

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Eaton Vance Enhanced Equity Income Fund II  
Form N-PX  
August 22, 2008

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: 811-21670

NAME OF REGISTRANT: Eaton Vance Enhanced Equity  
Income Fund II

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 255 State Street  
Boston, MA 02109

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.  
255 State Street  
Boston, MA 02109

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2007 - 06/30/2008

Eaton Vance Enhanced Equity Income Fund II

-----  
ABBOTT LABORATORIES

Agen

-----  
Security: 002824100  
Meeting Type: Annual  
Meeting Date: 25-Apr-2008  
Ticker: ABT  
ISIN: US0028241000  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	R.S. AUSTIN	Mgmt	For
	W.M. DALEY	Mgmt	For
	W.J. FARRELL	Mgmt	For
	H.L. FULLER	Mgmt	For
	W.A. OSBORN	Mgmt	For
	D.A.L. OWEN	Mgmt	For
	B. POWELL JR.	Mgmt	For
	W.A. REYNOLDS	Mgmt	For
	R.S. ROBERTS	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	S.C. SCOTT III	Mgmt	For
	W.D. SMITHBURG	Mgmt	For
	G.F. TILTON	Mgmt	For
	M.D. WHITE	Mgmt	For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL - ACCESS TO MEDICINES	Shr	Against
04	SHAREHOLDER PROPOSAL - ADVISORY VOTE	Shr	For

---

### ACCENTURE LTD

Agen

Security: G1150G111  
 Meeting Type: Annual  
 Meeting Date: 07-Feb-2008  
 Ticker: ACN  
 ISIN: BMG1150G1116

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	RE-APPOINTMENT OF THE FOLLOWING NOMINEE TO THE BOARD OF DIRECTORS: BLYTHE J. MCGARVIE	Mgmt	For
1B	RE-APPOINTMENT OF THE FOLLOWING NOMINEE TO THE BOARD OF DIRECTORS: SIR MARK MOODY-STUART	Mgmt	For
02	AMENDMENT OF THE BYE-LAWS OF ACCENTURE LTD, WHICH WOULD ENABLE ACCENTURE TO DELIVER FUTURE COPIES OF OUR PROXY MATERIALS TO SHAREHOLDERS ELECTRONICALLY BY POSTING THESE MATERIALS ON AN INTERNET WEBSITE AND NOTIFYING OUR SHAREHOLDERS OF THE POSTING.	Mgmt	For
03	RE-APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR THE 2008 FISCAL YEAR AND AUTHORIZATION OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE KPMG LLP'S REMUNERATION.	Mgmt	For

---

### AFFILIATED MANAGERS GROUP, INC.

Agen

Security: 008252108  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2008  
 Ticker: AMG  
 ISIN: US0082521081

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

RICHARD E. FLOOR	Mgmt	For
SEAN M. HEALEY	Mgmt	For
HAROLD J. MEYERMAN	Mgmt	For
WILLIAM J. NUTT	Mgmt	For
RITA M. RODRIGUEZ	Mgmt	For
PATRICK T. RYAN	Mgmt	For
JIDE J. ZEITLIN	Mgmt	For
02 TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For

---

AGILENT TECHNOLOGIES, INC. Agen

---

Security: 00846U101  
Meeting Type: Annual  
Meeting Date: 27-Feb-2008  
Ticker: A  
ISIN: US00846U1016

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR HEIDI KUNZ DAVID M. LAWRENCE, M.D. A. BARRY RAND	Mgmt Mgmt Mgmt	For For For
02	THE RATIFICATION OF THE AUDIT AND FINANCE COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AGILENT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	THE APPROVAL OF THE AGILENT TECHNOLOGIES, INC. LONG-TERM PERFORMANCE PROGRAM.	Mgmt	For

---

AKAMAI TECHNOLOGIES, INC. Agen

---

Security: 00971T101  
Meeting Type: Annual  
Meeting Date: 20-May-2008  
Ticker: AKAM  
ISIN: US00971T1016

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF CLASS III DIRECTOR: DAVID W. KENNY	Mgmt	For
1B	ELECTION OF CLASS III DIRECTOR: PETER J. KIGHT	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1C	ELECTION OF CLASS III DIRECTOR: FREDERIC V. SALERNO	Mgmt	For
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITORS OF AKAMAI TECHNOLOGIES, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

-----  
 ALLERGAN, INC.

-----  
 Agen

Security: 018490102  
 Meeting Type: Annual  
 Meeting Date: 06-May-2008  
 Ticker: AGN  
 ISIN: US0184901025  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DEBORAH DUNSIRE, M.D. TREVOR M. JONES, PH.D. LOUIS J. LAVIGNE, JR. LEONARD D. SCHAEFFER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO APPROVE THE ALLERGAN, INC. 2008 INCENTIVE AWARD PLAN	Mgmt	For
03	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2008	Mgmt	For
4A	TO APPROVE STOCKHOLDER PROPOSAL NO. 1 REGARDING THE ADOPTION OF A PAY-FOR-SUPERIOR-PERFORMANCE EXECUTIVE COMPENSATION PLAN	Shr	For
4B	TO APPROVE STOCKHOLDER PROPOSAL NO. 2 REGARDING ADDITIONAL ANIMAL TESTING DISCLOSURE	Shr	Against

-----  
 ALLIANT TECHSYSTEMS INC.

-----  
 Agen

Security: 018804104  
 Meeting Type: Annual  
 Meeting Date: 31-Jul-2007  
 Ticker: ATK  
 ISIN: US0188041042  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR FRANCES D. COOK	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	MARTIN C. FAGA	Mgmt	For
	RONALD R. FOGLEMAN	Mgmt	For
	CYNTHIA L. LESHER	Mgmt	For
	DOUGLAS L. MAINE	Mgmt	For
	ROMAN MARTINEZ IV	Mgmt	For
	DANIEL J. MURPHY	Mgmt	For
	MARK H. RONALD	Mgmt	For
	MICHAEL T. SMITH	Mgmt	For
	WILLIAM G. VAN DYKE	Mgmt	For
02	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVAL OF AMENDED AND RESTATED 2005 STOCK INCENTIVE PLAN	Mgmt	For
04	STOCKHOLDER PROPOSAL - REPORT ON DEPLETED URANIUM WEAPONS AND COMPONENTS	Shr	Against

-----  
ALTRIA GROUP, INC.

Agen

Security: 02209S103  
Meeting Type: Annual  
Meeting Date: 28-May-2008  
Ticker: MO  
ISIN: US02209S1033  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTORS: ELIZABETH E. BAILEY	Mgmt	For
1B	ELECTION OF DIRECTORS: GERALD L. BALILES	Mgmt	For
1C	ELECTION OF DIRECTORS: DINYAR S. DEVITRE	Mgmt	For
1D	ELECTION OF DIRECTORS: THOMAS F. FARRELL, II	Mgmt	For
1E	ELECTION OF DIRECTORS: ROBERT E.R. HUNTLEY	Mgmt	For
1F	ELECTION OF DIRECTORS: THOMAS W. JONES	Mgmt	For
1G	ELECTION OF DIRECTORS: GEORGE MUNOZ	Mgmt	For
1H	ELECTION OF DIRECTORS: MICHAEL E. SZYMANCZYK	Mgmt	For
02	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL 1 - SHAREHOLDER SAY ON EXECUTIVE PAY	Shr	For
04	STOCKHOLDER PROPOSAL 2 - CUMULATIVE VOTING	Shr	Against
05	STOCKHOLDER PROPOSAL 3 - APPLY GLOBALLY PRACTICES DEMANDED BY THE MASTER SETTLEMENT AGREEMENT	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

06	STOCKHOLDER PROPOSAL 4 - STOP YOUTH-ORIENTED AD CAMPAIGNS	Shr	Against
07	STOCKHOLDER PROPOSAL 5 - "TWO CIGARETTE" APPROACH TO MARKETING	Shr	Against
08	STOCKHOLDER PROPOSAL 6 - ENDORSE HEALTH CARE PRINCIPLES	Shr	Against

---

ANADARKO PETROLEUM CORPORATION

Agen

Security: 032511107  
Meeting Type: Annual  
Meeting Date: 20-May-2008  
Ticker: APC  
ISIN: US0325111070

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN R. BUTLER, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: LUKE R. CORBETT	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN R. GORDON	Mgmt	Against
02	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS.	Mgmt	For
03	APPROVAL OF 2008 OMNIBUS INCENTIVE COMPENSATION PLAN.	Mgmt	For
04	APPROVAL OF 2008 DIRECTOR COMPENSATION PLAN.	Mgmt	For
05	STOCKHOLDER PROPOSAL - DECLASSIFICATION OF BOARD	Shr	For
06	STOCKHOLDER PROPOSAL - AMENDMENT TO NON-DISCRIMINATION POLICY	Shr	Against

---

APPLE INC.

Agen

Security: 037833100  
Meeting Type: Annual  
Meeting Date: 04-Mar-2008  
Ticker: AAPL  
ISIN: US0378331005

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM V. CAMPBELL	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	MILLARD S. DREXLER	Mgmt	For
	ALBERT A. GORE, JR.	Mgmt	For
	STEVEN P. JOBS	Mgmt	For
	ANDREA JUNG	Mgmt	For
	ARTHUR D. LEVINSON	Mgmt	For
	ERIC E. SCHMIDT	Mgmt	For
	JEROME B. YORK	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS APPLE INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2008.	Mgmt	For
03	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED "ADVISORY VOTE ON COMPENSATION", IF PROPERLY PRESENTED AT THE MEETING.	Shr	For
04	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED "AMEND CORPORATE BYLAWS ESTABLISHING A BOARD COMMITTEE ON SUSTAINABILITY", IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against

-----  
 ASSURANT, INC.

Agen

-----  
 Security: 04621X108  
 Meeting Type: Annual  
 Meeting Date: 15-May-2008  
 Ticker: AIZ  
 ISIN: US04621X1081  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN MICHAEL PALMS DR. ROBERT J. BLENDON BETH L. BRONNER DAVID B. KELSO	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVAL OF THE ASSURANT, INC. EXECUTIVE SHORT TERM INCENTIVE PLAN	Mgmt	For
04	APPROVAL OF THE ASSURANT, INC. LONG TERM EQUITY INCENTIVE PLAN	Mgmt	For

-----  
 AT&T INC.

Agen

-----  
 Security: 00206R102  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2008  
 Ticker: T  
 -----

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US00206R1023

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Mgmt	For
1B	ELECTION OF DIRECTOR: WILLIAM F. ALDINGER III	Mgmt	For
1C	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Mgmt	For
1D	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1E	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Mgmt	For
1F	ELECTION OF DIRECTOR: AUGUST A. BUSCH III	Mgmt	For
1G	ELECTION OF DIRECTOR: JAMES P. KELLY	Mgmt	For
1H	ELECTION OF DIRECTOR: JON C. MADONNA	Mgmt	For
1I	ELECTION OF DIRECTOR: LYNN M. MARTIN	Mgmt	For
1J	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1K	ELECTION OF DIRECTOR: MARY S. METZ	Mgmt	For
1L	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1M	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Mgmt	For
1N	ELECTION OF DIRECTOR: PATRICIA P. UPTON	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
03	REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
04	PENSION CREDIT POLICY.	Shr	For
05	LEAD INDEPENDENT DIRECTOR BYLAW.	Shr	For
06	SERP POLICY	Shr	For
07	ADVISORY VOTE ON COMPENSATION	Shr	For

AUTODESK, INC.

Agen

Security: 052769106  
 Meeting Type: Annual  
 Meeting Date: 06-Jul-2007  
 Ticker: ADSK  
 ISIN: US0527691069

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



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1A	ELECTION OF DIRECTOR: CAROL A. BARTZ	Mgmt	Against
1B	ELECTION OF DIRECTOR: CARL BASS	Mgmt	For
1C	ELECTION OF DIRECTOR: MARK A. BERTELSEN	Mgmt	Against
1D	ELECTION OF DIRECTOR: CRAWFORD W. BEVERIDGE	Mgmt	Against
1E	ELECTION OF DIRECTOR: J. HALLAM DAWSON	Mgmt	For
1F	ELECTION OF DIRECTOR: MICHAEL J. FISTER	Mgmt	For
1G	ELECTION OF DIRECTOR: PER-KRISTIAN HALVORSEN	Mgmt	Against
1H	ELECTION OF DIRECTOR: LARRY W. WANGBERG	Mgmt	Against
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS AUTODESK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2008.	Mgmt	For

-----  
 AUTODESK, INC.

Agen

-----  
 Security: 052769106  
 Meeting Type: Special  
 Meeting Date: 06-Nov-2007  
 Ticker: ADSK  
 ISIN: US0527691069  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	PROPOSAL TO APPROVE THE ADOPTION OF THE AUTODESK 2008 EMPLOYEE STOCK PLAN AND THE RESERVATION OF 16,500,000 SHARES OF AUTODESK COMMON STOCK, PLUS A NUMBER OF ADDITIONAL SHARES EQUAL TO THAT NUMBER OF SHARES CANCELLED ON EXPIRATION OF THE 2006 EMPLOYEE STOCK PLAN (NOT TO EXCEED 1,000,000 SHARES), FOR ISSUANCE THEREUNDER.	Mgmt	For

-----  
 AVALONBAY COMMUNITIES, INC.

Agen

-----  
 Security: 053484101  
 Meeting Type: Annual  
 Meeting Date: 21-May-2008  
 Ticker: AVB  
 ISIN: US0534841012  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

BRYCE BLAIR	Mgmt	For
BRUCE A. CHOATE	Mgmt	For
JOHN J. HEALY, JR.	Mgmt	For
GILBERT M. MEYER	Mgmt	For
TIMOTHY J. NAUGHTON	Mgmt	For
LANCE R. PRIMIS	Mgmt	For
PETER S. RUMMELL	Mgmt	For
H. JAY SARLES	Mgmt	For
02 TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

-----  
BANK OF AMERICA CORPORATION

Agen

Security: 060505104  
Meeting Type: Annual  
Meeting Date: 23-Apr-2008  
Ticker: BAC  
ISIN: US0605051046  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: WILLIAM BARNET, III	Mgmt	For
1B	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN T. COLLINS	Mgmt	For
1D	ELECTION OF DIRECTOR: GARY L. COUNTRYMAN	Mgmt	For
1E	ELECTION OF DIRECTOR: TOMMY R. FRANKS	Mgmt	For
1F	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1G	ELECTION OF DIRECTOR: KENNETH D. LEWIS	Mgmt	For
1H	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1I	ELECTION OF DIRECTOR: WALTER E. MASSEY	Mgmt	For
1J	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1K	ELECTION OF DIRECTOR: PATRICIA E. MITCHELL	Mgmt	For
1L	ELECTION OF DIRECTOR: THOMAS M. RYAN	Mgmt	For
1M	ELECTION OF DIRECTOR: O. TEMPLE SLOAN, JR.	Mgmt	For
1N	ELECTION OF DIRECTOR: MEREDITH R. SPANGLER	Mgmt	For
1O	ELECTION OF DIRECTOR: ROBERT L. TILLMAN	Mgmt	For
1P	ELECTION OF DIRECTOR: JACKIE M. WARD	Mgmt	For
02	RATIFICATION OF THE INDEPENDENT REGISTERED PUBLIC	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ACCOUNTING FIRM FOR 2008

03	STOCKHOLDER PROPOSAL - STOCK OPTIONS	Shr	Against
04	STOCKHOLDER PROPOSAL - ADVISORY VOTE ON EXEC COMP	Shr	For
05	STOCKHOLDER PROPOSAL - DETERMINATION OF CEO COMP	Shr	Against
06	STOCKHOLDER PROPOSAL - CUMULATIVE VOTING	Shr	Against
07	STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shr	For
08	STOCKHOLDER PROPOSAL - SPECIAL SHAREHOLDER MEETINGS	Shr	For
09	STOCKHOLDER PROPOSAL - EQUATOR PRINCIPLES	Shr	Against
10	STOCKHOLDER PROPOSAL - HUMAN RIGHTS	Shr	Against

-----  
 BAXTER INTERNATIONAL INC.

