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Eaton Vance Tax-Managed Global Diversified Equity Income Fund
Form N-PX
August 20, 2014

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: 811-21973

NAME OF REGISTRANT: Eaton Vance Tax-Managed Global
Diversified Equity Income
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.
Two International Place
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2013 - 06/30/2014

Eaton Vance Tax-Managed Global Diversified Equity Income Fund

ABBOTT LABORATORIES

Agen

Security: 002824100
Meeting Type: Annual
Meeting Date: 25-Apr-2014
Ticker: ABT
ISIN: US0028241000

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	R.J. ALPERN	Mgmt	For
	R.S. AUSTIN	Mgmt	For
	S.E. BLOUNT	Mgmt	For
	W.J. FARRELL	Mgmt	For
	E.M. LIDDY	Mgmt	For
	N. MCKINSTRY	Mgmt	For
	P.N. NOVAKOVIC	Mgmt	For
	W.A. OSBORN	Mgmt	For

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	S.C. SCOTT III	Mgmt	For
	G.F. TILTON	Mgmt	For
	M.D. WHITE	Mgmt	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS	Mgmt	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL - GENETICALLY MODIFIED INGREDIENTS	Shr	Against
5.	SHAREHOLDER PROPOSAL - LOBBYING DISCLOSURE	Shr	Against
6.	SHAREHOLDER PROPOSAL - INCENTIVE COMPENSATION	Shr	For

 ACCENTURE PLC

Agen

Security: G1151C101
 Meeting Type: Annual
 Meeting Date: 30-Jan-2014
 Ticker: ACN
 ISIN: IE00B4BNMY34

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ACCEPT, IN A NON-BINDING VOTE, THE COMPANY'S IRISH FINANCIAL STATEMENTS FOR THE TWELVE-MONTH PERIOD ENDED AUGUST 31, 2013, AS PRESENTED.	Mgmt	For
2A.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: JAIME ARDILA	Mgmt	For
2B.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: CHARLES H. GIANCARLO	Mgmt	For
2C.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: WILLIAM L. KIMSEY	Mgmt	For
2D.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: BLYTHE J. MCGARVIE	Mgmt	For
2E.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: MARK MOODY-STUART	Mgmt	For
2F.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: PIERRE NANTERME	Mgmt	For
2G.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: GILLES C. PELISSON	Mgmt	For
2H.	RE-APPOINTMENT OF THE BOARD OF DIRECTOR: WULF VON SCHIMMELMANN	Mgmt	For

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3.	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF KPMG AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ACCENTURE PLC FOR A TERM EXPIRING AT OUR ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2015 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE KPMG'S REMUNERATION.	Mgmt	For
4.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	TO GRANT THE BOARD THE AUTHORITY TO ISSUE SHARES UNDER IRISH LAW.	Mgmt	For
6.	TO GRANT THE BOARD THE AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW.	Mgmt	For
7.	TO APPROVE A CAPITAL REDUCTION AND CREATION OF DISTRIBUTABLE RESERVES UNDER IRISH LAW.	Mgmt	For
8.	TO AUTHORIZE HOLDING THE 2015 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ACCENTURE PLC AT A LOCATION OUTSIDE OF IRELAND AS REQUIRED UNDER IRISH LAW.	Mgmt	For
9.	TO AUTHORIZE ACCENTURE TO MAKE OPEN-MARKET PURCHASES OF ACCENTURE PLC CLASS A ORDINARY SHARES UNDER IRISH LAW.	Mgmt	For
10.	TO DETERMINE THE PRICE RANGE AT WHICH ACCENTURE PLC CAN RE-ISSUE SHARES THAT IT ACQUIRES AS TREASURY STOCK UNDER IRISH LAW.	Mgmt	For

 ACE LIMITED

Agen

 Security: H0023R105
 Meeting Type: Special
 Meeting Date: 10-Jan-2014
 Ticker: ACE
 ISIN: CH0044328745

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE PAYMENT OF DIVIDENDS FROM LEGAL RESERVES	Mgmt	For
2.	ELECTION OF HOMBURGER AG AS OUR INDEPENDENT PROXY UNTIL THE CONCLUSION OF OUR 2014 ORDINARY GENERAL MEETING	Mgmt	For
3.	IF A NEW AGENDA ITEM OR A NEW PROPOSAL FOR	Mgmt	For

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AN EXISTING AGENDA ITEM IS PUT BEFORE THE MEETING I/WE HEREWITH AUTHORIZE AND INSTRUCT THE INDEPENDENT PROXY TO VOTE AS FOLLOWS IN RESPECT OF THE POSITION OF THE BOARD OF DIRECTORS

 ACE LIMITED

Agenda

 Security: H0023R105
 Meeting Type: Annual
 Meeting Date: 15-May-2014
 Ticker: ACE
 ISIN: CH0044328745

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE ANNUAL REPORT, STANDALONE FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS OF ACE LIMITED FOR THE YEAR ENDED DECEMBER 31, 2013	Mgmt	For
2.	ALLOCATION OF DISPOSABLE PROFIT	Mgmt	For
3.	DISCHARGE OF THE BOARD OF DIRECTORS	Mgmt	For
4A.	ELECTION OF DIRECTOR: JOHN EDWARDSON	Mgmt	For
4B.	ELECTION OF DIRECTOR: KIMBERLY ROSS	Mgmt	For
4C.	ELECTION OF DIRECTOR: ROBERT SCULLY	Mgmt	For
4D.	ELECTION OF DIRECTOR: DAVID SIDWELL	Mgmt	For
4E.	ELECTION OF DIRECTOR: EVAN G. GREENBERG	Mgmt	For
4F.	ELECTION OF DIRECTOR: ROBERT M. HERNANDEZ	Mgmt	For
4G.	ELECTION OF DIRECTOR: MICHAEL G. ATIEH	Mgmt	For
4H.	ELECTION OF DIRECTOR: MARY A. CIRILLO	Mgmt	For
4I.	ELECTION OF DIRECTOR: MICHAEL P. CONNORS	Mgmt	For
4J.	ELECTION OF DIRECTOR: PETER MENIKOFF	Mgmt	For
4K.	ELECTION OF DIRECTOR: LEO F. MULLIN	Mgmt	For
4L.	ELECTION OF DIRECTOR: EUGENE B. SHANKS, JR.	Mgmt	For
4M.	ELECTION OF DIRECTOR: THEODORE E. SHASTA	Mgmt	For
4N.	ELECTION OF DIRECTOR: OLIVIER STEIMER	Mgmt	For
5.	ELECTION OF EVAN G. GREENBERG AS THE CHAIRMAN OF THE BOARD OF DIRECTORS UNTIL OUR NEXT ANNUAL GENERAL MEETING	Mgmt	For

