Appropriation of Retained Earnings; Appoint 7 Directors; Appoint a Corporate Auditor; Appoint a Substitute Corporate Auditor; Approve Payment of Bonuses to Directors	Issuer	Yes	For	For
OIL CO LUKOIL	677862104	23-Jun-11	To approve the Annual Report of OAO LUKOIL for 2010 and the annual financial statements, including the income statements (profit and loss accounts) of the Company, and the distribution of profits: The net profit of OAO LUKOIL for distribution for 2010 was equal to 140,037,510,000 roubles. To distribute 50,183,232,000 roubles to the payment of dividends for 2010. The rest of the net profit shall be left undistributed. To pay dividends for the 2010 financial year in the amount of 59 roubles per ordinary share. Payment of dividends to be made in cash from the account of OAO LUKOIL, with the term of dividend payment not exceeding 60 days from the date the payment decision is taken. If the dividends transferred by OAO LUKOIL are returned due to incorrect banking details in the shareholder register of OAO LUKOIL or the death of a shareholder, repeat payment of dividends will be performed after information is provided to OAO Registrator NIKoil (hereinafter the Registrar) on changes in	Issuer	Yes	For	For

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payment and other details and the relevant amendments are made to the shareholder register of OAO LUKOIL . If dividends sent by postal money order are returned, repeat payment will be made through wire transfer to the shareholder bank account after the latter provides the Registrar with information on its banking details and this information is entered into the shareholder register of OAO LUKOIL . The costs on the transfer of dividends, regardless of the means, will be paid by OAO LUKOIL ; Elect 12 Directors; To appoint Vagit Yusufovich ALEKPEROV President of OAO LUKOIL ; Elect 3 members of the Audit Commission; To pay remuneration and reimburse expenses to members of the Board of Directors of OAO LUKOIL according to Appendix No.1; To establish remuneration for newly elected members of the Board of Directors of OAO LUKOIL according to Appendix No.2; To pay remuneration to each of the members of the Audit Commission of OAO LUKOIL in the amount established by decision of the Annual General Shareholders Meeting of OAO LUKOIL of 26 June 2008 (Minutes No. 1): 2,600,000 roubles; To establish remuneration for newly elected members of the Audit Commission of OAO LUKOIL in the amount of 2,730,000 roubles; To approve the independent auditor of OAO LUKOIL -Closed Joint Stock Company KPMG; To approve a new version of the Charter of Open Joint Stock Company Oil company LUKOIL pursuant to the appendix hereto; To approve amendments to the Regulations on the Procedure for Preparing and Holding the General Shareholders Meeting of OAO LUKOIL , pursuant to the appendix hereto; To approve an interested-party transaction - Policy (contract) on insuring the liability of directors, officers and corporations between OAO LUKOIL and OAO Kapital Strakhovanie, on the terms and conditions indicated in the appendix hereto

To receive and adopt Trustee s Report, the Manager s Statement and the Audited Financial Statements of CCT; Approval to re-appoint KPMG as auditors of CCT; Authorization of manager to issue units and make or grant convertible instruments; Approval to transact any other business as may be transacted at an AGM.

CAPITACOMMERCIAL
TRUST

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26-Apr-11

Issuer

Yes For, Abstain For

SIGNATURE

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.

Clough Global Equity Fund

By: /s/ Edmund J. Burke
Edmund J. Burke
President

Date: August 2, 2011