Agen

Security: 071813109  
 Meeting Type: Annual  
 Meeting Date: 06-May-2008  
 Ticker: BAX  
 ISIN: US0718131099

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: WAYNE T. HOCKMEYER, PH.D.	Mgmt	For
1B	ELECTION OF DIRECTOR: JOSEPH B. MARTIN, M.D., PH.D.	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT L. PARKINSON, JR.	Mgmt	For
1D	ELECTION OF DIRECTOR: THOMAS T. STALLKAMP	Mgmt	For
1E	ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN	Mgmt	For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

-----  
 BERKSHIRE HATHAWAY INC.

Agen

Security: 084670108  
 Meeting Type: Annual  
 Meeting Date: 03-May-2008  
 Ticker: BRKA  
 ISIN: US0846701086

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WARREN E. BUFFETT	Mgmt	For
	CHARLES T. MUNGER	Mgmt	For
	HOWARD G. BUFFETT	Mgmt	For
	SUSAN L. DECKER	Mgmt	For
	WILLIAM H. GATES III	Mgmt	For
	DAVID S. GOTTESMAN	Mgmt	For
	CHARLOTTE GUYMAN	Mgmt	For
	DONALD R. KEOUGH	Mgmt	For
	THOMAS S. MURPHY	Mgmt	For
	RONALD L. OLSON	Mgmt	For
	WALTER SCOTT, JR.	Mgmt	For

-----  
 BEST BUY CO., INC.

Agen

-----  
 Security: 086516101  
 Meeting Type: Annual  
 Meeting Date: 25-Jun-2008  
 Ticker: BBY  
 ISIN: US0865161014  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	BRADBURY H. ANDERSON*	Mgmt	For
	K.J. HIGGINS VICTOR*	Mgmt	For
	ALLEN U. LENZMEIER*	Mgmt	For
	ROGELIO M. REBOLLEDO*	Mgmt	For
	FRANK D. TRESTMAN*	Mgmt	For
	GEORGE L. MIKAN III**	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2009.	Mgmt	For
03	APPROVAL OF THE BEST BUY CO., INC. 2008 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
04	APPROVAL OF AN AMENDMENT TO THE BEST BUY CO., INC. RESTATED ARTICLES OF INCORPORATION.	Mgmt	Against

-----  
 BIOGEN IDEC INC.

Agen

-----  
 Security: 09062X103  
 Meeting Type: Annual  
 Meeting Date: 19-Jun-2008  
 Ticker: BIIB  
 -----

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US09062X1037

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STELIOS PAPADOPOULOS CECIL PICKETT LYNN SCHENK PHILLIP SHARP	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For
03	TO APPROVE OUR 2008 OMNIBUS EQUITY PLAN.	Mgmt	For
04	TO APPROVE OUR 2008 PERFORMANCE-BASED MANAGEMENT INCENTIVE PLAN.	Mgmt	For
05	SHAREHOLDER PROPOSAL TO AMEND THE COMPANY'S BYLAWS.	Shr	Against

BIOMARIN PHARMACEUTICAL INC. Agen

Security: 09061G101  
Meeting Type: Annual  
Meeting Date: 22-May-2008  
Ticker: BMRN  
ISIN: US09061G1013

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JEAN-JACQUES BIENAIME MICHAEL GREY ELAINE J. HERON JOSEPH KLEIN, III PIERRE LAPALME V. BRYAN LAWLIS ALAN LEWIS RICHARD A. MEIER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld For For For For For
02	PROPOSAL TO RATIFY THE SELECTION BY THE BOARD OF DIRECTORS OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

CENTRAL EUROPEAN MEDIA ENTERPRISES LTD. Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: G20045202  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2008  
 Ticker: CETV  
 ISIN: BMG200452024

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RONALD S. LAUDER HERBERT A. GRANATH MICHAEL GARIN CHARLES R. FRANK, JR. HERBERT KLOIBER IGOR KOLOMOISKY ALFRED W. LANGER BRUCE MAGGIN ANN MATHER CHRISTIAN STAHL ERIC ZINTERHOFER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld For Withheld For Withheld Withheld For For For Withheld Withheld
02	THE AMENDMENT OF BYE-LAW 12(3) TO ALLOW THE COMPANY TO HOLD TREASURY SHARES.	Mgmt	For
03	THE AMENDMENT OF BYE-LAWS 16, 18, 19 AND 20 TO CLARIFY THAT SHAREHOLDERS MAY HOLD UNCERTIFICATED SHARES AND THAT COMPANY IS NOT OBLIGED TO ISSUE PHYSICAL CERTIFICATES TO SHAREHOLDERS.	Mgmt	For
04	THE AMENDMENT OF BYE-LAWS 58(2) AND 88 TO CONFORM THEM TO THE RULES AND REGULATIONS PROMULGATED BY THE SECURITIES AND EXCHANGE COMMISSION WITH RESPECT TO SHAREHOLDER PROPOSALS FOR GENERAL MEETINGS AND DIRECTOR NOMINATIONS.	Mgmt	Against
05	AMENDMENT OF BYE-LAWS 160, 161 AND 162 TO ALLOW FOR ELECTRONIC DELIVERY OF NOTICES, INCLUDING PROXY MATERIALS, TO SHAREHOLDERS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For
06	THE AMENDMENT OF BYE-LAWS 79, 80 AND 81 TO PERMIT THE BOARD OF DIRECTORS TO DETERMINE THE FORM OF PROXY.	Mgmt	For
07	THE AMENDMENT OF BYE-LAW 166 TO REMOVE THE PROVISION WITH RESPECT TO THE INDEMNIFICATION OF THE INDEPENDENT AUDITOR AND TO ADD PROVISION TO PERMIT COMPANY TO ADVANCE DEFENSE COSTS.	Mgmt	For
08	THE RECEIPT OF THE FINANCIAL STATEMENTS OF THE COMPANY AND THE AUDITORS' REPORT THEREON FOR THE COMPANY'S FISCAL YEAR.	Mgmt	For
09	THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY IN RESPECT OF THE FISCAL YEAR ENDING DECEMBER 31, 2008 AND THE AUTHORIZATION OF THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO APPROVE THEIR FEE.	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
 CENTURYTEL, INC.

Agen-----

Security: 156700106  
 Meeting Type: Annual  
 Meeting Date: 08-May-2008  
 Ticker: CTL  
 ISIN: US1567001060  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR VIRGINIA BOULET CALVIN CZESCHIN JAMES B. GARDNER GREGORY J. MCCRAY	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2008.	Mgmt	For
03	TO ACT UPON A SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION.	Shr	For

-----  
 CISCO SYSTEMS, INC.

Agen-----

Security: 17275R102  
 Meeting Type: Annual  
 Meeting Date: 15-Nov-2007  
 Ticker: CSCO  
 ISIN: US17275R1023  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CAROL A. BARTZ	Mgmt	For
1B	ELECTION OF DIRECTOR: M. MICHELE BURNS	Mgmt	For
1C	ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS	Mgmt	For
1D	ELECTION OF DIRECTOR: LARRY R. CARTER	Mgmt	For
1E	ELECTION OF DIRECTOR: JOHN T. CHAMBERS	Mgmt	For
1F	ELECTION OF DIRECTOR: BRIAN L. HALLA	Mgmt	For
1G	ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY	Mgmt	For
1H	ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH	Mgmt	For
1I	ELECTION OF DIRECTOR: RODERICK C. MCGEARY	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1J	ELECTION OF DIRECTOR: MICHAEL K. POWELL	Mgmt	For
1K	ELECTION OF DIRECTOR: STEVEN M. WEST	Mgmt	For
1L	ELECTION OF DIRECTOR: JERRY YANG	Mgmt	For
02	TO APPROVE THE AMENDMENT AND EXTENSION OF THE 2005 STOCK INCENTIVE PLAN.	Mgmt	For
03	TO APPROVE THE EXECUTIVE INCENTIVE PLAN WITH RESPECT TO CURRENT AND FUTURE COVERED EMPLOYEES AND EXECUTIVE OFFICERS.	Mgmt	For
04	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 26, 2008.	Mgmt	For
05	PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD TO ESTABLISH A BOARD COMMITTEE ON HUMAN RIGHTS.	Shr	Against
06	PROPOSAL SUBMITTED BY A SHAREHOLDER REQUESTING THAT THE BOARD ESTABLISH A PAY-FOR-SUPERIOR-PERFORMANCE STANDARD IN THE COMPANY'S EXECUTIVE COMPENSATION PLAN FOR SENIOR EXECUTIVES.	Shr	For
07	PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD TO ADOPT A POLICY THAT SHAREHOLDERS BE GIVEN THE OPPORTUNITY AT EACH ANNUAL MEETING OF SHAREHOLDERS TO VOTE ON AN ADVISORY RESOLUTION TO RATIFY THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Shr	For
08	PROPOSAL SUBMITTED BY SHAREHOLDERS REQUESTING THE BOARD TO PUBLISH A REPORT TO SHAREHOLDERS WITHIN SIX MONTHS PROVIDING A SUMMARIZED LISTING AND ASSESSMENT OF CONCRETE STEPS CISCO COULD REASONABLY TAKE TO REDUCE THE LIKELIHOOD THAT ITS BUSINESS PRACTICES MIGHT ENABLE OR ENCOURAGE THE VIOLATION OF HUMAN RIGHTS, AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT.	Shr	Against

---

COLGATE-PALMOLIVE COMPANY

Agen

Security: 194162103  
Meeting Type: Annual  
Meeting Date: 08-May-2008  
Ticker: CL  
ISIN: US1941621039

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN T. CAHILL	Mgmt	For
1B	ELECTION OF DIRECTOR: JILL K. CONWAY	Mgmt	For



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1C	ELECTION OF DIRECTOR: IAN M. COOK	Mgmt	For
1D	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Mgmt	For
1E	ELECTION OF DIRECTOR: DAVID W. JOHNSON	Mgmt	For
1F	ELECTION OF DIRECTOR: RICHARD J. KOGAN	Mgmt	For
1G	ELECTION OF DIRECTOR: DELANO E. LEWIS	Mgmt	For
1H	ELECTION OF DIRECTOR: REUBEN MARK	Mgmt	For
1I	ELECTION OF DIRECTOR: J. PEDRO REINHARD	Mgmt	For
1J	ELECTION OF DIRECTOR: STEPHEN I. SADOVE	Mgmt	For
02	RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP AS COLGATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	AMEND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK	Mgmt	For

-----  
 COMCAST CORPORATION

Agen

Security: 20030N101  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: CMCSA  
 ISIN: US20030N1019

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR S. DECKER ANSTROM KENNETH J. BACON SHELDON M. BONOVIKZ EDWARD D. BREEN JULIAN A. BRODSKY JOSEPH J. COLLINS J. MICHAEL COOK GERALD L. HASSELL JEFFREY A. HONICKMAN BRIAN L. ROBERTS RALPH J. ROBERTS DR. JUDITH RODIN MICHAEL I. SOVERN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
03	APPROVAL OF OUR 2002 RESTRICTED STOCK PLAN, AS AMENDED AND RESTATED	Mgmt	For
04	APPROVAL OF OUR 2003 STOCK OPTION PLAN, AS AMENDED	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

AND RESTATED

05	ADOPT A RECAPITALIZATION PLAN	Shr	For
06	IDENTIFY ALL EXECUTIVE OFFICERS WHO EARN IN EXCESS OF \$500,000	Shr	Against
07	NOMINATE TWO DIRECTORS FOR EVERY OPEN DIRECTORSHIP	Shr	Against
08	REQUIRE A PAY DIFFERENTIAL REPORT	Shr	Against
09	PROVIDE CUMULATIVE VOTING FOR CLASS A SHAREHOLDERS IN THE ELECTION OF DIRECTORS	Shr	Against
10	ADOPT PRINCIPLES FOR COMPREHENSIVE HEALTH CARE REFORM	Shr	Against
11	ADOPT AN ANNUAL VOTE ON EXECUTIVE COMPENSATION	Shr	For

-----  
 COMPANHIA VALE DO RIO DOCE

Agen

Security: 204412209  
 Meeting Type: Annual  
 Meeting Date: 29-Apr-2008  
 Ticker: RIO  
 ISIN: US2044122099

Prop.#	Proposal	Proposal Type	Proposal Vote
01A	APPRECIATION OF THE MANagements' REPORT AND ANALYSIS, DISCUSSION AND VOTE ON THE FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007	Mgmt	No vote
01B	PROPOSAL FOR THE DESTINATION OF PROFITS OF THE SAID FISCAL YEAR AND APPROVAL OF THE INVESTMENT BUDGET FOR THE COMPANY	Mgmt	No vote
01C	APPOINTMENT OF THE MEMBERS OF THE FISCAL COUNCIL	Mgmt	No vote
01D	ESTABLISHMENT OF THE REMUNERATION OF THE SENIOR MANAGEMENT AND FISCAL COUNCIL MEMBERS	Mgmt	No vote
E2A	THE APPROVAL FOR THE PROTOCOL AND JUSTIFICATION OF MERGER OF FERRO GUSA CARAJAS S.A., A WHOLLY OWNED SUBSIDIARY OF THE COMPANY, PURSUANT TO ARTICLES 224 AND 225 OF THE BRAZILIAN CORPORATE LAW	Mgmt	No vote
E2B	TO RATIFY THE APPOINTMENT OF DELOITTE TOUCHE TOHMATSU AUDITORES INDEPENDENTES, THE EXPERTS HIRED TO APPRAISE THE VALUE OF THE COMPANY TO BE MERGED	Mgmt	No vote
E2C	TO DECIDE ON THE APPRAISAL REPORT, PREPARED BY THE EXPERT APPRAISERS	Mgmt	No vote

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

E2D THE APPROVAL FOR THE MERGER OF FERRO GUSA CARAJAS S.A., WITHOUT A CAPITAL INCREASE OR THE ISSUANCE OF NEW SHARES BY THE COMPANY Mgmt No vote

CONOCOPHILLIPS

Agen

Security: 20825C104  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: COP  
 ISIN: US20825C1045

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: HAROLD W. MCGRAW III	Mgmt	For
1B	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
1C	ELECTION OF DIRECTOR: BOBBY S. SHACKOULS	Mgmt	For
02	TO AMEND AMENDED AND RESTATED BY-LAWS AND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS	Mgmt	For
03	TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008	Mgmt	For
04	QUALIFICATIONS FOR DIRECTOR NOMINEES	Shr	Against
05	REPORT ON RECOGNITION OF INDIGENOUS RIGHTS	Shr	Against
06	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For
07	POLITICAL CONTRIBUTIONS	Shr	Against
08	GREENHOUSE GAS REDUCTION	Shr	Against
09	COMMUNITY ACCOUNTABILITY	Shr	Against
10	DRILLING IN SENSITIVE/PROTECTED AREAS	Shr	Against
11	ENVIRONMENTAL IMPACT	Shr	Against
12	GLOBAL WARMING	Shr	Against

CVS/CAREMARK CORPORATION

Agen

Security: 126650100  
 Meeting Type: Annual  
 Meeting Date: 07-May-2008

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Ticker: CVS  
ISIN: US1266501006

Prop. #	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: EDWIN M. BANKS	Mgmt	For
1B	ELECTION OF DIRECTOR: C. DAVID BROWN II	Mgmt	For
1C	ELECTION OF DIRECTOR: DAVID W. DORMAN	Mgmt	For
1D	ELECTION OF DIRECTOR: KRISTEN GIBNEY WILLIAMS	Mgmt	For
1E	ELECTION OF DIRECTOR: MARIAN L. HEARD	Mgmt	For
1F	ELECTION OF DIRECTOR: WILLIAM H. JOYCE	Mgmt	For
1G	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Mgmt	For
1H	ELECTION OF DIRECTOR: TERRENCE MURRAY	Mgmt	For
1I	ELECTION OF DIRECTOR: C.A. LANCE PICCOLO	Mgmt	For
1J	ELECTION OF DIRECTOR: SHELI Z. ROSENBERG	Mgmt	For
1K	ELECTION OF DIRECTOR: THOMAS M. RYAN	Mgmt	For
1L	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Mgmt	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2008 FISCAL YEAR.	Mgmt	For
03	STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.	Shr	Against
04	STOCKHOLDER PROPOSAL REGARDING TAX GROSS-UP PAYMENTS.	Shr	For
05	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS AND EXPENDITURES.	Shr	Against

DANAHER CORPORATION

Agen

Security: 235851102  
Meeting Type: Annual  
Meeting Date: 06-May-2008  
Ticker: DHR  
ISIN: US2358511028

Prop. #	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: H. LAWRENCE CULP, JR.	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1B	ELECTION OF DIRECTOR: MITCHELL P. RALES	Mgmt	For
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2008.	Mgmt	For
03	TO ACT UPON A SHAREHOLDER PROPOSAL URGING THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS TO ADOPT SPECIFIED PRINCIPLES RELATING TO THE EMPLOYMENT OF ANY NAMED EXECUTIVE OFFICER.	Shr	For

---

DAVITA INC.