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6A.	ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTOR: MICHAEL P. CONNORS	Mgmt	For
6B.	ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTOR: MARY A. CIRILLO	Mgmt	For
6C.	ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTOR: JOHN EDWARDSON	Mgmt	For
6D.	ELECTION OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTOR: ROBERT M. HERNANDEZ	Mgmt	For
7.	ELECTION OF HAMBURGER AG AS INDEPENDENT PROXY UNTIL THE CONCLUSION OF OUR NEXT ANNUAL GENERAL MEETING	Mgmt	For
8A.	ELECTION OF PRICEWATERHOUSECOOPERS AG (ZURICH) AS OUR STATUTORY AUDITOR UNTIL OUR NEXT ANNUAL GENERAL MEETING	Mgmt	For
8B.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP (UNITED STATES) FOR PURPOSES OF UNITED STATES SECURITIES LAW REPORTING FOR THE YEAR ENDING DECEMBER 31, 2014	Mgmt	For
8C.	ELECTION OF BDO AG (ZURICH) AS SPECIAL AUDITING FIRM UNTIL OUR NEXT ANNUAL GENERAL MEETING	Mgmt	For
9.	AMENDMENT OF THE ARTICLES OF ASSOCIATION RELATING TO AUTHORIZED SHARE CAPITAL FOR GENERAL PURPOSES	Mgmt	For
10.	APPROVAL OF THE PAYMENT OF A DISTRIBUTION TO SHAREHOLDERS THROUGH REDUCTION OF THE PAR VALUE OF OUR SHARES, SUCH PAYMENT TO BE MADE IN FOUR QUARTERLY INSTALLMENTS AT SUCH TIMES DURING THE PERIOD THROUGH OUR NEXT ANNUAL GENERAL MEETING AS SHALL BE DETERMINED BY THE BOARD OF DIRECTORS	Mgmt	For
11.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
12.	IF A NEW AGENDA ITEM OR A NEW PROPOSAL FOR AN EXISTING AGENDA ITEM IS PUT BEFORE THE MEETING, I/WE HEREBY AUTHORIZE AND INSTRUCT THE INDEPENDENT PROXY TO VOTE AS FOLLOWS: MARK "FOR" TO VOTE IN ACCORDANCE WITH THE POSITION OF THE BOARD OF DIRECTORS; MARK "AGAINST" TO VOTE AGAINST NEW ITEMS AND PROPOSALS; MARK "ABSTAIN" TO ABSTAIN	Mgmt	Against

 ADIDAS AG, HERZOGENAURACH

 Agen

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Security: D0066B185
 Meeting Type: AGM
 Meeting Date: 08-May-2014
 Ticker:
 ISIN: DE000A1EWWW0

Prop.# Proposal	Proposal Type	Proposal Vote
<p>Please note that by judgement of OLG Cologne rendered on June 6, 2012, any shareholder who holds an aggregate total of 3 percent or more of the outstanding share capital must register under their beneficial owner details before the appropriate deadline to be able to vote. Failure to comply with the declaration requirements as stipulated in section 21 of the Securities Trade Act (WpHG) may prevent the shareholder from voting at the general meetings. Therefore, your custodian may request that we register beneficial owner data for all voted accounts with the respective sub custodian. If you require further information whether or not such BO registration will be conducted for your custodians accounts, please contact your CSR.</p>	Non-Voting	
<p>The sub custodians have advised that voted shares are not blocked for trading purposes i.e. they are only unavailable for settlement. Registered shares will be deregistered at the deregistration date by the sub custodians. In order to deliver/settle a voted position before the deregistration date a voting instruction cancellation and de-registration request needs to be sent to your CSR or Custodian. Please contact your CSR for further information.</p>	Non-Voting	
<p>The Vote/Registration Deadline as displayed on ProxyEdge is subject to change and will be updated as soon as Broadridge receives confirmation from the sub custodians regarding their instruction deadline. For any queries please contact your Client Services Representative.</p>	Non-Voting	
<p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR</p>	Non-Voting	

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QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 23 APR 2014. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

		Non-Voting	
1.	Presentation of the adopted annual financial statements of adidas AG and of the approved consolidated financial statements as of December 31, 2013, of the combined management report of adidas AG and of the adidas Group, the Explanatory Report of the Executive Board on the disclosures pursuant to sections 289 sections 4 and 5, 315 section 4 German Commercial Code (Handelsgesetzbuch - HGB) as well as of the Supervisory Board Report for the 2013 financial year	Non-Voting	
2.	Resolution on the appropriation of retained earnings : The distributable profit of EUR 424,075,538.71 shall be appropriated as follows: payment of a dividend of EUR 1.50 per no-par share EUR 110,251,259.71 shall be carried forward ex-dividend and payable date: May 9, 2014	Mgmt	For
3.	Resolution on the ratification of the actions of the Executive Board for the 2013 financial year	Mgmt	For
4.	Resolution on the ratification of the actions of the Supervisory Board for the 2013 financial year	Mgmt	For
5.1	Election of the Supervisory Board: Dr. Stefan Jentzsch	Mgmt	For
5.2	Election of the Supervisory Board: Mr. Herbert Kauffmann	Mgmt	For
5.3	Election of the Supervisory Board: Mr. Igor Landau	Mgmt	For
5.4	Election of the Supervisory Board: Mr. Willi Schwerdtle	Mgmt	For
5.5	Election of the Supervisory Board: Mrs. Katja Kraus	Mgmt	For

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5.6	Election of the Supervisory Board: Mrs. Kathrin Menges	Mgmt	For
6.	Resolution on the amendment of section 18 (Compensation of the Supervisory Board) of the Articles of Association	Mgmt	For
7.	Resolution on the revocation of the authorisation to issue bonds with warrants and/or convertible bonds of May 6, 2010. Resolution on the authorisation to issue bonds with warrants and/or convertible bonds, the exclusion of shareholders' subscription rights and the simultaneous creation of a contingent capital as well as the amendment to the Articles of Association	Mgmt	For
8.	Resolution on granting the authorisation to repurchase and to use treasury shares pursuant to section 71 section 1 number 8 AktG including the authorisation to exclude tender and subscription rights as well as to cancel repurchased shares and to reduce the capital; revocation of the existing authorisation	Mgmt	For
9.	Resolution on granting the authorisation to use equity derivatives in connection with the acquisition of treasury shares pursuant to section 71 section 1 number 8 AktG while excluding shareholders' tender and subscription rights; revocation of the existing authorisation	Mgmt	For
10.1	Appointment of the auditor and the Group auditor for the 2014 financial year as well as, if applicable, of the auditor for the review of the first half year financial report: KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, is appointed as auditor of the annual financial statements and the consolidated financial statements for the 2014 financial year	Mgmt	For
10.2	Appointment of the auditor and the Group auditor for the 2014 financial year as well as, if applicable, of the auditor for the review of the first half year financial report: KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, is appointed for the audit review of the financial statements and interim management report for the first six months of the 2014 financial year, if applicable	Mgmt	For

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AFLAC INCORPORATED

Agen

Security: 001055102
 Meeting Type: Annual
 Meeting Date: 05-May-2014
 Ticker: AFL
 ISIN: US0010551028

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DANIEL P. AMOS	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN SHELBY AMOS II	Mgmt	For
1C.	ELECTION OF DIRECTOR: PAUL S. AMOS II	Mgmt	For
1D.	ELECTION OF DIRECTOR: W. PAUL BOWERS	Mgmt	For
1E.	ELECTION OF DIRECTOR: KRISS CLONINGER III	Mgmt	For
1F.	ELECTION OF DIRECTOR: ELIZABETH J. HUDSON	Mgmt	For
1G.	ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT B. JOHNSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: CHARLES B. KNAPP	Mgmt	For
1J.	ELECTION OF DIRECTOR: BARBARA K. RIMER, DRPH	Mgmt	For
1K.	ELECTION OF DIRECTOR: MELVIN T. STITH	Mgmt	For
1L.	ELECTION OF DIRECTOR: DAVID GARY THOMPSON	Mgmt	For
1M.	ELECTION OF DIRECTOR: TAKURO YOSHIDA	Mgmt	For
2.	TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING AS DISCLOSED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCUSSION IN THE PROXY STATEMENT"	Mgmt	Against
3.	TO CONSIDER AND ACT UPON THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2014	Mgmt	For

ALLIANZ SE, MUENCHEN

Agen

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 Security: D03080112
 Meeting Type: AGM
 Meeting Date: 07-May-2014
 Ticker:
 ISIN: DE0008404005

Prop.#	Proposal	Proposal Type	Proposal Vote
	<p>Please note that by judgement of OLG Cologne rendered on June 6, 2013, any shareholder who holds an aggregate total of 3 percent or more of the outstanding share capital must register under their beneficial owner details before the appropriate deadline to be able to vote. Failure to comply with the declaration requirements as stipulated in section 21 of the Securities Trade Act (WpHG) may prevent the shareholder from voting at the general meetings. Therefore, your custodian may request that we register beneficial owner data for all voted accounts with the respective sub custodian. If you require further information whether or not such BO registration will be conducted for your custodians accounts, please contact your CSR.</p>	Non-Voting	
	<p>The sub-custodian banks optimized their processes and established solutions, which do not require share blocking. Registered shares will be deregistered according to trading activities or at the deregistration date by the sub custodians. In order to deliver/settle a voted position before the deregistration date a voting instruction cancellation and de-registration request needs to be sent. Please contact your CSR for further information.</p>	Non-Voting	
	<p>The Vote/Registration Deadline as displayed on ProxyEdge is subject to change and will be updated as soon as Broadridge receives confirmation from the sub custodians regarding their instruction deadline. For any queries please contact your Client Services Representative.</p>	Non-Voting	
	<p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR</p>	Non-Voting	

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QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 22.04.2014. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

Non-Voting

- | | | | |
|----|---|------------|-----|
| 1. | Presentation of the approved Annual Financial Statements and the approved Consolidated Financial Statements as of December 31, 2013, and of the Management Reports for Allianz SE and for the Group, the Explanatory Reports on the information pursuant to section 289 (4), 315 (4) and section 289 (5) of the German Commercial Code (HGB), as well as the Report of the Supervisory Board for fiscal year 2013 | Non-Voting | |
| 2. | Appropriation of net earnings | Mgmt | For |
| 3. | Approval of the actions of the members of the Management Board | Mgmt | For |
| 4. | Approval of the actions of the members of the Supervisory Board | Mgmt | For |
| 5. | By- Election to the Supervisory Board: Jim Hagemann Snabe | Mgmt | For |
| 6. | Creation of an Authorized Capital 2014/I, cancellation of the Authorized Capital 2010/I and corresponding amendment to the Statutes | Mgmt | For |
| 7. | Creation of an Authorized Capital 2014/II for the issuance of shares to employees, cancellation of the Authorized Capital 2010/II and corresponding amendment to the Statutes | Mgmt | For |
| 8. | Approval of a new authorization to issue bonds carrying conversion and/or option rights as well as convertible participation rights, cancellation of the current authorization to issue bonds carrying conversion and/or option rights, unless fully utilized, amendment of the existing Conditional Capital 2010 and corresponding amendment of the Statutes | Mgmt | For |

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9.	Authorization to acquire treasury shares for trading purposes	Mgmt	For
10.	Authorization to acquire and utilize treasury shares for other purposes	Mgmt	For
11.	Authorization to use derivatives in connection with the acquisition of treasury shares pursuant to Section 71 (1) no. 8 AktG	Mgmt	For
12.	Approval to amend existing company agreements	Mgmt	For

 AMAZON.COM, INC.

Agem

 Security: 023135106
 Meeting Type: Annual
 Meeting Date: 21-May-2014
 Ticker: AMZN
 ISIN: US0231351067

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS	Mgmt	For
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1D.	ELECTION OF DIRECTOR: WILLIAM B. GORDON	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMIE S. GORELICK	Mgmt	For
1F.	ELECTION OF DIRECTOR: ALAIN MONIE	Mgmt	For
1G.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Mgmt	For
1H.	ELECTION OF DIRECTOR: THOMAS O. RYDER	Mgmt	For
1I.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS	Shr	Against

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 AMERICAN EXPRESS COMPANY

Agem

 Security: 025816109
 Meeting Type: Annual
 Meeting Date: 12-May-2014
 Ticker: AXP
 ISIN: US0258161092

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Mgmt	For
1B.	ELECTION OF DIRECTOR: URSULA BURNS	Mgmt	For
1C.	ELECTION OF DIRECTOR: KENNETH CHENAULT	Mgmt	For
1D.	ELECTION OF DIRECTOR: PETER CHERNIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANNE LAUVERGEON	Mgmt	For
1F.	ELECTION OF DIRECTOR: THEODORE LEONSIS	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD LEVIN	Mgmt	For
1H.	ELECTION OF DIRECTOR: RICHARD MCGINN	Mgmt	For
1I.	ELECTION OF DIRECTOR: SAMUEL PALMISANO	Mgmt	For
1J.	ELECTION OF DIRECTOR: STEVEN REINEMUND	Mgmt	For
1K.	ELECTION OF DIRECTOR: DANIEL VASELLA	Mgmt	For
1L.	ELECTION OF DIRECTOR: ROBERT WALTER	Mgmt	For
1M.	ELECTION OF DIRECTOR: RONALD WILLIAMS	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL RELATING TO ANNUAL DISCLOSURE OF EEO-1 DATA.	Shr	Against
5.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON PRIVACY, DATA SECURITY AND GOVERNMENT REQUESTS.	Shr	Against
6.	SHAREHOLDER PROPOSAL RELATING TO ACTION BY WRITTEN CONSENT.	Shr	For
7.	SHAREHOLDER PROPOSAL FOR EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shr	For

 ANHEUSER-BUSCH INBEV SA, BRUXELLES

Agen

Security: B6399C107
 Meeting Type: MIX
 Meeting Date: 30-Apr-2014
 Ticker:
 ISIN: BE0003793107

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE	Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting	
A.1	Deciding that all outstanding subscription rights granted to Directors (including former Directors) of the Company and certain executives (including former executives) will be automatically converted into stock options, so that, upon exercise, existing shares instead of new shares will be delivered, with effect on 1 May 2014; accordingly, acknowledging that all subscription rights outstanding on 1 May 2014 will become without object, with effect on the same date; confirming that the terms and conditions of such replacement stock options will be identical to those of such subscription rights, including regarding the exercise price and the exercise conditions and periods, except to the extent strictly needed to take into account that existing shares instead of new shares will be delivered; deciding that such replacement	Mgmt	For
CONT	stock options will continue to grant their holders a right of early exercise in the event contemplated by Article 501, second indent, of the Companies Code (i.e., in relation to certain capital increases), in the same manner as the subscription	Non-Voting	