Agen

Security: 23918K108  
Meeting Type: Annual  
Meeting Date: 09-Jun-2008  
Ticker: DVA  
ISIN: US23918K1088

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CHARLES G. BERG	Mgmt	For
1B	ELECTION OF DIRECTOR: WILLARD W. BRITTAIN, JR.	Mgmt	For
1C	ELECTION OF DIRECTOR: NANCY-ANN DEPARLE	Mgmt	For
1D	ELECTION OF DIRECTOR: PAUL J. DIAZ	Mgmt	For
1E	ELECTION OF DIRECTOR: PETER T. GRAUER	Mgmt	For
1F	ELECTION OF DIRECTOR: JOHN M. NEHRA	Mgmt	For
1G	ELECTION OF DIRECTOR: WILLIAM L. ROPER, M.D.	Mgmt	For
1H	ELECTION OF DIRECTOR: KENT J. THIRY	Mgmt	For
1I	ELECTION OF DIRECTOR: ROGER J. VALINE	Mgmt	For
1J	ELECTION OF DIRECTOR: RICHARD C. VAUGHAN	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2008	Mgmt	For

---

DIAMOND OFFSHORE DRILLING, INC.

Agen

Security: 25271C102  
Meeting Type: Annual  
Meeting Date: 20-May-2008

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Ticker: DO  
ISIN: US25271C1027

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES S. TISCH LAWRENCE R. DICKERSON JOHN R. BOLTON CHARLES L. FABRIKANT PAUL G. GAFFNEY II HERBERT C. HOFMANN ARTHUR L. REBELL RAYMOND S. TROUBH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld Withheld For Withheld For Withheld Withheld For
02	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2008.	Mgmt	For

E. I. DU PONT DE NEMOURS AND COMPANY

Agen

Security: 263534109  
Meeting Type: Annual  
Meeting Date: 30-Apr-2008  
Ticker: DD  
ISIN: US2635341090

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RICHARD H. BROWN ROBERT A. BROWN BERTRAND P. COLLOMB CURTIS J. CRAWFORD ALEXANDER M. CUTLER JOHN T. DILLON ELEUTHERE I. DU PONT MARILLYN A. HEWSON CHARLES O. HOLLIDAY, JR LOIS D. JULIBER SEAN O'KEEFE WILLIAM K. REILLY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	ON PLANT CLOSURE	Shr	Against
04	ON SEPARATION OF POSITIONS OF CHAIRMAN AND CEO	Shr	For
05	ON GLOBAL WARMING REPORT	Shr	Against
06	ON AMENDMENT TO HUMAN RIGHTS POLICY	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

07      ON SHAREHOLDER SAY ON EXECUTIVE PAY      Shr      For

EATON CORPORATION

Agen

Security: 278058102  
 Meeting Type: Annual  
 Meeting Date: 23-Apr-2008  
 Ticker: ETN  
 ISIN: US2780581029

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR NED C. LAUTENBACH JOHN R. MILLER GREGORY R. PAGE VICTOR A. PELSON	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPROVE THE PROPOSED INCREASE IN THE AUTHORIZED NUMBER OF COMMON SHARES	Mgmt	For
03	APPROVE THE PROPOSAL TO ADOPT MAJORITY VOTING IN DIRECTOR ELECTIONS	Mgmt	Against
04	APPROVE THE PROPOSAL TO AUTHORIZE THE BOARD OF DIRECTORS TO AMEND THE AMENDED REGULATIONS	Mgmt	For
05	APPROVE THE PROPOSED 2008 STOCK PLAN	Mgmt	For
06	APPROVE THE PROPOSED SENIOR EXECUTIVE INCENTIVE COMPENSATION PLAN	Mgmt	For
07	APPROVE THE PROPOSED EXECUTIVE STRATEGIC INCENTIVE PLAN	Mgmt	For
08	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2008	Mgmt	For

EBAY INC.

Agen

Security: 278642103  
 Meeting Type: Annual  
 Meeting Date: 19-Jun-2008  
 Ticker: EBAY  
 ISIN: US2786421030

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: FRED D. ANDERSON	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1B	ELECTION OF DIRECTOR: EDWARD W. BARNHOLT	Mgmt	For
1C	ELECTION OF DIRECTOR: SCOTT D. COOK	Mgmt	For
1D	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Mgmt	For
02	APPROVAL OF OUR 2008 EQUITY INCENTIVE AWARD PLAN.	Mgmt	For
03	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

---

EDISON INTERNATIONAL

Agen

Security: 281020107  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2008  
 Ticker: EIX  
 ISIN: US2810201077

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR J.E. BRYSON V.C.L. CHANG F.A. CORDOVA T.F. CRAVER, JR. C.B. CURTIS B.M. FREEMAN L.G. NOGALES R.L. OLSON J.M. ROSSER R.T. SCHLOSBERG, III T.C. SUTTON BRETT WHITE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	SHAREHOLDER PROPOSAL REGARDING "SHAREHOLDER SAY ON EXECUTIVE PAY."	Shr	For

---

EDWARDS LIFESCIENCES CORPORATION

Agen

Security: 28176E108  
 Meeting Type: Annual  
 Meeting Date: 08-May-2008  
 Ticker: EW  
 ISIN: US28176E1082



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN T. CARDIS	Mgmt	For
1B	ELECTION OF DIRECTOR: PHILIP M. NEAL	Mgmt	For
1C	ELECTION OF DIRECTOR: DAVID E.I. PYOTT	Mgmt	For
02	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE LONG-TERM STOCK INCENTIVE COMPENSATION PROGRAM.	Mgmt	For
03	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

-----  
 ELI LILLY AND COMPANY

Agen

-----  
 Security: 532457108  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2008  
 Ticker: LLY  
 ISIN: US5324571083  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR M.L. ESKEW A.G. GILMAN K.N. HORN J.C. LECHLEITER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITORS FOR 2008	Mgmt	For
03	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR THE DECLASSIFICATION OF THE BOARD	Mgmt	For
04	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ELECTION OF DIRECTORS BY MAJORITY VOTE	Mgmt	Against
05	AMENDING THE COMPANY'S STOCK PLANS	Mgmt	For
06	PROPOSAL BY SHAREHOLDERS ON INTERNATIONAL OUTSOURCING OF ANIMAL RESEARCH	Shr	Against
07	PROPOSAL BY SHAREHOLDERS ON ALLOWING SHAREHOLDERS TO AMEND THE COMPANY'S BYLAWS	Shr	For
08	PROPOSAL BY SHAREHOLDERS ON ADOPTING A SIMPLE MAJORITY VOTE STANDARD	Shr	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

09	PROPOSAL BY SHAREHOLDERS ON REPORTING COMPANY'S POLITICAL CONTRIBUTIONS	Shr	Against
----	--	-----	---------

-----  
 EMC CORPORATION

Agen

Security: 268648102  
 Meeting Type: Annual  
 Meeting Date: 21-May-2008  
 Ticker: EMC  
 ISIN: US2686481027

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL W. BROWN MICHAEL J. CRONIN GAIL DEEGAN JOHN R. EGAN W. PAUL FITZGERALD OLLI-PEKKA KALLASVUO EDMUND F. KELLY WINDLE B. PRIEM PAUL SAGAN DAVID N. STROHM JOSEPH M. TUCCI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For Withheld For For For For For
02	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For
03	TO APPROVE AMENDMENTS TO EMC'S ARTICLES OF ORGANIZATION AND BYLAWS TO IMPLEMENT MAJORITY VOTE FOR DIRECTORS, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	Against
04	TO APPROVE AMENDMENTS TO EMC'S ARTICLES OF ORGANIZATION TO IMPLEMENT SIMPLE MAJORITY VOTE, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	For

-----  
 EMERSON ELECTRIC CO.

Agen

Security: 291011104  
 Meeting Type: Annual  
 Meeting Date: 05-Feb-2008  
 Ticker: EMR  
 ISIN: US2910111044

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	Mgmt	For
D.N. FARR	Mgmt	For
R.B. HORTON	Mgmt	For
C.A. PETERS	Mgmt	For
J.W. PRUEHER	Mgmt	For
02 RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

-----

EXXON MOBIL CORPORATION

-----

Agen

Security: 30231G102  
 Meeting Type: Annual  
 Meeting Date: 28-May-2008  
 Ticker: XOM  
 ISIN: US30231G1022

-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR M.J. BOSKIN L.R. FAULKNER W.W. GEORGE J.R. HOUGHTON R.C. KING M.C. NELSON S.J. PALMISANO S.S. REINEMUND W.V. SHIPLEY R.W. TILLERSON E.E. WHITACRE, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFICATION OF INDEPENDENT AUDITORS (PAGE 47)	Mgmt	For
03	SHAREHOLDER PROPOSALS PROHIBITED (PAGE 49)	Shr	Against
04	DIRECTOR NOMINEE QUALIFICATIONS (PAGE 49)	Shr	Against
05	BOARD CHAIRMAN AND CEO (PAGE 50)	Shr	For
06	SHAREHOLDER RETURN POLICY (PAGE 52)	Shr	Against
07	SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 53)	Shr	For
08	EXECUTIVE COMPENSATION REPORT (PAGE 55)	Shr	Against
09	INCENTIVE PAY RECOUPMENT (PAGE 57)	Shr	Against
10	CORPORATE SPONSORSHIPS REPORT (PAGE 58)	Shr	Against
11	POLITICAL CONTRIBUTIONS REPORT (PAGE 60)	Shr	Against
12	AMENDMENT OF EEO POLICY (PAGE 61)	Shr	Against
13	COMMUNITY ENVIRONMENTAL IMPACT (PAGE 63)	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

14	ANWR DRILLING REPORT (PAGE 65)	Shr	Against
15	GREENHOUSE GAS EMISSIONS GOALS (PAGE 66)	Shr	Against
16	CO2 INFORMATION AT THE PUMP (PAGE 68)	Shr	Against
17	CLIMATE CHANGE AND TECHNOLOGY REPORT (PAGE 69)	Shr	Against
18	ENERGY TECHNOLOGY REPORT (PAGE 70)	Shr	Against
19	RENEWABLE ENERGY POLICY (PAGE 71)	Shr	Against

---

GEN-PROBE INCORPORATED Agen

---

Security: 36866T103  
Meeting Type: Annual  
Meeting Date: 15-May-2008  
Ticker: GPRO  
ISIN: US36866T1034

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE	Mgmt	For
1B	ELECTION OF DIRECTOR: ABRAHAM D. SOFAER	Mgmt	For
1C	ELECTION OF DIRECTOR: PHILLIP M. SCHNEIDER	Mgmt	For
02	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

---

GENERAL DYNAMICS CORPORATION Agen

---

Security: 369550108  
Meeting Type: Annual  
Meeting Date: 07-May-2008  
Ticker: GD  
ISIN: US3695501086

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: N.D. CHABRAJA	Mgmt	For
1B	ELECTION OF DIRECTOR: J.S. CROWN	Mgmt	For
1C	ELECTION OF DIRECTOR: W.P. FRICKS	Mgmt	For
1D	ELECTION OF DIRECTOR: C.H. GOODMAN	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1E	ELECTION OF DIRECTOR: J.L. JOHNSON	Mgmt	For
1F	ELECTION OF DIRECTOR: G.A. JOULWAN	Mgmt	For
1G	ELECTION OF DIRECTOR: P.G. KAMINSKI	Mgmt	For
1H	ELECTION OF DIRECTOR: J.M. KEANE	Mgmt	For
1I	ELECTION OF DIRECTOR: D.J. LUCAS	Mgmt	For
1J	ELECTION OF DIRECTOR: L.L. LYLES	Mgmt	For
1K	ELECTION OF DIRECTOR: C.E. MUNDY, JR.	Mgmt	For
1L	ELECTION OF DIRECTOR: J.C. REYES	Mgmt	For
1M	ELECTION OF DIRECTOR: R. WALMSLEY	Mgmt	For
02	SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL WITH REGARD TO ETHICAL CRITERIA FOR MILITARY CONTRACTS	Shr	Against
04	SHAREHOLDER PROPOSAL WITH REGARD TO SPECIAL SHAREHOLDER MEETINGS	Shr	Against

-----  
 GENERAL ELECTRIC COMPANY

Agen

-----  
 Security: 369604103  
 Meeting Type: Annual  
 Meeting Date: 23-Apr-2008  
 Ticker: GE  
 ISIN: US3696041033  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
A1	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Mgmt	For
A2	ELECTION OF DIRECTOR: SIR WILLIAM M. CASTELL	Mgmt	For
A3	ELECTION OF DIRECTOR: ANN M. FUDGE	Mgmt	For
A4	ELECTION OF DIRECTOR: CLAUDIO X. GONZALEZ	Mgmt	Against
A5	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Mgmt	For
A6	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Mgmt	For
A7	ELECTION OF DIRECTOR: ANDREA JUNG	Mgmt	For
A8	ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY	Mgmt	For
A9	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
A10	ELECTION OF DIRECTOR: RALPH S. LARSEN	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

A11	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Mgmt	For
A12	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
A13	ELECTION OF DIRECTOR: SAM NUNN	Mgmt	For
A14	ELECTION OF DIRECTOR: ROGER S. PENSKE	Mgmt	For
A15	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Mgmt	For
A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Mgmt	For
B	RATIFICATION OF KPMG	Mgmt	For
01	CUMULATIVE VOTING	Shr	Against
02	SEPARATE THE ROLES OF CEO AND CHAIRMAN	Shr	For
03	RECOUP UNEARNED MANAGEMENT BONUSES	Shr	Against
04	CURB OVER-EXTENDED DIRECTORS	Shr	For
05	REPORT ON CHARITABLE CONTRIBUTIONS	Shr	Against
06	GLOBAL WARMING REPORT	Shr	Against
07	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For

-----  
 GENZYME CORPORATION

Agen

-----  
 Security: 372917104  
 Meeting Type: Annual  
 Meeting Date: 22-May-2008  
 Ticker: GENZ  
 ISIN: US3729171047  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	THE RE-ELECTION OF DIRECTOR: DOUGLAS A. BERTHIAUME	Mgmt	For
1B	THE RE-ELECTION OF DIRECTOR: GAIL K. BOUDREAUX	Mgmt	For
1C	THE RE-ELECTION OF DIRECTOR: ROBERT J. CARPENTER	Mgmt	For
1D	THE RE-ELECTION OF DIRECTOR: CHARLES L. COONEY	Mgmt	For
1E	THE RE-ELECTION OF DIRECTOR: RICHARD F. SYRON	Mgmt	Against
02	A PROPOSAL TO AMEND THE 2004 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK COVERED BY THE PLAN BY 2,250,000 SHARES.	Mgmt	For
03	A PROPOSAL TO AMEND THE 2007 DIRECTOR EQUITY PLAN TO SPECIFY THE AUTOMATIC GRANT PROVISIONS UNDER THE PLAN.	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

04      A PROPOSAL TO RATIFY THE AUDIT COMMITTEE'S SELECTION      Mgmt      For  
 OF INDEPENDENT AUDITORS FOR 2008.

GILEAD SCIENCES, INC. Agen

Security: 375558103  
 Meeting Type: Annual  
 Meeting Date: 08-May-2008  
 Ticker: GILD  
 ISIN: US3755581036

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PAUL BERG JOHN F. COGAN ETIENNE F. DAVIGNON JAMES M. DENNY CARLA A. HILLS JOHN W. MADIGAN JOHN C. MARTIN GORDON E. MOORE NICHOLAS G. MOORE GAYLE E. WILSON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For
03	TO APPROVE THE PROPOSED AMENDMENT TO GILEAD'S 2004 EQUITY INCENTIVE PLAN.	Mgmt	For
04	TO APPROVE AN AMENDMENT TO GILEAD'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF GILEAD'S COMMON STOCK FROM 1,400,000,000 TO 2,800,000,000 SHARES.	Mgmt	For

GOLDCORP INC. Agen

Security: 380956409  
 Meeting Type: Annual and Special  
 Meeting Date: 20-May-2008  
 Ticker: GG  
 ISIN: CA3809564097

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR		

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	IAN W. TELFER	Mgmt	For
	DOUGLAS M. HOLTBY	Mgmt	For
	C. KEVIN MCARTHUR	Mgmt	For
	JOHN P. BELL	Mgmt	For
	LAWRENCE I. BELL	Mgmt	For
	BEVERLEY A. BRISCOE	Mgmt	For
	PETER J. DEY	Mgmt	For
	P. RANDY REIFEL	Mgmt	For
	A. DAN ROVIG	Mgmt	For
	KENNETH F. WILLIAMSON	Mgmt	For
B	IN RESPECT OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP, CHARTERED ACCOUNTANTS, AS AUDITORS AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION;	Mgmt	For
C	A RESOLUTION APPROVING AMENDMENTS TO THE COMPANY'S 2005 STOCK OPTION PLAN, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR;	Mgmt	For
D	A RESOLUTION APPROVING AMENDMENTS TO THE COMPANY'S RESTRICTED SHARE PLAN, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR;	Mgmt	For
E	A RESOLUTION CONFIRMING A NEW GENERAL BY-LAW FOR THE COMPANY, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	Mgmt	For

-----  
 GOOGLE INC.