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	rights did		
A.2.a	Special report by the Board of Directors on the authorised capital, drawn up in accordance with Article 604 of the Companies Code	Non-Voting	
A.2.b	Cancelling the unused portion of the existing authorised capital, granting a renewed authorisation to the Board of Directors to increase the capital in accordance with Article 6 of the articles of association, in one or more transactions, by the issuance of a number of shares, or financial instruments giving right to a number of shares, which will represent not more than 3% of the shares issued as at 30 April 2014, and modifying Article 6 of the articles of association accordingly. Such authorisation is granted for a period of five years as from the date of publication of this modification to the articles of association in the Belgian State Gazette (Moniteur Belge /Belgisch Staatsblad)	Mgmt	For
B.1.a	Renewing, for a period of five years as from 30 April 2014, the authorisation to the Board of Directors to purchase the Company's own shares up to maximum 20 per cent of the issued shares for a unitary price which will not be lower than one euro (EUR 1,-) and not higher than 20 % above the highest closing price in the last twenty trading days of the shares on Euronext Brussels preceding the acquisition. The previous authorization expired on 28 April 2014	Mgmt	Against
B.1.b	Replacing Article 10 of the articles of association by the following text: "Article 10.-ACQUISITION AND DISPOSAL OF OWN SHARES The company may, without any prior authorisation of the Shareholders' Meeting, in accordance with article 620 of the Companies Code and under the conditions provided for by law, acquire, on or outside the stock exchange, its own shares up to a maximum of 20% of the issued shares of the company for a unitary price which will not be lower than one euro (EUR 1,-) and not higher than 20 % above the highest closing price on Euronext Brussels in the last twenty trading days preceding the acquisition. The company may, without any prior authorisation of the Shareholders' Meeting, in accordance with article 622, section 2, 1 of the Companies Code, dispose, on or outside the stock exchange, of the shares CONTD	Mgmt	Against
CONT	CONTD of the company which were acquired by	Non-Voting	

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the company under the conditions determined by the Board of Directors. The authorisations set forth in the preceding paragraphs also extend to acquisitions and disposals of shares of the company by direct subsidiaries of the company made in accordance with article 627 of the Companies Code. The authorisations set forth in this article were granted for a period of five (5) years as from the extraordinary shareholders' meeting of thirty April two thousand and fourteen

C.1	Management report by the Board of Directors on the accounting year ended on 31 December 2013	Non-Voting	
C.2	Report by the statutory auditor on the accounting year ended on 31 December 2013	Non-Voting	
C.3	Communication of the consolidated annual accounts relating to the accounting year ended on 31 December 2013, as well as the management report by the Board of Directors and the report by the statutory auditor on the consolidated annual accounts	Non-Voting	
C.4	Approving the statutory annual accounts relating to the accounting year ended on 31 December 2013, including the following allocation of the result: (as specified) On a per share basis, this represents a gross dividend for 2013 of EUR 2.05 giving right to a dividend net of Belgian withholding tax of EUR 1.5375 per share (in case of 25% Belgian withholding tax) and of EUR 2.05 per share (in case of exemption from Belgian withholding tax). Taking into account the gross interim dividend of EUR 0.60 per share paid in November 2013, a balance gross amount of EUR 1.45 will be payable as from 8 May 2014, i.e. a balance dividend net of Belgian withholding tax of EUR 1.0875 per share (in case of 25% Belgian withholding tax) and of EUR 1.45 per share (in case of exemption from Belgian withholding tax). The actual gross CONTD	Mgmt	For
CONT	CONTD dividend amount (and, subsequently, the balance amount) may fluctuate depending on possible changes in the number of own shares held by the Company on the dividend payment date	Non-Voting	
C.5	Granting discharge to the Directors for the performance of their duties during the accounting year ended on 31 December 2013	Mgmt	For
C.6	Granting discharge to the statutory auditor for the performance of his duties during the accounting year ended on 31 December	Mgmt	For

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2013

- | | | | |
|-------|---|------------|---------|
| C.7.a | <p>Renewing the appointment as independent director of Mr. Kees Storm, for a period of one year ending after the shareholders' meeting which will be asked to approve the accounts for the year 2014. The Company's Corporate Governance Charter provides that the term of office of directors shall end immediately after the annual shareholders' meeting following their 70th birthday, except as provided by the Board of Directors in special cases. The Board considers that an exception to such age limit is justified for Mr. Storm considering the key role that he has played and continues to play as independent director. Mr. Storm complies with the functional, family and financial criteria of independence as provided for in Article 526ter of the Companies Code and in the Company's Corporate Governance Charter, except for the requirement CONTD</p> | Mgmt | Against |
| CONT | <p>CONTD not to have been a non-executive director of the company for more than three successive terms (Article 526ter, par. 1, 2). Except when legally required to apply the definition of Article 526ter, par. 1, 2, the Board proposes to consider that Mr. Storm continues to qualify as independent director. The Board is of the opinion that the quality and independence of the contribution of Mr. Storm to the functioning of the Board has not been influenced by the length of his tenure. Mr. Storm has acquired a superior understanding of the Company's business, its underlying strategy and specific culture, in particular in his capacity of chairman of the Board, and in light of his particular experience, reputation and background it is in the Company's best interests to renew him as an independent director for an additional term CONTD</p> | Non-Voting | |
| CONT | <p>CONTD of one year. Moreover, Mr. Storm expressly stated and the Board is of the opinion that he does not have any relationship with any company which could compromise his independence</p> | Non-Voting | |
| C.7.b | <p>Renewing the appointment as independent director of Mr. Mark Winkelman, for a period of 1 year ending after the shareholders' meeting which will be asked to approve the accounts for the year 2014. Mr. Winkelman complies with the functional, family and financial criteria of independence as provided for in Article 526ter of the Companies Code and in the Company's Corporate Governance Charter,</p> | Mgmt | For |

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except for the requirement not to have been a non-executive director of the company for more than three successive terms (Article 526ter, par. 1, 2). Except when legally required to apply the definition of Article 526ter, par. 1, 2, the Board proposes to consider that Mr. Winkelman continues to qualify as independent director. The Board is of the opinion that the quality and independence of the contribution of Mr. Winkelman to the CONTD

CONT	<p>CONTD functioning of the Board has not been influenced by the length of his tenure. Mr. Winkelman has acquired a superior understanding of the Company's business, its underlying strategy and specific culture, and in light of his particular experience, reputation and background it is in the Company's best interests to renew him as an independent director for an additional term of one year. Moreover, Mr. Winkelman expressly stated and the Board is of the opinion that he does not have any relationship with any company which could compromise his independence</p>	Non-Voting	
C.7.c	<p>Renewing the appointment as director of Mr. Alexandre Van Damme, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017</p>	Mgmt	Against
C.7.d	<p>Renewing the appointment as director of Mr. Gregoire de Spoelberch, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017</p>	Mgmt	Against
C.7.e	<p>Renewing the appointment as director of Mr. Carlos Alberto da Veiga Sicupira, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017</p>	Mgmt	Against
C.7.f	<p>Renewing the appointment as director of Mr. Marcel Herrmann Telles, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017</p>	Mgmt	Against
C.7.g	<p>Acknowledging the end of mandate as director of Mr. Jorge Paulo Lemann and appointing as director Mr. Paulo Lemann as his successor, for a period of four years ending after the shareholders meeting which will be asked to approve the accounts for the year 2017. Mr. Paulo Lemann, a Brazilian citizen, graduated from Faculdade Candido Mendes in Rio de Janeiro, Brazil with a B.A. in Economics. Mr. Lemann interned at PriceWaterhouse in 1989 and was</p>	Mgmt	Against

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	<p>employed as an Analyst at Andersen Consulting from 1990 to 1991. From 1992 to 1995, he performed equity analysis while at Banco Marka (Rio de Janeiro). Mr. Lemann performed equity analysis for Dynamo Asset Management (Rio de Janeiro) from 1995 to 1996. From 1997 to 2004, he started the hedge fund investment effort at Tinicum Inc., a New York based investment office that advised the CONTD</p>		
CONT	<p>CONTD Synergy Fund of Funds where he served as Portfolio Manager. In May 2005, Mr. Lemann founded Pollux Capital and is currently the Portfolio Manager. Mr. Lemann is a board member of Lojas Americanas, the Lemann Foundation and Ambev</p>	Non-Voting	
C.7.h	<p>Acknowledging the end of mandate as director of Mr. Roberto Moses Thompson Motta and appointing as director Mr. Alexandre Behring as his successor, for a period of four years ending after the shareholders meeting which will be asked to approve the accounts for the year 2017. Mr. Behring, a Brazilian citizen, received a BS in Electric Engineering from Pontificia Universidade Catolica in Rio de Janeiro and an MBA from Harvard Graduate School of Business, having graduated as a Baker Scholar and a Loeb Scholar. He is a co-founder and the Managing Partner of 3G Capital, a global investment firm with offices in New York and Rio de Janeiro, since 2004. Mr. Behring serves on Burger King's Board as Chairman since October 2010, following Burger King's acquisition by 3G Capital, and has become Chairman of H.J. Heinz, following the CONTD</p>	Mgmt	Against
CONT	<p>CONTD closing of such company's acquisition by Berkshire Hathaway and 3G Capital in June 2013. Additionally, Mr. Behring served as a Director, and member of the Compensation and Operations Committees of the Board of CSX Corporation, a leading U.S. rail-based transportation company, from 2008 to 2011. Previously, Mr. Behring spent approximately 10 years at GP Investments, one of Latin America's premier private-equity firms, including eight years as a partner and member of the firm's Investment Committee. He served for seven years, from 1998 through 2004, as a Director and CEO of Latin America's largest railroad, ALL (America Latina Logistica). Mr. Behring was a co-founder and partner in Modus OSI Technologies, a technology firm with offices in Florida and Sao Paulo, from 1989 to 1993</p>	Non-Voting	
C.7.i	<p>Appointing as independent director Mr. Elio</p>	Mgmt	For

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Leoni Sceti, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017. Mr Leoni Sceti is an Italian citizen, living in the UK. He graduated Magma Cum Laude in Economics from LUISS in Rome, where he passed the Dottore Commercialista post graduate bar exam. Mr. Sceti is currently CEO of Iglo Group, a European food business whose brands are Birds Eye, Findus (in Italy) and Iglo. He has over 20 years' experience in the FMCG and media sectors. He served as CEO of EMI Music from 2008 to 2010. Prior to EMI, Mr. Sceti had an international career in marketing and held senior leadership roles at Procter & Gamble and Reckitt Benckiser. Mr. Sceti is also a private investor in technology start-ups, and is currently

CONT	<p>CONTD Chairman of Zeebox Ltd, Chairman of LSG holdings, and a Counsellor at One Young World. Mr. Elio Leoni Sceti complies with the functional, family and financial criteria of independence as provided for in Article 526ter of the Companies Code and in the Company's Corporate Governance Charter. Moreover, Mr. Elio Leoni Sceti expressly stated and the Board is of the opinion that he does not have any relationship with any company which could compromise his independence</p>	Non-Voting	
C.7.j	<p>Appointing as director Mrs. Maria Asuncion Aramburuzabala Larregui, for a period of four years ending after the shareholders' meeting which will be asked to approve the accounts for the year 2017. Mrs. Aramburuzabala was proposed for appointment as director in accordance with the terms of the combination of ABI with Grupo Modelo. Mrs. Aramburuzabala is a citizen of Mexico and holds a degree in Accounting from ITAM (Instituto Tecnologico Autonomo de Mexico). She has served as CEO of Tresalia Capital since 1996. She is also on the Boards of KIO Networks, Abilia, Red Universalia, Grupo Modelo, Grupo Financiero Banamex, Banco Nacional de Mexico, non-executive Director of Fresnillo plc, Medica Sur, Latin America Conservation Council, Calidad de Vida, Progreso y Desarrollo para la Ciudad de Mexico and an Advisory Board member</p>	Mgmt	Against
CONT	<p>CONTD of the Instituto Tecnologico Autonomo de Mexico, School of Business</p>	Non-Voting	
C.7.k	<p>Appointing as director Mr. Valentin Diez Morodo, for a period of four years ending after the shareholders' meeting which will</p>	Mgmt	Against

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be asked to approve the accounts for the year 2017. Mr. Diez was proposed for appointment as director in accordance with the terms of the combination of ABI with Grupo Modelo. Born in 1940, Mr. Valentin Diez has exceeded the age limit of 70 years for directors as set forth in the Company's Corporate Governance Charter. The Board considers however that an exception to this age limit is justified for Mr. Diez considering the key role that he has played and continues to play within Grupo Modelo as well as his exceptional business experience and reputation, amongst others in the beer sector and industry at large. Mr. Diez is a citizen of Mexico and holds a degree in Business Administration from the

CONT	<p>CONTD Universidad Iberoamericana and participated in postgraduate courses at the University of Michigan. He is currently President of Grupo Nevadi International, Chairman of the Consejo Empresarial Mexicano de Comercio Exterior, Inversion y Tecnologia, AC (COMCE) and Chairman of that organization's Mexico-Spain Bilateral Committee. He is a member of the Board of Directors of Grupo Modelo, Vice President of Kimberly Clark de Mexico and Grupo Aeromexico. He is member of the Board of Grupo Financiero Banamex, Acciones y Valores Banamex, Grupo Dine, Mexichem, OHL Mexico, Zara Mexico, Telefonica Moviles Mexico, Banco Nacional de Comercio Exterior, S.N.C. (Bancomext), ProMexico and the Instituto de Empresa, Madrid. He is member of the Consejo Mexicano de Hombres de Negocios and Chairman of the Instituto Mexicano para la</p>	Non-Voting	
CONT	<p>CONTD Competitividad, IMCO. He is Chairman of the Assembly of Associates of the Universidad Iberoamericana, and Founder and Chairman of the Diez Morodo Foundation, which encourages social, sporting, educational and philanthropic causes. Mr. Diez is also a member of the Board of the Museo Nacional de las Artes, MUNAL in Mexico and member of the International Trustees of the Museo del Prado in Madrid, Spain</p>	Non-Voting	
C.8.a	<p>Approving the remuneration report for the financial year 2013 as set out in the 2013 annual report, including the executive remuneration policy. The 2013 annual report and remuneration report containing the executive remuneration policy can be reviewed as indicated at the end of this notice</p>	Mgmt	Against