Agen

-----  
 Security: 38259P508  
 Meeting Type: Annual  
 Meeting Date: 08-May-2008  
 Ticker: GOOG  
 ISIN: US38259P5089  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ERIC SCHMIDT SERGEY BRIN LARRY PAGE L. JOHN DOERR JOHN L. HENNESSY ARTHUR D. LEVINSON ANN MATHER PAUL S. OTELLINI K. RAM SHRIRAM SHIRLEY M. TILGHMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GOOGLE INC. FOR THE FISCAL YEAR ENDING	Mgmt	For



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

DECEMBER 31, 2008.

03	APPROVAL OF AN AMENDMENT TO GOOGLE'S 2004 STOCK PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK ISSUABLE THEREUNDER BY 6,500,000.	Mgmt	Against
04	STOCKHOLDER PROPOSAL REGARDING INTERNET CENSORSHIP.	Shr	Against
05	STOCKHOLDER PROPOSAL REGARDING THE CREATION OF A BOARD COMMITTEE ON HUMAN RIGHTS.	Shr	Against

---

HENRY SCHEIN, INC.

Agen

Security: 806407102  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: HSIC  
 ISIN: US8064071025

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STANLEY M. BERGMAN GERALD A. BENJAMIN JAMES P. BRESLAWSKI MARK E. MLOTEK STEVEN PALADINO BARRY J. ALPERIN PAUL BRONS M.A. HAMBURG, M.D. DONALD J. KABAT PHILIP A. LASKAWY KARYN MASHIMA NORMAN S. MATTHEWS LOUIS W. SULLIVAN, M.D.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	PROPOSAL TO RATIFY THE SELECTION OF BDO SEIDMAN, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 27, 2008.	Mgmt	For

---

HESS CORPORATION

Agen

Security: 42809H107  
 Meeting Type: Annual  
 Meeting Date: 07-May-2008  
 Ticker: HES  
 ISIN: US42809H1077

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

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
01	DIRECTOR E.E. HOLIDAY J.H. MULLIN J.J. O'CONNOR F.B. WALKER R.N. WILSON	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For
03	PROPOSAL TO DECLASSIFY THE BOARD OF DIRECTORS.	Mgmt	For
04	APPROVAL OF THE 2008 LONG-TERM INCENTIVE PLAN.	Mgmt	For

-----  
HEWLETT-PACKARD COMPANY

-----  
Agen

Security: 428236103  
Meeting Type: Annual  
Meeting Date: 19-Mar-2008  
Ticker: HPQ  
ISIN: US4282361033  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: L.T. BABBIO, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: S.M. BALDAUF	Mgmt	For
1C	ELECTION OF DIRECTOR: R.A. HACKBORN	Mgmt	For
1D	ELECTION OF DIRECTOR: J.H. HAMMERGREN	Mgmt	For
1E	ELECTION OF DIRECTOR: M.V. HURD	Mgmt	For
1F	ELECTION OF DIRECTOR: J.Z. HYATT	Mgmt	For
1G	ELECTION OF DIRECTOR: J.R. JOYCE	Mgmt	For
1H	ELECTION OF DIRECTOR: R.L. RYAN	Mgmt	For
1I	ELECTION OF DIRECTOR: L.S. SALHANY	Mgmt	For
1J	ELECTION OF DIRECTOR: G.K. THOMPSON	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31, 2008	Mgmt	For

-----  
HOSPIRA, INC.

-----  
Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 441060100  
 Meeting Type: Annual  
 Meeting Date: 13-May-2008  
 Ticker: HSP  
 ISIN: US4410601003

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR IRVING W. BAILEY, II RONALD A. MATRICARIA JACQUE J. SOKOLOV, M.D.	Mgmt Mgmt Mgmt	For For For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITORS FOR HOSPIRA FOR 2008.	Mgmt	For

ILLINOIS TOOL WORKS INC.

Agen

Security: 452308109  
 Meeting Type: Annual  
 Meeting Date: 02-May-2008  
 Ticker: ITW  
 ISIN: US4523081093

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: WILLIAM F. ALDINGER	Mgmt	For
1B	ELECTION OF DIRECTOR: MARVIN D. BRAILSFORD	Mgmt	For
1C	ELECTION OF DIRECTOR: SUSAN CROWN	Mgmt	For
1D	ELECTION OF DIRECTOR: DON H. DAVIS, JR.	Mgmt	For
1E	ELECTION OF DIRECTOR: ROBERT C. MCCORMACK	Mgmt	For
1F	ELECTION OF DIRECTOR: ROBERT S. MORRISON	Mgmt	For
1G	ELECTION OF DIRECTOR: JAMES A. SKINNER	Mgmt	For
1H	ELECTION OF DIRECTOR: HAROLD B. SMITH	Mgmt	For
1I	ELECTION OF DIRECTOR: DAVID B. SPEER	Mgmt	For
1J	ELECTION OF DIRECTOR: PAMELA B. STROBEL	Mgmt	For
02	REAPPROVAL OF THE PERFORMANCE FACTORS AND AWARD LIMIT UNDER THE EXECUTIVE INCENTIVE PLAN.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ITW'S INDEPENDENT PUBLIC ACCOUNTANTS FOR 2008.	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
INTEL CORPORATION

Agen

-----  
Security: 458140100  
Meeting Type: Annual  
Meeting Date: 21-May-2008  
Ticker: INTC  
ISIN: US4581401001  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CRAIG R. BARRETT	Mgmt	For
1B	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Mgmt	For
1C	ELECTION OF DIRECTOR: CAROL A. BARTZ	Mgmt	For
1D	ELECTION OF DIRECTOR: SUSAN L. DECKER	Mgmt	For
1E	ELECTION OF DIRECTOR: REED E. HUNDT	Mgmt	For
1F	ELECTION OF DIRECTOR: PAUL S. OTELLINI	Mgmt	For
1G	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Mgmt	For
1H	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Mgmt	For
1I	ELECTION OF DIRECTOR: JANE E. SHAW	Mgmt	For
1J	ELECTION OF DIRECTOR: JOHN L. THORNTON	Mgmt	For
1K	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Mgmt	For
02	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR.	Mgmt	For
03	STOCKHOLDER PROPOSAL TO AMEND THE BYLAWS TO ESTABLISH A BOARD COMMITTEE ON SUSTAINABILITY.	Shr	Against

-----  
INTERNATIONAL BUSINESS MACHINES CORP.

Agen

-----  
Security: 459200101  
Meeting Type: Annual  
Meeting Date: 29-Apr-2008  
Ticker: IBM  
ISIN: US4592001014  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	C. BLACK	Mgmt	For
	W.R. BRODY	Mgmt	For
	K.I. CHENAULT	Mgmt	For
	M.L. ESKEW	Mgmt	For
	S.A. JACKSON	Mgmt	For
	L.A. NOTO	Mgmt	For
	J.W. OWENS	Mgmt	For
	S.J. PALMISANO	Mgmt	For
	J.E. SPERO	Mgmt	For
	S. TAUREL	Mgmt	For
	L.H. ZAMBRANO	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	STOCKHOLDER PROPOSAL ON CUMULATIVE VOTING	Shr	Against
04	STOCKHOLDER PROPOSAL ON EXECUTIVE COMPENSATION	Shr	For
05	STOCKHOLDER PROPOSAL ON BOARD COMMITTEE ON HUMAN RIGHTS	Shr	Against
06	STOCKHOLDER PROPOSAL ON SPECIAL MEETINGS	Shr	For
07	STOCKHOLDER PROPOSAL ON ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For

---

INTERNATIONAL GAME TECHNOLOGY

Agen

---

Security: 459902102  
Meeting Type: Annual  
Meeting Date: 27-Feb-2008  
Ticker: IGT  
ISIN: US4599021023

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROBERT A. BITTMAN RICHARD R. BURT PATTI S. HART LESLIE S. HEISZ ROBERT A. MATHEWSON THOMAS J. MATTHEWS ROBERT MILLER FREDERICK B. RENTSCHLER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	APPROVAL OF THE AMENDMENTS TO THE INTERNATIONAL GAME TECHNOLOGY 2002 STOCK INCENTIVE PLAN.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS IGT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2008.	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
 INTERSIL CORPORATION  
 -----

Agen

Security: 46069S109  
 Meeting Type: Annual  
 Meeting Date: 07-May-2008  
 Ticker: ISIL  
 ISIN: US46069S1096  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DAVID B. BELL DR. ROBERT W. CONN JAMES V. DILLER GARY E. GIST MERCEDES JOHNSON GREGORY LANG JAN PEETERS ROBERT N. POKELWALDT JAMES A. URRY	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 KPMG LLP AS THE COMPANY'S INDEPENDENT, REGISTERED CERTIFIED PUBLIC ACCOUNTANTS.	Mgmt	For
03	TO APPROVE AND ADOPT THE 2008 EQUITY COMPENSATION PLAN WITH 12.3 MILLION SHARES AVAILABLE FOR ISSUANCE UNDER THE PLAN.	Mgmt	For
04	TO RATIFY AN AMENDMENT TO INCREASE THE NUMBER OF SHARES AUTHORIZED UNDER THE 2000 EMPLOYEE STOCK PURCHASE PLAN FROM 2,333,334 TO 2,533,334, AN INCREASE OF 200,000 SHARES AVAILABLE FOR ISSUANCE.	Mgmt	For

-----  
 INVESCO LTD  
 -----

Agen

Security: G491BT108  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: IVZ  
 ISIN: BMG491BT1088  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: REX D. ADAMS	Mgmt	For
1B	ELECTION OF DIRECTOR: SIR JOHN BANHAM	Mgmt	For
1C	ELECTION OF DIRECTOR: DENIS KESSLER	Mgmt	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

02	APPROVAL AND RATIFICATION OF ERNST AND YOUNG LLP AS AUDITORS	Mgmt	For
03	APPROVAL OF 2008 GLOBAL EQUITY INCENTIVE PLAN	Mgmt	For
04	APPROVAL OF EXECUTIVE INCENTIVE BONUS PLAN	Mgmt	For

-----

J. C. PENNEY COMPANY, INC.

-----

Agen

Security: 708160106  
 Meeting Type: Annual  
 Meeting Date: 16-May-2008  
 Ticker: JCP  
 ISIN: US7081601061

-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: C.C BARRETT	Mgmt	Against
1B	ELECTION OF DIRECTOR: M.A. BURNS	Mgmt	Against
1C	ELECTION OF DIRECTOR: M.K. CLARK	Mgmt	Against
1D	ELECTION OF DIRECTOR: T.J. ENGIBOUS	Mgmt	Against
1E	ELECTION OF DIRECTOR: K.B. FOSTER	Mgmt	Against
1F	ELECTION OF DIRECTOR: K.C. HICKS	Mgmt	For
1G	ELECTION OF DIRECTOR: L.H. ROBERTS	Mgmt	Against
1H	ELECTION OF DIRECTOR: J.G. TERUEL	Mgmt	For
1I	ELECTION OF DIRECTOR: M.E. ULLMAN III	Mgmt	Against
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING JANUARY 31, 2009.	Mgmt	For
03	TO CONSIDER A STOCKHOLDER PROPOSAL RELATING TO STOCKHOLDER APPROVAL OF CERTAIN SEVERANCE AGREEMENTS.	Shr	For

-----

J.B. HUNT TRANSPORT SERVICES, INC.

-----

Agen

Security: 445658107  
 Meeting Type: Annual  
 Meeting Date: 01-May-2008  
 Ticker: JBHT  
 ISIN: US4456581077

-----

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR KIRK THOMPSON LELAND TOLLETT JOHN A. WHITE	Mgmt Mgmt Mgmt	For For For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR CALENDAR YEAR 2008.	Mgmt	For

-----  
 JA SOLAR HOLDINGS CO., LTD.

Agen

Security: 466090107  
 Meeting Type: Annual  
 Meeting Date: 30-Jun-2008  
 Ticker: JASO  
 ISIN: US4660901079

Prop.#	Proposal	Proposal Type	Proposal Vote
02	TO RE-ELECT ELMER M. HSU AND ERYING JIA THE RETIRING DIRECTORS AND AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	Against
03	AS SPECIAL BUSINESS, TO AMEND ARTICLE 2 OF THE THIRD AMENDED AND RESTATED ARTICLES OF ASSOCIATION OF THE COMPANY BY REVISING "ADS, AMERICAN DEPOSITARY SHARE, EACH REPRESENTING THREE (3) SHARES OF US\$0.0001 EACH IN THE CAPITAL OF THE COMPANY." TO "ADS, AMERICAN DEPOSITARY SHARE, EACH REPRESENTING ONE (1) SHARES OF US\$0.0001 EACH IN THE CAPITAL OF THE COMPANY."	Mgmt	For

-----  
 JOHNSON & JOHNSON

Agen

Security: 478160104  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2008  
 Ticker: JNJ  
 ISIN: US4781601046

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MARY SUE COLEMAN JAMES G. CULLEN MICHAEL M.E. JOHNS ARNOLD G. LANGBO	Mgmt Mgmt Mgmt Mgmt	For For Withheld Withheld



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	SUSAN L. LINDQUIST	Mgmt	For
	LEO F. MULLIN	Mgmt	For
	WILLIAM D. PEREZ	Mgmt	Withheld
	CHRISTINE A. POON	Mgmt	For
	CHARLES PRINCE	Mgmt	Withheld
	STEVEN S REINEMUND	Mgmt	For
	DAVID SATCHER	Mgmt	For
	WILLIAM C. WELDON	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	SHAREHOLDER PROPOSAL: ADVISORY VOTE ON EXECUTIVE COMPENSATION POLICIES AND DISCLOSURE	Shr	For

-----  
 JPMORGAN CHASE & CO.