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C.8.b	Deciding to grant and, pursuant to Article 554, indent 7, of the Companies Code, to expressly approve the grant of 15,000 stock options to each of the current Directors of the Company, being all non-executive Directors, for the performance of their mandate during the financial year 2013. However, the number of stock options amounts to 20,000 for the Chairman of the Audit Committee and to 30,000 for the Chairman of the Board of Directors. The main features of these stock options can be summarised as follows: each stock option confers the right to purchase one existing ordinary share of the Company, with the same rights (including dividend rights) as the other existing shares. Each stock option is granted for no consideration. Its exercise price equals the closing price of the Company share on Euronext Brussels on 29 April CONTD	Mgmt	Against
CONT	CONTD 2014. All stock options have a term of ten years as from their granting and become exercisable five years after their granting. At the end of the ten year term, the stock options that have not been exercised will automatically become null and void	Non-Voting	
D.1	Granting powers to Mr. Benoit Loore, VP Corporate Governance, with power to substitute and without prejudice to other delegations of powers to the extent applicable, for (i) the implementation of resolution A.1 regarding the change in relation to outstanding subscription rights, (ii) the restatements of the articles of association as a result of all changes referred to above, the signing of the restated articles of association and their filings with the clerk's office of the Commercial Court of Brussels, and (iii) any other filings and publication formalities in relation to the above resolutions	Mgmt	For

 APPLE INC.

 Agen

 Security: 037833100
 Meeting Type: Annual
 Meeting Date: 28-Feb-2014
 Ticker: AAPL
 ISIN: US0378331005

Prop.# Proposal	Proposal Type	Proposal Vote Type
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1.	DIRECTOR WILLIAM CAMPBELL TIMOTHY COOK MILLARD DREXLER AL GORE ROBERT IGER ANDREA JUNG ARTHUR LEVINSON RONALD SUGAR	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	THE AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION (THE "ARTICLES") TO FACILITATE THE IMPLEMENTATION OF MAJORITY VOTING FOR THE ELECTION OF DIRECTORS IN AN UNCONTESTED ELECTION BY ELIMINATING ARTICLE VII, WHICH RELATES TO THE TERM OF DIRECTORS AND THE TRANSITION FROM A CLASSIFIED BOARD OF DIRECTORS TO A DECLASSIFIED STRUCTURE	Mgmt	For
3.	THE AMENDMENT OF THE ARTICLES TO ELIMINATE THE "BLANK CHECK" AUTHORITY OF THE BOARD TO ISSUE PREFERRED STOCK	Mgmt	For
4.	THE AMENDMENT OF THE ARTICLES TO ESTABLISH A PAR VALUE FOR THE COMPANY'S COMMON STOCK OF \$0.00001 PER SHARE	Mgmt	For
5.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Mgmt	For
6.	A NON-BINDING ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
7.	THE APPROVAL OF THE APPLE INC. 2014 EMPLOYEE STOCK PLAN	Mgmt	For
8.	A SHAREHOLDER PROPOSAL BY JOHN HARRINGTON AND NORTHSTAR ASSET MANAGEMENT INC. ENTITLED "BOARD COMMITTEE ON HUMAN RIGHTS" TO AMEND THE COMPANY'S BYLAWS	Shr	Against
9.	A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH OF A NON-BINDING ADVISORY RESOLUTION ENTITLED "REPORT ON COMPANY MEMBERSHIP AND INVOLVEMENT WITH CERTAIN TRADE ASSOCIATIONS AND BUSINESS ORGANIZATIONS"	Shr	Against
10.	A SHAREHOLDER PROPOSAL BY CARL ICAHN OF A NON-BINDING ADVISORY RESOLUTION THAT THE COMPANY COMMIT TO COMPLETING NOT LESS THAN \$50 BILLION OF SHARE REPURCHASES DURING ITS 2014 FISCAL YEAR (AND INCREASE THE AUTHORIZATION UNDER ITS CAPITAL RETURN PROGRAM ACCORDINGLY)	Shr	Against
11.	A SHAREHOLDER PROPOSAL BY JAMES MCRITCHIE OF A NON-BINDING ADVISORY RESOLUTION ENTITLED "PROXY ACCESS FOR SHAREHOLDERS"	Shr	Against

 ARKEMA, COLOMBES

Agen

Security: F0392W125
 Meeting Type: MIX
 Meeting Date: 15-May-2014
 Ticker:
 ISIN: FR0010313833

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 296858 DUE TO ADDITION OF RESOLUTION A. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	17 APR 2014: THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE	Non-Voting	
CMMT	17 APR 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINK: https://balo.journal-officiel.gouv.fr/pdf/2014/0305/201403051400519.pdf and http://www.journal-officiel.gouv.fr//pdf/2014/0414/201404141401072.pdf . PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION TO TEXT OF COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES FOR MID: 317431 PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	
O.1	APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2013	Mgmt	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2013	Mgmt	For

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O.3	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2013 AND SETTING THE DIVIDEND OF EUR 1.85 PER SHARE	Mgmt	For
O.4	AGREEMENTS PURSUANT TO ARTICLES L.225-38 ET SEQ. OF THE COMMERCIAL CODE	Mgmt	For
O.5	RENEWAL OF TERM OF MRS. CLAIRE PEDINI AS BOARD MEMBER	Mgmt	For
O.6	APPOINTMENT OF FONDS STRATEGIQUE DE PARTICIPATIONS AS BOARD MEMBER	Mgmt	For
CMMT	RESOLUTIONS O.7 AND O.8: IN ACCORDANCE WITH ARTICLE 10.2 OF THE BYLAWS OF THE COMPANY, ONE BOARD MEMBER REPRESENTING EMPLOYEE SHAREHOLDERS SEAT BEING VACANT, ONLY THE APPLICANT WITH THE LARGEST NUMBER OF VOTES AND AT LEAST THE MAJORITY WILL BE DESIGNATED	Non-Voting	
O.7	RENEWAL OF TERM OF MR. PATRICE BREANT AS BOARD MEMBER REPRESENTING EMPLOYEES	Mgmt	For
O.8	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: APPOINTMENT OF MRS. HELENE VAUDROZ AS BOARD MEMBER REPRESENTING EMPLOYEES	Shr	Against
O.9	SETTING THE TOTAL AMOUNT OF ATTENDANCE ALLOWANCES TO BE ALLOCATED TO BOARD MEMBERS	Mgmt	For
O.10	REVIEWING THE ELEMENTS ON COMPENSATION OWED OR PAID TO MR. THIERRY LE HENAFF, CEO, FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2013	Mgmt	For
O.11	RENEWAL OF TERM OF KPMG AUDIT AS PRINCIPAL STATUTORY AUDITOR	Mgmt	For
O.12	APPOINTMENT OF KPMG AUDIT IS AS DEPUTY STATUTORY AUDITOR	Mgmt	For
O.13	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS FOR AN 18-MONTH PERIOD TO TRADE IN COMPANY'S SHARES	Mgmt	For
E.14	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR A 26-MONTH PERIOD TO ISSUE SHARES OF THE COMPANY AND/OR SECURITIES ENTITLING TO SHARES OF THE COMPANY WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS	Mgmt	For
E.15	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR A 26-MONTH PERIOD TO ISSUE SECURITIES GIVING ACCESS TO CAPITAL OF THE COMPANY VIA PUBLIC OFFERING WITH THE CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS AND WITH A 5-DAY PRIORITY PERIOD	Mgmt	For

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E.16	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS FOR A 26-MONTH PERIOD TO INCREASE CAPITAL WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES AND/OR SECURITIES GIVING ACCESS TO CAPITAL THROUGH AN OFFER PURSUANT TO ARTICLE L.411-2, II OF THE MONETARY AND FINANCIAL CODE	Mgmt	For
E.17	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE AMOUNT OF ISSUANCES IN CASE OF OVERSUBSCRIPTION	Mgmt	For
E.18	OVERALL LIMITATION ON IMMEDIATE AND/OR FUTURE CAPITAL INCREASE AUTHORIZATIONS	Mgmt	For
E.19	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES RESERVED FOR MEMBERS OF A COMPANY SAVINGS PLAN WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS	Mgmt	For
E.20	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	Mgmt	For
A	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: NOT APPROVED BY THE BOARD OF DIRECTORS. OPTION FOR PAYING THE DIVIDEND IN SHARES	Shr	Against

 ASTELLAS PHARMA INC.