Agen

-----  
 Security: 46625H100  
 Meeting Type: Annual  
 Meeting Date: 20-May-2008  
 Ticker: JPM  
 ISIN: US46625H1005  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Mgmt	For
1B	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Mgmt	For
1C	ELECTION OF DIRECTOR: DAVID M. COTE	Mgmt	For
1D	ELECTION OF DIRECTOR: JAMES S. CROWN	Mgmt	For
1E	ELECTION OF DIRECTOR: JAMES DIMON	Mgmt	For
1F	ELECTION OF DIRECTOR: ELLEN V. FUTTER	Mgmt	For
1G	ELECTION OF DIRECTOR: WILLIAM H. GRAY, III	Mgmt	For
1H	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	Mgmt	For
1I	ELECTION OF DIRECTOR: ROBERT I. LIPP	Mgmt	For
1J	ELECTION OF DIRECTOR: DAVID C. NOVAK	Mgmt	For
1K	ELECTION OF DIRECTOR: LEE R. RAYMOND	Mgmt	For
1L	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Mgmt	For
02	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVAL OF AMENDMENT TO 2005 LONG-TERM INCENTIVE PLAN	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

04	REAPPROVAL OF KEY EXECUTIVE PERFORMANCE PLAN	Mgmt	For
05	GOVERNMENTAL SERVICE REPORT	Shr	Against
06	POLITICAL CONTRIBUTIONS REPORT	Shr	Against
07	INDEPENDENT CHAIRMAN OF THE BOARD	Shr	Against
08	EXECUTIVE COMPENSATION APPROVAL	Shr	For
09	TWO CANDIDATES PER DIRECTORSHIP	Shr	Against
10	HUMAN RIGHTS AND INVESTMENT REPORT	Shr	Against
11	LOBBYING PRIORITIES REPORT	Shr	Against

-----  
KIMBERLY-CLARK CORPORATION

Agen

-----  
Security: 494368103  
Meeting Type: Annual  
Meeting Date: 17-Apr-2008  
Ticker: KMB  
ISIN: US4943681035  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN R. ALM	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT W. DECHERD	Mgmt	For
1D	ELECTION OF DIRECTOR: IAN C. READ	Mgmt	For
1E	ELECTION OF DIRECTOR: G. CRAIG SULLIVAN	Mgmt	For
02	RATIFICATION OF AUDITORS	Mgmt	For
03	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING PROVISIONS	Mgmt	For
04	STOCKHOLDER PROPOSAL REGARDING QUALIFICATIONS FOR DIRECTOR NOMINEES	Shr	Against
05	STOCKHOLDER PROPOSAL REGARDING ADOPTION OF GLOBAL HUMAN RIGHTS STANDARDS BASED ON INTERNATIONAL LABOR CONVENTIONS	Shr	Against
06	STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shr	For
07	STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING	Shr	Against
08	STOCKHOLDER PROPOSAL REGARDING AMENDMENT OF BYLAWS TO ESTABLISH A BOARD COMMITTEE ON SUSTAINABILITY	Shr	Against

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
 KLA-TENCOR CORPORATION

Agen

-----  
 Security: 482480100  
 Meeting Type: Annual  
 Meeting Date: 15-Nov-2007  
 Ticker: KLAC  
 ISIN: US4824801009  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR EDWARD W. BARNHOLT STEPHEN P. KAUFMAN RICHARD P. WALLACE	Mgmt Mgmt Mgmt	For For For
02	TO APPROVE AN AMENDMENT TO THE 2004 EQUITY INCENTIVE PLAN ("2004 EQUITY PLAN") TO A) INCREASE THE NUMBER OF SHARES RESERVED FOR ISSUANCE UNDER THE 2004 EQUITY PLAN BY 8,500,000 SHARES, B) EXPAND AND REAPPROVE THE LIST OF CORPORATE PERFORMANCE GOALS TO WHICH THE VESTING OF CERTAIN AWARDS MADE UNDER THE PLAN MAY BE TIED, AND C) EFFECT A SERIES OF TECHNICAL REVISIONS TO THE PLAN.	Mgmt	For
03	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2008.	Mgmt	For

-----  
 LIBERTY MEDIA CORPORATION

Agen

-----  
 Security: 53071M104  
 Meeting Type: Special  
 Meeting Date: 23-Oct-2007  
 Ticker: LINTA  
 ISIN: US53071M1045  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	NEW TRACKING STOCK PROPOSAL. (SEE PAGE 54 OF THE PROXY STATEMENT/PROSPECTUS)	Mgmt	For
02	RECAPITALIZATION PROPOSAL. (SEE PAGE 55 OF THE PROXY STATEMENT/PROSPECTUS)	Mgmt	For
03	OPTIONAL CONVERSION PROPOSAL. (SEE PAGE 55 OF THE PROXY STATEMENT/PROSPECTUS)	Mgmt	Against



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

03	MANAGEMENT PROPOSAL: TO AMEND THE CHARTER TO PROVIDE FOR "SIMPLE" MAJORITY VOTING	Mgmt	Against
04	MANAGEMENT PROPOSAL: TO AMEND THE CHARTER TO DELETE ARTICLE XIII	Mgmt	For
05	MANAGEMENT PROPOSAL: TO AUTHORIZE SHARES AND EXTEND APPROVAL OF PERFORMANCE GOALS FOR THE 2003 INCENTIVE PERFORMANCE AWARD PLAN	Mgmt	Against
06	MANAGEMENT PROPOSAL: TO ADOPT THE 2009 DIRECTORS EQUITY PLAN	Mgmt	For
07	STOCKHOLDER PROPOSAL BY EVELYN Y. DAVIS	Shr	Against
08	STOCKHOLDER PROPOSAL BY THE SISTERS OF MERCY OF THE AMERICAS, REGIONAL COMMUNITY OF DETROIT CHARITABLE TRUST AND OTHER GROUPS	Shr	Against
09	STOCKHOLDER PROPOSAL BY JOHN CHEVEDDEN	Shr	For

-----  
 LOEWS CORPORATION

Agen

Security: 540424207  
 Meeting Type: Annual  
 Meeting Date: 13-May-2008  
 Ticker: CG  
 ISIN: US5404242076

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: A.E. BERMAN	Mgmt	For
1B	ELECTION OF DIRECTOR: J.L. BOWER	Mgmt	For
1C	ELECTION OF DIRECTOR: C.M. DIKER	Mgmt	For
1D	ELECTION OF DIRECTOR: P.J. FRIBOURG	Mgmt	For
1E	ELECTION OF DIRECTOR: W.L. HARRIS	Mgmt	For
1F	ELECTION OF DIRECTOR: P.A. LASKAWY	Mgmt	For
1G	ELECTION OF DIRECTOR: G.R. SCOTT	Mgmt	For
1H	ELECTION OF DIRECTOR: A.H. TISCH	Mgmt	For
1I	ELECTION OF DIRECTOR: J.S. TISCH	Mgmt	For
1J	ELECTION OF DIRECTOR: J.M. TISCH	Mgmt	For
02	RATIFY DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL-CUMULATIVE VOTING	Shr	Against



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEPHEN F. BOLLENBACH DEIRDRE P. CONNELLY MEYER FELDBERG SARA LEVINSON TERRY J. LUNDGREN JOSEPH NEUBAUER JOSEPH A. PICHLER JOYCE M. ROCHE KARL M. VON DER HEYDEN CRAIG E. WEATHERUP MARNA C. WHITTINGTON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2009.	Mgmt	For

-----  
MARRIOTT INTERNATIONAL, INC.

Agem

-----  
Security: 571903202  
Meeting Type: Annual  
Meeting Date: 02-May-2008  
Ticker: MAR  
ISIN: US5719032022  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: J.W. MARRIOTT, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN W. MARRIOTT III	Mgmt	For
1C	ELECTION OF DIRECTOR: MARY K. BUSH	Mgmt	For
1D	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Mgmt	For
1E	ELECTION OF DIRECTOR: DEBRA L. LEE	Mgmt	For
1F	ELECTION OF DIRECTOR: GEORGE MUNOZ	Mgmt	For
1G	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Mgmt	For
1H	ELECTION OF DIRECTOR: HARRY J. PEARCE	Mgmt	For
1I	ELECTION OF DIRECTOR: WILLIAM J. SHAW	Mgmt	For
1J	ELECTION OF DIRECTOR: LAWRENCE M. SMALL	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

MARVELL TECHNOLOGY GROUP LTD.

Agen

Security: G5876H105  
 Meeting Type: Annual  
 Meeting Date: 19-Oct-2007  
 Ticker: MRVL  
 ISIN: BMG5876H1051

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ELECTION OF ONE DIRECTOR: PAUL R. GRAY, PH.D.	Mgmt	Against
02	TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S AUDITORS AND INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AND TO AUTHORIZE THE AUDIT COMMITTEE, ACTING ON BEHALF OF THE BOARD OF DIRECTORS, TO FIX THE REMUNERATION OF THE AUDITORS AND INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, IN BOTH CASES FOR THE FISCAL YEAR ENDING JANUARY 26, 2008.	Mgmt	For
03	TO APPROVE THE 2007 DIRECTOR STOCK INCENTIVE PLAN.	Mgmt	Against

MASTERCARD INCORPORATED

Agen

Security: 57636Q104  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2008  
 Ticker: MA  
 ISIN: US57636Q1040

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BERNARD S.Y. FUNG MARC OLIVIE MARK SCHWARTZ	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2008	Mgmt	For

MCDONALD'S CORPORATION

Agen

Security: 580135101  
 Meeting Type: Annual  
 Meeting Date: 22-May-2008



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Ticker: MCD  
ISIN: US5801351017

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RALPH ALVAREZ	Mgmt	For
1B	ELECTION OF DIRECTOR: SUSAN E. ARNOLD	Mgmt	For
1C	ELECTION OF DIRECTOR: RICHARD H. LENNY	Mgmt	For
1D	ELECTION OF DIRECTOR: CARY D. MCMILLAN	Mgmt	For
1E	ELECTION OF DIRECTOR: SHEILA A. PENROSE	Mgmt	For
1F	ELECTION OF DIRECTOR: JAMES A. SKINNER	Mgmt	For
02	APPROVAL OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

METLIFE, INC. Agen

Security: 59156R108  
Meeting Type: Annual  
Meeting Date: 22-Apr-2008  
Ticker: MET  
ISIN: US59156R1086

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR SYLVIA MATHEWS BURWELL EDUARDO CASTRO-WRIGHT CHERYL W. GRISE WILLIAM C. STEERE, JR. LULU C. WANG	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2008	Mgmt	For

MICROCHIP TECHNOLOGY INCORPORATED Agen

Security: 595017104  
Meeting Type: Annual  
Meeting Date: 17-Aug-2007  
Ticker: MCHP  
ISIN: US5950171042

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

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
01	DIRECTOR STEVE SANGHI ALBERT J. HUGO-MARTINEZ L.B. DAY MATTHEW W. CHAPMAN WADE F. MEYERCORD	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	PROPOSAL TO APPROVE AN AMENDMENT TO THE INTERNAL REVENUE CODE SECTION 162(M) PERFORMANCE MEASURES UNDER OUR 2004 EQUITY INCENTIVE PLAN THAT ALLOWS US TO RECOGNIZE QUARTERLY AS WELL AS ANNUAL PERFORMANCE MEASUREMENTS, TO SET PERFORMANCE MEASUREMENTS IN PERCENTAGE TERMS AS WELL AS IN DOLLARS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For
03	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF MICROCHIP FOR THE FISCAL YEAR ENDING MARCH 31, 2008.	Mgmt	For

-----  
MICRON TECHNOLOGY, INC.

Agent

Security: 595112103  
Meeting Type: Annual  
Meeting Date: 04-Dec-2007  
Ticker: MU  
ISIN: US5951121038  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR STEVEN R. APPLETON TERUAKI AOKI JAMES W. BAGLEY ROBERT L. BAILEY MERCEDES JOHNSON LAWRENCE N. MONDRY ROBERT E. SWITZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	PROPOSAL BY THE COMPANY TO APPROVE THE COMPANY'S 2007 EQUITY INCENTIVE PLAN WITH 30,000,000 SHARES RESERVED FOR ISSUANCE THEREUNDER	Mgmt	For
03	PROPOSAL BY THE COMPANY TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING AUGUST 28, 2008	Mgmt	For

-----  
MIRANT CORPORATION

Agent

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 60467R100  
 Meeting Type: Annual  
 Meeting Date: 07-May-2008  
 Ticker: MIR  
 ISIN: US60467R1005

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS W. CASON A.D. (PETE) CORRELL TERRY G. DALLAS THOMAS H. JOHNSON JOHN T. MILLER EDWARD R. MULLER ROBERT C. MURRAY JOHN M. QUAIN WILLIAM L. THACKER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR 2008	Mgmt	For

MYLAN INC.

Agen

Security: 628530107  
 Meeting Type: Annual  
 Meeting Date: 27-Jul-2007  
 Ticker: MYL  
 ISIN: US6285301072

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MILAN PUSKAR ROBERT J. COURY WENDY CAMERON NEIL DIMICK, C.P.A. D.J. LEECH, C.P.A. JOSEPH C. MAROON, M.D. N. PRASAD RODNEY L. PIATT, C.P.A. C.B. TODD RL VANDERVEEN, PHD, RPH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For Withheld For For Withheld For Withheld For For
02	RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

NABORS INDUSTRIES LTD.

Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: G6359F103  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2008  
 Ticker: NBR  
 ISIN: BMG6359F1032

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ANTHONY G. PETRELLO MYRON M. SHEINFELD MARTIN J. WHITMAN	Mgmt Mgmt Mgmt	For For For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET AUDITORS' REMUNERATION.	Mgmt	For
03	SHAREHOLDER PROPOSAL TO ADOPT A PAY FOR SUPERIOR PERFORMANCE STANDARD IN THE COMPANY'S EXECUTIVE COMPENSATION PLAN FOR SENIOR EXECUTIVES.	Shr	For
04	SHAREHOLDER PROPOSAL REGARDING GROSS-UP PAYMENTS TO SENIOR EXECUTIVES.	Shr	For

NESTLE S.A.

Agen

Security: 641069406  
 Meeting Type: Annual  
 Meeting Date: 10-Apr-2008  
 Ticker: NSRGY  
 ISIN: US6410694060

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE 2007 ANNUAL REPORT, OF THE ACCOUNTS OF NESTLE S.A. AND OF THE CONSOLIDATED ACCOUNTS OF THE NESTLE GROUP.	Mgmt	No vote
02	RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT.	Mgmt	No vote
03	APPROVAL OF THE APPROPRIATION OF PROFITS RESULTING FROM THE BALANCE SHEET OF NESTLE S.A.	Mgmt	No vote
4A1	RE-ELECTION OF MR. ANDREAS KOOPMANN, TO THE BOARD OF DIRECTORS.	Mgmt	No vote
4B1	RE-ELECTION OF MR. ROLF HANGGI, TO THE BOARD OF DIRECTORS.	Mgmt	No vote
4A2	ELECTION OF MR. PAUL BULCKE, TO THE BOARD OF DIRECTORS.	Mgmt	No vote

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

4B2	ELECTION OF MR. BEAT W. HESS, TO THE BOARD OF DIRECTORS.	Mgmt	No vote
4C	RE-ELECTION OF THE AUDITORS KPMG KLYNVELD PEAT MARWICK GOERDELER S.A.	Mgmt	No vote
5A	APPROVAL OF THE CAPITAL REDUCTION.	Mgmt	No vote
5B	APPROVAL OF THE SHARE SPLIT.	Mgmt	No vote
5C	APPROVAL OF THE AMENDMENT TO ARTICLES 5 AND 5 BIS PARA. 1 OF THE ARTICLES OF ASSOCIATION.	Mgmt	No vote
06	APPROVAL OF THE PROPOSED REVISED ARTICLES OF ASSOCIATION, AS SET FORTH IN THE COMPANY'S INVITATION ENCLOSED HEREWITH.	Mgmt	No vote
07	MARK THE "FOR" BOX TO THE RIGHT IF YOU WISH TO GIVE A PROXY TO INDEPENDENT REPRESENTATIVE, MR. JEAN-LUDOVIC HARTMANN (AS FURTHER DISCUSSED IN THE COMPANY'S INVITATION).	Mgmt	No vote

-----  
 NEWELL RUBBERMAID INC.  
 -----

Agen

Security: 651229106  
 Meeting Type: Annual  
 Meeting Date: 06-May-2008  
 Ticker: NWL  
 ISIN: US6512291062  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MICHAEL T. COWHIG	Mgmt	For
1B	ELECTION OF DIRECTOR: MARK D. KETCHUM	Mgmt	For
1C	ELECTION OF DIRECTOR: WILLIAM D. MAROHN	Mgmt	For
1D	ELECTION OF DIRECTOR: RAYMOND G. VIAULT	Mgmt	For
02	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2008.	Mgmt	For
03	APPROVE THE COMPANY'S MANAGEMENT CASH BONUS PLAN.	Mgmt	For
04	APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS AND THE FAIR PRICE PROVISION.	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
 NOBLE CORPORATION

Agen

Security: G65422100  
 Meeting Type: Annual  
 Meeting Date: 01-May-2008  
 Ticker: NE  
 ISIN: KYG654221004  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LAWRENCE J. CHAZEN MARY P. RICCIARDELLO	Mgmt Mgmt	For For
02	APPROVAL OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2008.	Mgmt	For

-----  
 NRG ENERGY, INC.

Agen

Security: 629377508  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: NRG  
 ISIN: US6293775085  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LAWRENCE S. COBEN PAUL W. HOBBY HERBERT H. TATE WALTER R. YOUNG	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPROVAL OF NRG ENERGY, INC. EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
03	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

-----  
 NVIDIA CORPORATION

Agen

Security: 67066G104  
 Meeting Type: Annual  
 Meeting Date: 19-Jun-2008  
 Ticker: NVDA  
 ISIN: US67066G1040  
 -----

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

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
1A	TO ELECT STEVEN CHU AS DIRECTOR	Mgmt	For
1B	TO ELECT HARVEY C. JONES AS DIRECTOR	Mgmt	For
1C	TO ELECT WILLIAM J. MILLER AS DIRECTOR	Mgmt	For
2	TO APPROVE AN AMENDMENT TO THE NVIDIA CORPORATION CERTIFICATE OF INCORPORATION.	Mgmt	For
3	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS NVIDIA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 25, 2009.	Mgmt	For

-----  
 OCCIDENTAL PETROLEUM CORPORATION

Agen

-----  
 Security: 674599105  
 Meeting Type: Annual  
 Meeting Date: 02-May-2008  
 Ticker: OXY  
 ISIN: US6745991058  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Mgmt	Against
1B	ELECTION OF DIRECTOR: RONALD W. BURKLE	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN S. CHALSTY	Mgmt	Against
1D	ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN	Mgmt	For
1E	ELECTION OF DIRECTOR: JOHN E. FEICK	Mgmt	For
1F	ELECTION OF DIRECTOR: RAY R. IRANI	Mgmt	For
1G	ELECTION OF DIRECTOR: IRVIN W. MALONEY	Mgmt	Against
1H	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Mgmt	For
1I	ELECTION OF DIRECTOR: RODOLFO SEGOVIA	Mgmt	Against
1J	ELECTION OF DIRECTOR: AZIZ D. SYRIANI	Mgmt	For
1K	ELECTION OF DIRECTOR: ROSEMARY TOMICH	Mgmt	Against
1L	ELECTION OF DIRECTOR: WALTER L. WEISMAN	Mgmt	For
02	RATIFICATION OF SELECTION OF KPMG AS INDEPENDENT AUDITORS.	Mgmt	For
03	SCIENTIFIC REPORT ON GLOBAL WARMING.	Shr	Against
04	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Shr	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

05	INDEPENDENCE OF COMPENSATION CONSULTANTS.	Shr	Against
06	PAY-FOR-SUPERIOR-PERFORMANCE PRINCIPLE.	Shr	For
07	SPECIAL SHAREHOLDER MEETINGS.	Shr	For

-----  
 OMNICOM GROUP INC.

Agen

Security: 681919106  
 Meeting Type: Annual  
 Meeting Date: 16-May-2008  
 Ticker: OMC  
 ISIN: US6819191064

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN D. WREN BRUCE CRAWFORD ROBERT CHARLES CLARK LEONARD S. COLEMAN, JR. ERROL M. COOK SUSAN S. DENISON MICHAEL A. HENNING JOHN R. MURPHY JOHN R. PURCELL LINDA JOHNSON RICE GARY L. ROUBOS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR 2008.	Mgmt	For

-----  
 OMNITURE, INC.

Agen

Security: 68212S109  
 Meeting Type: Annual  
 Meeting Date: 14-May-2008  
 Ticker: OMTR  
 ISIN: US68212S1096

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR GREGORY S. BUTTERFIELD JOHN R. PESTANA	Mgmt Mgmt	For For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR ENDING DECEMBER	Mgmt	For



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

31, 2008.

---

ORACLE CORPORATION

Agen

Security: 68389X105  
 Meeting Type: Annual  
 Meeting Date: 02-Nov-2007  
 Ticker: ORCL  
 ISIN: US68389X1054

---

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JEFFREY O. HENLEY LAWRENCE J. ELLISON DONALD L. LUCAS MICHAEL J. BOSKIN JACK F. KEMP JEFFREY S. BERG SAFRA A. CATZ HECTOR GARCIA-MOLINA H. RAYMOND BINGHAM CHARLES E. PHILLIPS, JR NAOMI O. SELIGMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF THE FISCAL YEAR 2008 EXECUTIVE BONUS PLAN.	Mgmt	For
03	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING MAY 31, 2008.	Mgmt	For
04	STOCKHOLDER PROPOSAL ON THE AMENDMENT TO THE CORPORATE BYLAWS ESTABLISHING A BOARD COMMITTEE ON HUMAN RIGHTS.	Shr	Against
05	STOCKHOLDER PROPOSAL ON AN OPEN SOURCE REPORT.	Shr	Against

---

OSHKOSH TRUCK CORPORATION

Agen

Security: 688239201  
 Meeting Type: Annual  
 Meeting Date: 05-Feb-2008  
 Ticker: OSK  
 ISIN: US6882392011

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: J. WILLIAM ANDERSEN	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1B	ELECTION OF DIRECTOR: ROBERT G. BOHN	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT A. CORNOG	Mgmt	For
1D	ELECTION OF DIRECTOR: RICHARD M. DONNELLY	Mgmt	For
1E	ELECTION OF DIRECTOR: FREDERICK M. FRANKS, JR.	Mgmt	For
1F	ELECTION OF DIRECTOR: MICHAEL W. GREBE	Mgmt	For
1G	ELECTION OF DIRECTOR: KATHLEEN J. HEMPEL	Mgmt	For
1H	ELECTION OF DIRECTOR: HARVEY N. MEDVIN	Mgmt	For
1I	ELECTION OF DIRECTOR: J. PETER MOSLING, JR.	Mgmt	For
1J	ELECTION OF DIRECTOR: TIMOTHY J. ROEMER	Mgmt	For
1K	ELECTION OF DIRECTOR: RICHARD G. SIM	Mgmt	For
1L	ELECTION OF DIRECTOR: CHARLES L. SZEWS	Mgmt	For
02	AMEND THE RESTATED ARTICLES OF INCORPORATION TO CHANGE THE NAME OF THE COMPANY TO "OSHKOSH CORPORATION".	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP, AS INDEPENDENT AUDITORS.	Mgmt	For
04	SHAREHOLDER PROPOSAL - TO REDEEM OR BRING TO SHAREHOLDER VOTE THE COMPANY'S SHAREHOLDER RIGHTS PLAN.	Shr	For

---

PAYCHEX, INC.

Agen

Security: 704326107  
Meeting Type: Annual  
Meeting Date: 03-Oct-2007  
Ticker: PAYX  
ISIN: US7043261079

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: B. THOMAS GOLISANO	Mgmt	For
1B	ELECTION OF DIRECTOR: DAVID J.S. FLASCHEN	Mgmt	For
1C	ELECTION OF DIRECTOR: PHILLIP HORSLEY	Mgmt	For
1D	ELECTION OF DIRECTOR: GRANT M. INMAN	Mgmt	For
1E	ELECTION OF DIRECTOR: PAMELA A. JOSEPH	Mgmt	For
1F	ELECTION OF DIRECTOR: JONATHAN J. JUDGE	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1G	ELECTION OF DIRECTOR: JOSEPH M. TUCCI	Mgmt	For
1H	ELECTION OF DIRECTOR: JOSEPH M. VELLI	Mgmt	For
02	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

-----  
 PEPSICO, INC.

Agen

Security: 713448108  
 Meeting Type: Annual  
 Meeting Date: 07-May-2008  
 Ticker: PEP  
 ISIN: US7134481081

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: I.M. COOK	Mgmt	For
1B	ELECTION OF DIRECTOR: D. DUBLON	Mgmt	For
1C	ELECTION OF DIRECTOR: V.J. DZAU	Mgmt	For
1D	ELECTION OF DIRECTOR: R.L. HUNT	Mgmt	For
1E	ELECTION OF DIRECTOR: A. IBARGUEN	Mgmt	For
1F	ELECTION OF DIRECTOR: A.C. MARTINEZ	Mgmt	For
1G	ELECTION OF DIRECTOR: I.K. NOOYI	Mgmt	For
1H	ELECTION OF DIRECTOR: S.P. ROCKEFELLER	Mgmt	For
1I	ELECTION OF DIRECTOR: J.J. SCHIRO	Mgmt	For
1J	ELECTION OF DIRECTOR: L.G. TROTTER	Mgmt	For
1K	ELECTION OF DIRECTOR: D. VASELLA	Mgmt	For
1L	ELECTION OF DIRECTOR: M.D. WHITE	Mgmt	For
02	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS	Mgmt	For
03	SHAREHOLDER PROPOSAL - BEVERAGE CONTAINER RECYCLING REPORT (PROXY STATEMENT P. 43)	Shr	Against
04	SHAREHOLDER PROPOSAL - GENETICALLY ENGINEERED PRODUCTS REPORT (PROXY STATEMENT P. 45)	Shr	Against
05	SHAREHOLDER PROPOSAL - RIGHT TO WATER POLICY (PROXY STATEMENT P. 46)	Shr	Against
06	SHAREHOLDER PROPOSAL - GLOBAL WARMING REPORT (PROXY STATEMENT P. 48)	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

07      SHAREHOLDER PROPOSAL - ADVISORY VOTE ON COMPENSATION      Shr      For  
 (PROXY STATEMENT P. 49)

PETROHAWK ENERGY CORPORATION

Agen

Security: 716495106  
 Meeting Type: Annual  
 Meeting Date: 20-May-2008  
 Ticker: HK  
 ISIN: US7164951060

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR FLOYD C. WILSON TUCKER S. BRIDWELL GARY A. MERRIMAN	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2008.	Mgmt	For

PPG INDUSTRIES, INC.

Agen

Security: 693506107  
 Meeting Type: Annual  
 Meeting Date: 17-Apr-2008  
 Ticker: PPG  
 ISIN: US6935061076

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR HUGH GRANT MICHELE J. HOOPER ROBERT MEHRABIAN	Mgmt Mgmt Mgmt	For For For
02	PROPOSAL TO ENDORSE THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008.	Mgmt	For

PRECISION CASTPARTS CORP.

Agen

Security: 740189105  
 Meeting Type: Annual  
 Meeting Date: 14-Aug-2007  
 Ticker: PCP

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US7401891053

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PETER R. BRIDENBAUGH STEVEN G. ROTHMEIER RICK SCHMIDT DANIEL J. MURPHY	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPROVING THE EXECUTIVE PERFORMANCE INCENTIVE PLAN	Mgmt	For

PUBLIC SERVICE ENTERPRISE GROUP INC. Agen

Security: 744573106  
Meeting Type: Annual  
Meeting Date: 15-Apr-2008  
Ticker: PEG  
ISIN: US7445731067

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR CONRAD K. HARPER SHIRLEY ANN JACKSON THOMAS A. RENYI	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2008.	Mgmt	For
03	STOCKHOLDER PROPOSAL RELATING TO EXECUTIVE COMPENSATION.	Shr	Against
04	STOCKHOLDER PROPOSAL RELATING TO THE NOMINATION OF DIRECTORS.	Shr	Against
05	STOCKHOLDER PROPOSAL RELATING TO THE ELECTION OF DIRECTORS.	Shr	Against

PUBLIC STORAGE Agen

Security: 74460D109  
Meeting Type: Annual  
Meeting Date: 08-May-2008  
Ticker: PSA  
ISIN: US74460D1090

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

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

		Type	
01	DIRECTOR B. WAYNE HUGHES RONALD L. HAVNER, JR. HARVEY LENKIN DANN V. ANGELOFF WILLIAM C. BAKER JOHN T. EVANS URI P. HARKHAM B. WAYNE HUGHES, JR. GARY E. PRUITT DANIEL C. STATON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RATIFICATION OF AUDITORS	Mgmt	For

-----  
 QUALCOMM, INCORPORATED

Agen

-----  
 Security: 747525103  
 Meeting Type: Annual  
 Meeting Date: 11-Mar-2008  
 Ticker: QCOM  
 ISIN: US7475251036  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BARBARA T. ALEXANDER DONALD G. CRUICKSHANK RAYMOND V. DITTAMORE IRWIN MARK JACOBS PAUL E. JACOBS ROBERT E. KAHN SHERRY LANSING DUANE A. NELLES MARC I. STERN BRENT SCOWCROFT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For Withheld For For
02	TO APPROVE AMENDMENTS TO THE 2006 LONG-TERM INCENTIVE PLAN AND AN INCREASE IN THE SHARE RESERVE BY 115,000,000 SHARES.	Mgmt	For
03	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE COMPANY'S FISCAL YEAR ENDING SEPTEMBER 28, 2008.	Mgmt	For

-----  
 R.R. DONNELLEY & SONS COMPANY

Agen

-----  
 Security: 257867101  
 Meeting Type: Annual  
 Meeting Date: 28-May-2008  
 -----

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Ticker: RRD  
ISIN: US2578671016

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: THOMAS J. QUINLAN, III	Mgmt	For
1B	ELECTION OF DIRECTOR: STEPHEN M. WOLF	Mgmt	For
1C	ELECTION OF DIRECTOR: LEE A. CHADEN	Mgmt	For
1D	ELECTION OF DIRECTOR: E.V. (RICK) GOINGS	Mgmt	For
1E	ELECTION OF DIRECTOR: JUDITH H. HAMILTON	Mgmt	For
1F	ELECTION OF DIRECTOR: THOMAS S. JOHNSON	Mgmt	For
1G	ELECTION OF DIRECTOR: JOHN C. POPE	Mgmt	For
1H	ELECTION OF DIRECTOR: MICHAEL T. RIORDAN	Mgmt	For
1I	ELECTION OF DIRECTOR: OLIVER R. SOCKWELL	Mgmt	For
02	RATIFICATION OF THE COMPANY'S AUDITORS.	Mgmt	For
03	APPROVAL OF AMENDED 2004 PERFORMANCE INCENTIVE PLAN.	Mgmt	For
04	STOCKHOLDER PROPOSAL WITH RESPECT TO A SUSTAINABLE FORESTRY REPORT.	Shr	Against
05	STOCKHOLDER PROPOSAL WITH RESPECT TO SPECIAL STOCKHOLDER MEETINGS.	Shr	For

### RAYTHEON COMPANY

Agen

Security: 755111507  
Meeting Type: Annual  
Meeting Date: 29-May-2008  
Ticker: RTN  
ISIN: US7551115071

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: BARBARA M. BARRETT	Mgmt	For
1B	ELECTION OF DIRECTOR: VERNON E. CLARK	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN M. DEUTCH	Mgmt	For
1D	ELECTION OF DIRECTOR: FREDERIC M. POSES	Mgmt	Against
1E	ELECTION OF DIRECTOR: MICHAEL C. RUETTIGERS	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1F	ELECTION OF DIRECTOR: RONALD L. SKATES	Mgmt	For
1G	ELECTION OF DIRECTOR: WILLIAM R. SPIVEY	Mgmt	For
1H	ELECTION OF DIRECTOR: LINDA G. STUNTZ	Mgmt	For
1I	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Mgmt	For
02	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL REGARDING SUPPLEMENTAL EXECUTIVE RETIREMENT PLANS	Shr	For
04	STOCKHOLDER PROPOSAL REGARDING ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For

-----  
 REPUBLIC SERVICES, INC. Agen

-----  
 Security: 760759100  
 Meeting Type: Annual  
 Meeting Date: 16-May-2008  
 Ticker: RSG  
 ISIN: US7607591002  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES E. O'CONNOR HARRIS W. HUDSON JOHN W. CROGHAN W. LEE NUTTER RAMON A. RODRIGUEZ ALLAN C. SORENSEN MICHAEL W. WICKHAM	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR 2008.	Mgmt	For

-----  
 RIVERBED TECHNOLOGY, INC. Agen

-----  
 Security: 768573107  
 Meeting Type: Annual  
 Meeting Date: 06-Nov-2007  
 Ticker: RVBD  
 ISIN: US7685731074  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	MARK A. FLOYD	Mgmt	For
	CHRISTOPHER J. SCHAEPE	Mgmt	For
	JAMES R. SWARTZ	Mgmt	Withheld
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF RIVERBED TECHNOLOGY, INC. FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2007.	Mgmt	For