Agen

Security: J03393105
 Meeting Type: AGM
 Meeting Date: 18-Jun-2014
 Ticker:
 ISIN: JP3942400007

Prop.#	Proposal	Proposal Type	Proposal Vote
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Mgmt	For
2.1	Appoint a Director	Mgmt	For
2.2	Appoint a Director	Mgmt	For
2.3	Appoint a Director	Mgmt	For
2.4	Appoint a Director	Mgmt	For
2.5	Appoint a Director	Mgmt	For
2.6	Appoint a Director	Mgmt	For

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2.7	Appoint a Director	Mgmt	For
3.1	Appoint a Corporate Auditor	Mgmt	For
3.2	Appoint a Corporate Auditor	Mgmt	For
4	Approve Payment of Bonuses to Directors	Mgmt	For
5	Approve Details of Compensation as Stock-Linked Compensation Type Stock Options for Directors	Mgmt	For

 ASTRAZENECA PLC, LONDON

Agem

 Security: G0593M107
 Meeting Type: AGM
 Meeting Date: 24-Apr-2014
 Ticker:
 ISIN: GB0009895292

Prop.#	Proposal	Proposal Type	Proposal Vote
1	To receive the Companys Accounts and the Reports of the Directors and Auditor for the year ended 31 December 2013	Mgmt	For
2	To confirm dividends	Mgmt	For
3	To appoint KPMG LLP London as Auditor	Mgmt	For
4	To authorise the Directors to agree the remuneration of the Auditor	Mgmt	For
5A	To elect or re-elect Leif Johansson as a Director	Mgmt	For
5B	To elect or re-elect Pascal Soriot as a Director	Mgmt	For
5C	To elect or re-elect Marc Dunoyer as a Director	Mgmt	For
5D	To elect or re-elect Genevieve Berger as a Director	Mgmt	For
5E	To elect or re-elect Bruce Burlington as a Director	Mgmt	For
5F	To elect or re-elect Ann Cairns as a Director	Mgmt	For
5G	To elect or re-elect Graham Chipchase as a Director	Mgmt	For
5H	To elect or re-elect Jean-Philippe Courtois as a Director	Mgmt	Against

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5I	To elect or re-elect Rudy Markham as a Director	Mgmt	For
5J	To elect or re-elect Nancy Rothwell as a Director	Mgmt	For
5K	To elect or re-elect Shriti Vadera as a Director	Mgmt	For
5L	To elect or re-elect John Varley as a Director	Mgmt	For
5M	To elect or re-elect Marcus Wallenberg as a Director	Mgmt	For
6	To approve the Annual Report on Remuneration for the year ended 31 December 2013	Mgmt	Against
7	To approve the Directors Remuneration Policy	Mgmt	Abstain
8	To authorise limited EU political donations	Mgmt	For
9	To authorise the Directors to allot shares	Mgmt	For
10	To authorise the Directors to disapply pre-emption rights	Mgmt	For
11	To authorise the Company to purchase its own shares	Mgmt	For
12	To reduce the notice period for general meetings	Mgmt	For
13	To approve the AstraZeneca 2014 Performance Share Plan	Mgmt	For

 AUTONATION, INC.

 Agen

Security: 05329W102
 Meeting Type: Annual
 Meeting Date: 06-May-2014
 Ticker: AN
 ISIN: US05329W1027

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MIKE JACKSON	Mgmt	For
1B	ELECTION OF DIRECTOR: ROBERT J. BROWN	Mgmt	For
1C	ELECTION OF DIRECTOR: RICK L. BURDICK	Mgmt	For
1D	ELECTION OF DIRECTOR: DAVID B. EDELSON	Mgmt	For

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1E	ELECTION OF DIRECTOR: ROBERT R. GRUSKY	Mgmt	For
1F	ELECTION OF DIRECTOR: MICHAEL LARSON	Mgmt	For
1G	ELECTION OF DIRECTOR: MICHAEL E. MAROONE	Mgmt	For
1H	ELECTION OF DIRECTOR: CARLOS A. MIGOYA	Mgmt	For
1I	ELECTION OF DIRECTOR: G. MIKE MIKAN	Mgmt	For
1J	ELECTION OF DIRECTOR: ALISON H. ROSENTHAL	Mgmt	For
2	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Mgmt	For
3	APPROVAL OF ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION	Mgmt	For
4	APPROVAL OF AUTONATION, INC. 2014 NON-EMPLOYEE DIRECTOR EQUITY PLAN	Mgmt	For
5	ADOPTION OF STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN	Shr	For
6	ADOPTION OF STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shr	Against

AVALONBAY COMMUNITIES, INC.

Agen

Security: 053484101
Meeting Type: Annual
Meeting Date: 21-May-2014
Ticker: AVB
ISIN: US0534841012

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GLYN F. AEPPEL ALAN B. BUCKELEW BRUCE A. CHOATE JOHN J. HEALY, JR. TIMOTHY J. NAUGHTON LANCE R. PRIMIS PETER S. RUMMELL H. JAY SARLES W. EDWARD WALTER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2014.	Mgmt	For
3.	TO ADOPT A RESOLUTION APPROVING, ON A NON-BINDING ADVISORY BASIS, THE	Mgmt	For

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COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION SET FORTH IN THE PROXY STATEMENT.

- | | | | |
|----|---|------|---------|
| 4. | TO APPROVE PERFORMANCE GOALS UNDER THE AVALONBAY COMMUNITIES, INC. 2009 STOCK OPTION AND INCENTIVE PLAN. | Mgmt | For |
| 5. | TO ADOPT A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, THAT THE BOARD OF DIRECTORS ADOPT A POLICY ADDRESSING THE SEPARATION OF THE ROLES OF CEO AND CHAIRMAN. | Shr | Against |

 AXA SA, PARIS

 Agen

Security: F06106102
 Meeting Type: MIX
 Meeting Date: 23-Apr-2014
 Ticker:
 ISIN: FR0000120628

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE.	Non-Voting	
CMMT	24 Mar 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINK: https://balo.journal-officiel.gouv.fr/pdf/2014/0221/201402211400330.pdf . PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL: http://www.journal-officiel.gouv.fr//pdf/2014/0324/201403241400743.pdf AND CHANGE IN RECORD DATE FROM 16 APRIL 14 TO 15 APRIL 14. IF YOU HAVE ALREADY SENT IN YOUR VOTES,	Non-Voting	