RIVERBED TECHNOLOGY, INC. Agen

Security: 768573107  
 Meeting Type: Annual  
 Meeting Date: 29-May-2008  
 Ticker: RVBD  
 ISIN: US7685731074

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL R. KOUREY STEVEN MCCANNE, PH.D.	Mgmt Mgmt	For For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF RIVERBED TECHNOLOGY, INC. FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

ROCKWELL COLLINS, INC. Agen

Security: 774341101  
 Meeting Type: Annual  
 Meeting Date: 12-Feb-2008  
 Ticker: COL  
 ISIN: US7743411016

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR C.A. DAVIS R.E. EBERHART	Mgmt Mgmt	For For
02	THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR AUDITORS FOR FISCAL YEAR 2008.	Mgmt	For

ROWAN COMPANIES, INC. Agen

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 779382100  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2008  
 Ticker: RDC  
 ISIN: US7793821007

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: D.F. MCNEASE	Mgmt	For
1B	ELECTION OF DIRECTOR: LORD MOYNIHAN	Mgmt	For
1C	ELECTION OF DIRECTOR: R.G. CROYLE	Mgmt	For
02	THE RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS	Mgmt	For

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

Security: 806857108  
 Meeting Type: Annual  
 Meeting Date: 09-Apr-2008  
 Ticker: SLB  
 ISIN: AN8068571086

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR P. CAMUS J.S. GORELICK A. GOULD T. ISAAC N. KUDRYAVTSEV A. LAJOUS M.E. MARKS D. PRIMAT L.R. REIF T.I. SANDVOLD N. SEYDOUX L.G. STUNTZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS	Mgmt	For
03	APPROVAL OF ADOPTION OF THE SCHLUMBERGER 2008 STOCK INCENTIVE PLAN	Mgmt	For
04	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

SHIRE PLC

Agen

Security: 82481R106  
 Meeting Type: Special  
 Meeting Date: 09-May-2008  
 Ticker: SHPGY  
 ISIN: US82481R1068

Prop.#	Proposal	Proposal Type	Proposal Vote
C1	TO APPROVE THE PROPOSED SCHEME OF ARRANGEMENT.	Mgmt	For
S1	TO APPROVE THE SCHEME OF ARRANGEMENT AND RELATED MATTERS.	Mgmt	For
S2	TO APPROVE THE REDUCTION OF CAPITAL OF SHIRE LIMITED.	Mgmt	For
O3	TO APPROVE THE ADOPTION BY SHIRE LIMITED OF THE SHIRE SHARESAVE SCHEME AND TO APPROVE THE AUTHORIZATION GIVEN TO THE DIRECTORS OF SHIRE LIMITED IN RELATION THERETO.	Mgmt	For
O4	TO APPROVE THE ADOPTION BY SHIRE LIMITED OF THE SHIRE EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
O5	TO APPROVE THE ADOPTION BY SHIRE LIMITED OF PART A OF THE SHIRE PORTFOLIO SHARE PLAN.	Mgmt	For
O6	TO APPROVE THE ADOPTION BY SHIRE LIMITED OF PART B OF THE SHIRE PORTFOLIO SHARE PLAN.	Mgmt	For

STAPLES, INC.

Agen

Security: 855030102  
 Meeting Type: Annual  
 Meeting Date: 09-Jun-2008  
 Ticker: SPLS  
 ISIN: US8550301027

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: BASIL L. ANDERSON	Mgmt	For
1B	ELECTION OF DIRECTOR: ARTHUR M. BLANK	Mgmt	For
1C	ELECTION OF DIRECTOR: MARY ELIZABETH BURTON	Mgmt	For
1D	ELECTION OF DIRECTOR: JUSTIN KING	Mgmt	For
1E	ELECTION OF DIRECTOR: CAROL MEYROWITZ	Mgmt	For
1F	ELECTION OF DIRECTOR: ROWLAND T. MORIARTY	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1G	ELECTION OF DIRECTOR: ROBERT C. NAKASONE	Mgmt	For
1H	ELECTION OF DIRECTOR: RONALD L. SARGENT	Mgmt	For
1I	ELECTION OF DIRECTOR: ROBERT E. SULENTIC	Mgmt	For
1J	ELECTION OF DIRECTOR: MARTIN TRUST	Mgmt	For
1K	ELECTION OF DIRECTOR: VIJAY VISHWANATH	Mgmt	For
1L	ELECTION OF DIRECTOR: PAUL F. WALSH	Mgmt	For
02	TO APPROVE AN AMENDMENT TO STAPLES' CERTIFICATE OF INCORPORATION DELETING ARTICLE XII TO REMOVE PROVISIONS THAT REQUIRE HOLDERS OF AT LEAST TWO-THIRDS OF STAPLES' OUTSTANDING VOTING STOCK TO APPROVE CERTAIN SIGNIFICANT CORPORATE TRANSACTIONS.	Mgmt	For
03	TO APPROVE STAPLES' EXECUTIVE OFFICER INCENTIVE PLAN FOR THE FISCAL YEARS 2008 THROUGH 2012.	Mgmt	For
04	TO APPROVE AN AMENDMENT TO STAPLES' AMENDED AND RESTATED 2004 STOCK INCENTIVE PLAN INCREASING THE TOTAL NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 15,100,000 SHARES, FROM 62,330,000 SHARES TO 77,430,000 SHARES.	Mgmt	For
05	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF ERNST & YOUNG LLP AS STAPLES' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For
06	TO ACT ON A SHAREHOLDER PROPOSAL REGARDING STOCKHOLDERS' ABILITY TO CALL SPECIAL MEETINGS EXPECTED TO COME BEFORE THE MEETING.	Shr	For

-----  
SUNOCO, INC.

Agen

-----  
Security: 86764P109  
Meeting Type: Annual  
Meeting Date: 01-May-2008  
Ticker: SUN  
ISIN: US86764P1093  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	R.J. DARNALL	Mgmt	For
	J.G. DROSDICK	Mgmt	For
	G.W. EDWARDS	Mgmt	For
	U.O. FAIRBAIRN	Mgmt	For
	T.P. GERRITY	Mgmt	For
	R.B. GRECO	Mgmt	For
	J.P. JONES, III	Mgmt	For
	J.G. KAISER	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

	R.A. PEW	Mgmt	For
	G.J. RATCLIFFE	Mgmt	For
	J.W. ROWE	Mgmt	For
	J.K. WULFF	Mgmt	For
02	APPROVAL OF THE SUNOCO, INC. LONG-TERM PERFORMANCE ENHANCEMENT PLAN II.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2008.	Mgmt	For

---

TEXAS INSTRUMENTS INCORPORATED

Agen

Security: 882508104  
 Meeting Type: Annual  
 Meeting Date: 17-Apr-2008  
 Ticker: TXN  
 ISIN: US8825081040

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: J.R. ADAMS	Mgmt	For
1B	ELECTION OF DIRECTOR: D.L. BOREN	Mgmt	For
1C	ELECTION OF DIRECTOR: D.A. CARP	Mgmt	For
1D	ELECTION OF DIRECTOR: C.S. COX	Mgmt	For
1E	ELECTION OF DIRECTOR: D.R. GOODE	Mgmt	For
1F	ELECTION OF DIRECTOR: P.H. PATSLEY	Mgmt	For
1G	ELECTION OF DIRECTOR: W.R. SANDERS	Mgmt	For
1H	ELECTION OF DIRECTOR: R.J. SIMMONS	Mgmt	For
1I	ELECTION OF DIRECTOR: R.K. TEMPLETON	Mgmt	For
1J	ELECTION OF DIRECTOR: C.T. WHITMAN	Mgmt	For
02	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008.	Mgmt	For
03	STOCKHOLDER PROPOSAL REGARDING QUALIFICATIONS FOR DIRECTOR NOMINEES.	Shr	Against

---

THE BOEING COMPANY

Agen

Security: 097023105

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Meeting Type: Annual  
 Meeting Date: 28-Apr-2008  
 Ticker: BA  
 ISIN: US0970231058

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN H. BIGGS	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN E. BRYSON	Mgmt	For
1C	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Mgmt	For
1D	ELECTION OF DIRECTOR: LINDA Z. COOK	Mgmt	For
1E	ELECTION OF DIRECTOR: WILLIAM M. DALEY	Mgmt	For
1F	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1G	ELECTION OF DIRECTOR: JAMES L. JONES	Mgmt	For
1H	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Mgmt	For
1I	ELECTION OF DIRECTOR: JOHN F. MCDONNELL	Mgmt	For
1J	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Mgmt	For
1K	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For
02	ADVISORY VOTE ON APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR.	Mgmt	For
03	PREPARE A REPORT ON FOREIGN MILITARY SALES	Shr	Against
04	ADOPT HEALTH CARE PRINCIPLES	Shr	Against
05	ADOPT, IMPLEMENT AND MONITOR HUMAN RIGHTS POLICIES	Shr	Against
06	REQUIRE AN INDEPENDENT LEAD DIRECTOR	Shr	For
07	REQUIRE PERFORMANCE-BASED STOCK OPTIONS	Shr	For
08	REQUIRE AN ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION	Shr	For
09	REQUIRE SHAREHOLDER APPROVAL OF FUTURE SEVERANCE ARRANGEMENTS	Shr	For

THE COCA-COLA COMPANY

Agen

Security: 191216100  
 Meeting Type: Annual  
 Meeting Date: 16-Apr-2008  
 Ticker: KO  
 ISIN: US1912161007

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: HERBERT A. ALLEN	Mgmt	For
1B	ELECTION OF DIRECTOR: RONALD W. ALLEN	Mgmt	For
1C	ELECTION OF DIRECTOR: CATHLEEN P. BLACK	Mgmt	For
1D	ELECTION OF DIRECTOR: BARRY DILLER	Mgmt	Against
1E	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	Mgmt	For
1F	ELECTION OF DIRECTOR: E. NEVILLE ISDELL	Mgmt	For
1G	ELECTION OF DIRECTOR: MUHTAR KENT	Mgmt	For
1H	ELECTION OF DIRECTOR: DONALD R. KEOUGH	Mgmt	For
1I	ELECTION OF DIRECTOR: DONALD F. MCHENRY	Mgmt	For
1J	ELECTION OF DIRECTOR: SAM NUNN	Mgmt	For
1K	ELECTION OF DIRECTOR: JAMES D. ROBINSON III	Mgmt	For
1L	ELECTION OF DIRECTOR: PETER V. UEBERROTH	Mgmt	For
1M	ELECTION OF DIRECTOR: JACOB WALLENBERG	Mgmt	For
1N	ELECTION OF DIRECTOR: JAMES B. WILLIAMS	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
03	APPROVAL OF THE COCA-COLA COMPANY 2008 STOCK OPTION PLAN	Mgmt	For
04	SHAREOWNER PROPOSAL REGARDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For
05	SHAREOWNER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIR	Shr	For
06	SHAREOWNER PROPOSAL REGARDING A BOARD COMMITTEE ON HUMAN RIGHTS	Shr	Against

-----  
 THE ESTEE LAUDER COMPANIES INC.

Agen

-----  
 Security: 518439104  
 Meeting Type: Annual  
 Meeting Date: 09-Nov-2007  
 Ticker: EL  
 ISIN: US5184391044  
 -----

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

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

01	DIRECTOR AERIN LAUDER WILLIAM P. LAUDER LYNN F. DE ROTHSCHILD RICHARD D. PARSONS	Mgmt Mgmt Mgmt Mgmt	For For For Withheld
02	APPROVAL OF THE ESTEE LAUDER COMPANIES INC. NON-EMPLOYEE DIRECTOR SHARE INCENTIVE PLAN.	Mgmt	Against
03	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR THE 2008 FISCAL YEAR.	Mgmt	For

-----  
 THE GOLDMAN SACHS GROUP, INC.

Agen

Security: 38141G104  
 Meeting Type: Annual  
 Meeting Date: 10-Apr-2008  
 Ticker: GS  
 ISIN: US38141G1040

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF LLOYD C. BLANKFEIN TO THE BOARD OF DIRECTORS	Mgmt	For
1B	ELECTION OF JOHN H. BRYAN TO THE BOARD OF DIRECTORS	Mgmt	For
1C	ELECTION OF GARY D. COHN TO THE BOARD OF DIRECTORS	Mgmt	For
1D	ELECTION OF CLAES DAHLBACK TO THE BOARD OF DIRECTORS	Mgmt	For
1E	ELECTION OF STEPHEN FRIEDMAN TO THE BOARD OF DIRECTORS	Mgmt	For
1F	ELECTION OF WILLIAM W. GEORGE TO THE BOARD OF DIRECTORS	Mgmt	For
1G	ELECTION OF RAJAT K. GUPTA TO THE BOARD OF DIRECTORS	Mgmt	For
1H	ELECTION OF JAMES A. JOHNSON TO THE BOARD OF DIRECTORS	Mgmt	For
1I	ELECTION OF LOIS D. JULIBER TO THE BOARD OF DIRECTORS	Mgmt	For
1J	ELECTION OF EDWARD M. LIDDY TO THE BOARD OF DIRECTORS	Mgmt	For
1K	ELECTION OF RUTH J. SIMMONS TO THE BOARD OF DIRECTORS	Mgmt	For
1L	ELECTION OF JON WINKELRIED TO THE BOARD OF DIRECTORS	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR 2008	Mgmt	For



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

### FISCAL YEAR

03	SHAREHOLDER PROPOSAL REGARDING STOCK OPTIONS	Shr	Against
04	SHAREHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For
05	SHAREHOLDER PROPOSAL REQUESTING A SUSTAINABILITY REPORT	Shr	Against

-----  
 THE HOME DEPOT, INC.

Agen

-----  
 Security: 437076102  
 Meeting Type: Annual  
 Meeting Date: 22-May-2008  
 Ticker: HD  
 ISIN: US4370761029  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: F. DUANE ACKERMAN	Mgmt	For
1B	ELECTION OF DIRECTOR: DAVID H. BATCHELDER	Mgmt	For
1C	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Mgmt	For
1D	ELECTION OF DIRECTOR: ARI BOUSBIB	Mgmt	For
1E	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Mgmt	For
1F	ELECTION OF DIRECTOR: ALBERT P. CAREY	Mgmt	For
1G	ELECTION OF DIRECTOR: ARMANDO CODINA	Mgmt	For
1H	ELECTION OF DIRECTOR: BRIAN C. CORNELL	Mgmt	For
1I	ELECTION OF DIRECTOR: BONNIE G. HILL	Mgmt	For
1J	ELECTION OF DIRECTOR: KAREN L. KATEN	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING FEBRUARY 1, 2009	Mgmt	For
03	TO APPROVE THE MATERIAL TERMS OF OFFICER PERFORMANCE GOALS UNDER THE MANAGEMENT INCENTIVE PLAN	Mgmt	For
04	TO APPROVE AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF RESERVED SHARES	Mgmt	For
05	SHAREHOLDER PROPOSAL REGARDING POLITICAL NONPARTISANSHIP	Shr	Against
06	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shr	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

07	SHAREHOLDER PROPOSAL REGARDING EMPLOYMENT DIVERSITY REPORT DISCLOSURE	Shr	Against
08	SHAREHOLDER PROPOSAL REGARDING EXECUTIVE OFFICER COMPENSATION	Shr	For
09	SHAREHOLDER PROPOSAL REGARDING PAY-FOR-SUPERIOR PERFORMANCE	Shr	For

-----  
 THE KROGER CO.

Agen

Security: 501044101  
 Meeting Type: Annual  
 Meeting Date: 26-Jun-2008  
 Ticker: KR  
 ISIN: US5010441013

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1B	ELECTION OF DIRECTOR: ROBERT D. BEYER	Mgmt	For
1C	ELECTION OF DIRECTOR: DAVID B. DILLON	Mgmt	For
1D	ELECTION OF DIRECTOR: SUSAN J. KROPF	Mgmt	For
1E	ELECTION OF DIRECTOR: JOHN T. LAMACCHIA	Mgmt	For
1F	ELECTION OF DIRECTOR: DAVID B. LEWIS	Mgmt	For
1G	ELECTION OF DIRECTOR: DON W. MCGEORGE	Mgmt	For
1H	ELECTION OF DIRECTOR: W. RODNEY MCMULLEN	Mgmt	For
1I	ELECTION OF DIRECTOR: JORGE P. MONTOYA	Mgmt	For
1J	ELECTION OF DIRECTOR: CLYDE R. MOORE	Mgmt	For
1K	ELECTION OF DIRECTOR: SUSAN M. PHILLIPS	Mgmt	For
1L	ELECTION OF DIRECTOR: STEVEN R. ROGEL	Mgmt	For
1M	ELECTION OF DIRECTOR: JAMES A. RUNDE	Mgmt	For
1N	ELECTION OF DIRECTOR: RONALD L. SARGENT	Mgmt	For
1O	ELECTION OF DIRECTOR: BOBBY S. SHACKOULS	Mgmt	For
02	APPROVAL OF 2008 LONG-TERM INCENTIVE AND CASH BONUS PLAN.	Mgmt	For
03	APPROVAL OF PRICEWATERHOUSECOOPERS LLP, AS AUDITORS.	Mgmt	For
04	APPROVE SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED,	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

TO RECOMMEND PREPARATION OF CLIMATE CHANGE REPORT.

05	APPROVE SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO RECOMMEND PURCHASING PREFERENCE FOR SUPPLIERS USING CONTROLLED-ATMOSPHERE KILLING OF CHICKENS.	Shr	Against
06	APPROVE SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO RECOMMEND PHASE OUT OF SALE OF EGGS FROM HENS CONFINED IN BATTERY CAGES.	Shr	Against
07	APPROVE SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO RECOMMEND PREPARATION OF PRODUCT TOXICITY REPORT.	Shr	Against
08	APPROVE SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED, TO RECOMMEND ADOPTION OF PROPOSED COMPENSATION PRINCIPLES FOR SENIOR EXECUTIVES.	Shr	For

-----  
 THE PROCTER & GAMBLE COMPANY

Agen

Security: 742718109  
 Meeting Type: Annual  
 Meeting Date: 09-Oct-2007  
 Ticker: PG  
 ISIN: US7427181091  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RAJAT K. GUPTA A.G. LAFLEY LYNN M. MARTIN JOHNATHAN A. RODGERS JOHN F. SMITH, JR. RALPH SNYDERMAN, M.D. MARGARET C. WHITMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	SHAREHOLDER PROPOSAL #1 - AWARD NO FUTURE STOCK OPTIONS	Shr	Against
04	SHAREHOLDER PROPOSAL #2 - REPORT ON COMPANY POLICIES AND ACTIVITIES	Shr	Against
05	SHAREHOLDER PROPOSAL #3 - ANIMAL TESTING	Shr	Against

-----  
 THE WILLIAMS COMPANIES, INC.

Agen

Security: 969457100  
 -----

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Meeting Type: Annual  
 Meeting Date: 15-May-2008  
 Ticker: WMB  
 ISIN: US9694571004

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND	Mgmt	For
1B	ELECTION OF DIRECTOR: JUANITA H. HINSHAW	Mgmt	For
1C	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Mgmt	For
1D	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Mgmt	For
1E	ELECTION OF DIRECTOR: JANICE D. STONEY	Mgmt	For
02	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2008.	Mgmt	For

THERMO FISHER SCIENTIFIC INC.

Agen

Security: 883556102  
 Meeting Type: Annual  
 Meeting Date: 20-May-2008  
 Ticker: TMO  
 ISIN: US8835561023

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: SCOTT M. SPERLING	Mgmt	For
1B	ELECTION OF DIRECTOR: BRUCE L. KOEPFGEN	Mgmt	For
1C	ELECTION OF DIRECTOR: MICHAEL E. PORTER	Mgmt	For
02	APPROVAL AND ADOPTION OF THE THERMO FISHER SCIENTIFIC INC. 2008 STOCK INCENTIVE PLAN.	Mgmt	For
03	APPROVAL AND ADOPTION OF THE THERMO FISHER SCIENTIFIC INC. 2008 ANNUAL INCENTIVE AWARD PLAN.	Mgmt	For
04	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For

THORATEC CORPORATION

Agen

Security: 885175307  
 Meeting Type: Annual  
 Meeting Date: 20-May-2008  
 Ticker: THOR

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ISIN: US8851753074

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR NEIL F. DIMICK J. DONALD HILL GERHARD F. BURBACH HOWARD E. CHASE J. DANIEL COLE STEVEN H. COLLIS ELISHA W. FINNEY D. KEITH GROSSMAN DANIEL M. MULVENA	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE THORATEC CORPORATION 2006 INCENTIVE STOCK PLAN.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR ITS FISCAL YEAR ENDING JANUARY 3, 2009.	Mgmt	For

TIME WARNER INC.

Agen

Security: 887317105  
Meeting Type: Annual  
Meeting Date: 16-May-2008  
Ticker: TWX  
ISIN: US8873171057

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JAMES L. BARKSDALE	Mgmt	For
1B	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Mgmt	For
1C	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Mgmt	For
1D	ELECTION OF DIRECTOR: FRANK J. CAUFIELD	Mgmt	For
1E	ELECTION OF DIRECTOR: ROBERT C. CLARK	Mgmt	For
1F	ELECTION OF DIRECTOR: MATHIAS DOPFNER	Mgmt	For
1G	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Mgmt	For
1H	ELECTION OF DIRECTOR: REUBEN MARK	Mgmt	For
1I	ELECTION OF DIRECTOR: MICHAEL A. MILES	Mgmt	For
1J	ELECTION OF DIRECTOR: KENNETH J. NOVACK	Mgmt	For
1K	ELECTION OF DIRECTOR: RICHARD D. PARSONS	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1L	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	Mgmt	For
02	COMPANY PROPOSAL TO AMEND THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE THE REMAINING SUPER-MAJORITY VOTE REQUIREMENTS.	Mgmt	For
03	COMPANY PROPOSAL TO APPROVE THE AMENDED AND RESTATED TIME WARNER INC. ANNUAL BONUS PLAN FOR EXECUTIVE OFFICERS.	Mgmt	For
04	RATIFICATION OF AUDITORS.	Mgmt	For
05	STOCKHOLDER PROPOSAL REGARDING SEPARATION OF ROLES OF CHAIRMAN AND CEO.	Shr	For

-----  
 TRANSOCEAN INC

Agen

-----  
 Security: G90073100  
 Meeting Type: Annual  
 Meeting Date: 16-May-2008  
 Ticker: RIG  
 ISIN: KYG900731004  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JON A. MARSHALL	Mgmt	For
1B	ELECTION OF DIRECTOR: MARTIN B. MCNAMARA	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT E. ROSE	Mgmt	For
1D	ELECTION OF DIRECTOR: IAN C. STRACHAN	Mgmt	For
02	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008.	Mgmt	For

-----  
 TRANSOCEAN INC.

Agen

-----  
 Security: G90078109  
 Meeting Type: Special  
 Meeting Date: 09-Nov-2007  
 Ticker: RIG  
 ISIN: KYG900781090  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE SCHEME OF ARRANGEMENT, ATTACHED TO THE ACCOMPANYING JOINT PROXY STATEMENT AS	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ANNEX G, WHICH PROVIDES FOR THE RECLASSIFICATION OF OUR ORDINARY SHARES.

02	APPROVAL OF THE ISSUANCE OF OUR ORDINARY SHARES TO SHAREHOLDERS OF GLOBALSANTAFE CORPORATION IN THE MERGER UNDER THE TERMS OF THE AGREEMENT AND PLAN OF MERGER, ATTACHED TO THE ACCOMPANYING JOINT PROXY STATEMENT AS ANNEX A.	Mgmt	For
03	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF OUR MEMORANDUM AND ARTICLES OF ASSOCIATION TO, AMONG OTHER THINGS, INCREASE THE MAXIMUM NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS OF TRANSOCEAN INC. FROM 13 TO 14, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For

-----  
 UNITED TECHNOLOGIES CORPORATION

Agen

-----  
 Security: 913017109  
 Meeting Type: Annual  
 Meeting Date: 09-Apr-2008  
 Ticker: UTX  
 ISIN: US9130171096  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LOUIS R. CHENEVERT GEORGE DAVID JOHN V. FARACI JEAN-PIERRE GARNIER JAMIE S. GORELICK CHARLES R. LEE RICHARD D. MCCORMICK HAROLD MCGRAW III RICHARD B. MYERS H. PATRICK SWYGERT ANDRE VILLENEUVE CHRISTINE TODD WHITMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	APPOINTMENT OF INDEPENDENT AUDITORS	Mgmt	For
03	APPROVAL OF AMENDMENT TO THE 2005 LONG-TERM INCENTIVE PLAN	Mgmt	For
04	SHAREOWNER PROPOSAL: PRINCIPLES FOR HEALTH CARE REFORM	Shr	Against
05	SHAREOWNER PROPOSAL: GLOBAL SET OF CORPORATE STANDARDS	Shr	Against
06	SHAREOWNER PROPOSAL: PAY FOR SUPERIOR PERFORMANCE	Shr	Against
07	SHAREOWNER PROPOSAL: OFFSETS FOR FOREIGN MILITARY SALES	Shr	Against

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

VCA ANTECH, INC.

Agen

Security: 918194101  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2008  
 Ticker: WOOF  
 ISIN: US9181941017

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN B. CHICKERING, JR. JOHN HEIL	Mgmt Mgmt	For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS.	Mgmt	For

VERISIGN, INC.

Agen

Security: 92343E102  
 Meeting Type: Annual  
 Meeting Date: 30-Aug-2007  
 Ticker: VRSN  
 ISIN: US92343E1029

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR D. JAMES BIDZOS WILLIAM L. CHENEVICH LOUIS A. SIMPSON	Mgmt Mgmt Mgmt	Withheld Withheld Withheld
02	PROPOSAL TO APPROVE THE FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF VERISIGN, INC. TO ELIMINATE OUR CLASSIFIED BOARD STRUCTURE AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.	Mgmt	For
03	PROPOSAL TO APPROVE OUR 2007 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
04	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2007.	Mgmt	For

VERISIGN, INC.

Agen



## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

Security: 92343E102  
 Meeting Type: Annual  
 Meeting Date: 29-May-2008  
 Ticker: VRSN  
 ISIN: US92343E1029

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	D. JAMES BIDZOS	Mgmt	For
	WILLIAM L. CHENEVICH	Mgmt	For
	KATHLEEN A. COTE	Mgmt	For
	JOHN D. ROACH	Mgmt	For
	LOUIS A. SIMPSON	Mgmt	For
	TIMOTHY TOMLINSON	Mgmt	For
02	TO RATIFY THE SELECTION OF KPMG LLP AS VERISIGN'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

WAL-MART STORES, INC.

Agen

Security: 931142103  
 Meeting Type: Annual  
 Meeting Date: 06-Jun-2008  
 Ticker: WMT  
 ISIN: US9311421039

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: AIDA M. ALVAREZ	Mgmt	For
1B	ELECTION OF DIRECTOR: JAMES W. BREYER	Mgmt	For
1C	ELECTION OF DIRECTOR: M. MICHELE BURNS	Mgmt	For
1D	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Mgmt	For
1E	ELECTION OF DIRECTOR: ROGER C. CORBETT	Mgmt	For
1F	ELECTION OF DIRECTOR: DOUGLAS N. DAFT	Mgmt	For
1G	ELECTION OF DIRECTOR: DAVID D. GLASS	Mgmt	For
1H	ELECTION OF DIRECTOR: GREGORY B. PENNER	Mgmt	For
1I	ELECTION OF DIRECTOR: ALLEN I. QUESTROM	Mgmt	For
1J	ELECTION OF DIRECTOR: H. LEE SCOTT, JR.	Mgmt	For
1K	ELECTION OF DIRECTOR: ARNE M. SORENSON	Mgmt	For
1L	ELECTION OF DIRECTOR: JIM C. WALTON	Mgmt	For

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

1M	ELECTION OF DIRECTOR: S. ROBSON WALTON	Mgmt	For
1N	ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS	Mgmt	For
10	ELECTION OF DIRECTOR: LINDA S. WOLF	Mgmt	For
02	APPROVAL OF MANAGEMENT INCENTIVE PLAN, AS AMENDED AND RESTATED	Mgmt	For
03	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS	Mgmt	For
04	AMEND EQUAL EMPLOYMENT OPPORTUNITY POLICY	Shr	Against
05	PAY-FOR-SUPERIOR-PERFORMANCE	Shr	For
06	RECOUPMENT OF SENIOR EXECUTIVE COMPENSATION POLICY	Shr	Against
07	ESTABLISH HUMAN RIGHTS COMMITTEE	Shr	Against
08	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	For
09	POLITICAL CONTRIBUTIONS REPORT	Shr	Against
10	SOCIAL AND REPUTATION IMPACT REPORT	Shr	Against
11	SPECIAL SHAREHOLDERS' MEETING	Shr	Against

---

WM. WRIGLEY JR. COMPANY

Agen

Security: 982526105  
Meeting Type: Annual  
Meeting Date: 12-Mar-2008  
Ticker: WWY  
ISIN: US9825261053

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOHN RAU A VOTE AGAINST THIS PROPOSAL WILL COUNT AS A WITHHELD VOTE	Mgmt	For
1B	ELECTION OF DIRECTOR: RICHARD K. SMUCKER A VOTE AGAINST THIS PROPOSAL WILL COUNT AS A WITHHELD VOTE	Mgmt	For
1C	ELECTION OF DIRECTOR: WILLIAM WRIGLEY, JR. A VOTE AGAINST THIS PROPOSAL WILL COUNT AS A WITHHELD VOTE	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (INDEPENDENT AUDITORS) FOR THE YEAR ENDING DECEMBER 31, 2008.	Mgmt	For

Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

-----  
 WYETH

Agen  
 -----

Security: 983024100  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2008  
 Ticker: WYE  
 ISIN: US9830241009  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: ROBERT M. AMEN	Mgmt	For
1B	ELECTION OF DIRECTOR: MICHAEL J. CRITELLI	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT ESSNER	Mgmt	For
1D	ELECTION OF DIRECTOR: JOHN D. FEERICK	Mgmt	For
1E	ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	Mgmt	For
1F	ELECTION OF DIRECTOR: VICTOR F. GANZI	Mgmt	For
1G	ELECTION OF DIRECTOR: ROBERT LANGER	Mgmt	For
1H	ELECTION OF DIRECTOR: JOHN P. MASCOTTE	Mgmt	For
1I	ELECTION OF DIRECTOR: RAYMOND J. MCGUIRE	Mgmt	For
1J	ELECTION OF DIRECTOR: MARY LAKE POLAN	Mgmt	For
1K	ELECTION OF DIRECTOR: BERNARD POUSSOT	Mgmt	For
1L	ELECTION OF DIRECTOR: GARY L. ROGERS	Mgmt	For
1M	ELECTION OF DIRECTOR: JOHN R. TORELL III	Mgmt	For
02	VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008	Mgmt	For
03	VOTE TO AMEND AND RESTATE THE WYETH 2005 STOCK INCENTIVE PLAN	Mgmt	For
04	VOTE TO ADOPT THE WYETH 2008 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN	Mgmt	For
05	STOCKHOLDER PROPOSAL ON REPORTING THE COMPANY'S POLITICAL CONTRIBUTIONS AND TRADE ASSOCIATION PAYMENTS	Shr	Against
06	STOCKHOLDER PROPOSAL ON ADOPTION OF A BY-LAW FOR THE RECOUPMENT OF INCENTIVE BONUSES	Shr	Against

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund II - Form N-PX

ZIMMER HOLDINGS, INC.

Agen

Security: 98956P102  
 Meeting Type: Annual  
 Meeting Date: 05-May-2008  
 Ticker: ZMH  
 ISIN: US98956P1021

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: DAVID C. DVORAK	Mgmt	For
1B	ELECTION OF DIRECTOR: ROBERT A. HAGEMANN	Mgmt	For
1C	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Mgmt	For
1D	ELECTION OF DIRECTOR: CECIL B. PICKETT, PH.D.	Mgmt	For
02	AUDITOR RATIFICATION	Mgmt	For
03	APPROVAL OF THE AMENDED ZIMMER HOLDINGS, INC. EXECUTIVE PERFORMANCE INCENTIVE PLAN	Mgmt	For
04	AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPER-MAJORITY VOTING REQUIREMENTS	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) Eaton Vance Enhanced Equity Income Fund II  
 By (Signature) /s/ Duncan W Richardson  
 Name Duncan W Richardson  
 Title President  
 Date 08/22/2008