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PLEASE DO NOT RETURN THIS PROXY FORM UNLESS
YOU DECIDE TO AMEND YOUR ORIGINAL
INSTRUCTIONS. THANK YOU

0.1	Approval of the corporate financial statements for the financial year ended December 31, 2013	Mgmt	For
0.2	Approval of the consolidated financial statements for the financial year ended December 31, 2013	Mgmt	For
0.3	Allocation of income for the financial year ended December 31, 2013 and setting the dividend of Euro 0.81 per share	Mgmt	For
0.4	Advisory vote on the compensation of the CEO	Mgmt	For
0.5	Advisory vote on the compensation of the Deputy Chief Executive Office	Mgmt	For
0.6	Approval of the special report of the Statutory Auditors on the regulated agreements	Mgmt	For
0.7	Approval of regulated commitments pursuant to Article L.225-42-1 of the Commercial Code benefiting Mr. Henri de Castries	Mgmt	Against
0.8	Approval of regulated commitments pursuant to Article L.225-42-1 of the Commercial Code benefiting Mr. Denis Duverne	Mgmt	For
0.9	Renewal of term of Mr. Henri de Castries as Board member	Mgmt	Against
0.10	Renewal of term of Mr. Norbert Dentressangle as Board member	Mgmt	For
0.11	Renewal of term of Mr. Denis Duverne as Board member	Mgmt	For
0.12	Renewal of term of Mrs. Isabelle Kocher as Board member	Mgmt	For
0.13	Renewal of term of Mrs. Suet Fern Lee as Board member	Mgmt	For
0.14	Setting the amount of attendance allowances to be allocated to the Board of Directors	Mgmt	For
0.15	Authorization granted to the Board of Directors to purchase common shares of the Company	Mgmt	For
E.16	Delegation of powers granted to the Board of Directors to increase share capital by issuing common shares or securities entitling to common shares of the Company reserved for members of a company savings plan without shareholders' preferential	Mgmt	For

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	subscription rights		
E.17	Delegation of powers granted to the Board of Directors to increase share capital by issuing common shares without shareholders' preferential subscription rights in favor of a category of designated beneficiaries	Mgmt	For
E.18	Authorization granted to the Board of Directors to grant share subscription or purchase options to employees and eligible corporate officers of AXA Group with waiver by shareholders of their preferential subscription rights to shares to be issued due to the exercise of stock options	Mgmt	For
E.19	Authorization granted to the Board of Directors to allocate free existing shares or shares to be issued subject to performance conditions to employees and eligible corporate officers of AXA Group with waiver by shareholders of their preferential subscription rights to shares to be issued, in case of allocation of shares to be issued	Mgmt	Against
E.20	Authorization granted to the Board of Directors to reduce share capital by cancellation of common shares	Mgmt	For
E.21	Powers to carry out all legal formalities	Mgmt	For

 BANCO BILBAO VIZCAYA ARGENTARIA SA, BILBAO

 Agen

Security: E11805103
 Meeting Type: AGM
 Meeting Date: 13-Mar-2014
 Ticker:
 ISIN: ES0113211835

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 14 MARCH 2014. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting	
1	Examination and approval of the Annual Financial Statements (balance sheet, income statement, statement of changes in net equity, cash flow statement and annual report) and the Management Reports for Banco Bilbao Vizcaya Argentaria, S.A. and its consolidated Group. Allocation of	Mgmt	For

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	profits or losses. Approval of corporate management. All these refer to the year ending 31st December 2013		
2.1	Re-election of Mr. Tomas Alfaro Drake, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
2.2	Re-election of Mr. Carlos Loring Martinez de Irujo, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
2.3	Re-election of Mr. Jose Luis Palao Garcia-Suelto, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
2.4	Re-election of Ms. Susana Rodriguez Vidarte, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
2.5	Ratification and appointment of Mr. Jose Manuel Gonzalez-Paramo Martinez-Murillo, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
2.6	Appointment of Ms. Lourdes Maiz Carro, Pursuant to paragraph 2 of article 34 of the Company Bylaws, determination of the number of directors at the number resulting from the resolutions adopted under this agenda item, which will be reported to the General Meeting for all due effects	Mgmt	For
3	Authorisation for the Company to acquire treasury stock directly or through Group companies, establishing the limits or requirements for such acquisition, and conferring the powers to the Board of Directors necessary for its execution,	Mgmt	For

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	repealing, insofar as not executed, the authorisation granted by the General Meeting held 12th March 2010		
4.1	Increase the share capital by issuance of new ordinary shares each with a nominal value of EUR 0.49, without an issue premium and of the same class and series as the shares currently outstanding, to be charged to voluntary reserves. Possibility of under subscription. Commitment to purchase shareholders free allocation rights at a guaranteed price. Request for listing. Conferral of powers	Mgmt	For
4.2	Increase the share capital by issuance of new ordinary shares each with a nominal value of EUR 0.49, without an issue premium and of the same class and series as the shares currently outstanding, to be charged to voluntary reserves. Possibility of under subscription. Commitment to purchase shareholders free allocation rights at a guaranteed price. Request for listing. Conferral of powers	Mgmt	For
4.3	Increase the share capital by issuance of new ordinary shares each with a nominal value of EUR 0.49, without an issue premium and of the same class and series as the shares currently outstanding, to be charged to voluntary reserves. Possibility of under subscription. Commitment to purchase shareholders free allocation rights at a guaranteed price. Request for listing. Conferral of powers	Mgmt	For
4.4	Increase the share capital by issuance of new ordinary shares each with a nominal value of EUR 0.49, without an issue premium and of the same class and series as the shares currently outstanding, to be charged to voluntary reserves. Possibility of under subscription. Commitment to purchase shareholders free allocation rights at a guaranteed price. Request for listing. Conferral of powers	Mgmt	For
5	Approve the conditions of the system of variable remuneration in shares of Banco Bilbao Vizcaya Argentaria, S.A. for 2014, targeted at its management team, including the executive directors and members of the senior management	Mgmt	For
6	Approve the maximum variable component of the remuneration of the executive directors, senior managers and certain employees whose professional activities have a significant impact on the Company's risk profile or who perform control functions	Mgmt	For

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7	Re-election of the firm to audit the accounts of Banco Bilbao Vizcaya Argentaria, S.A. and its consolidated Group in 2014: Deloitte	Mgmt	For
8	Conferral of authority on the Board of Directors, which may in turn delegate such authority, to formalise, correct, interpret and implement the resolutions adopted by the General Meeting	Mgmt	For
9	Consultative vote on the Annual Report on Directors' Remuneration of Banco Bilbao Vizcaya Argentaria, S.A	Mgmt	For
CMMT	19 FEB 2014: PLEASE NOTE THAT SHAREHOLDERS NEED TO HOLD MINIMUM OF 500 SHARES TO VOTE. THANK YOU.	Non-Voting	
CMMT	19 FEB 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

 BANK OF AMERICA CORPORATION

Agem

 Security: 060505104
 Meeting Type: Annual
 Meeting Date: 07-May-2014
 Ticker: BAC
 ISIN: US0605051046

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SHARON L. ALLEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Mgmt	For
1C.	ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: PIERRE J.P. DE WECK	Mgmt	For
1F.	ELECTION OF DIRECTOR: ARNOLD W. DONALD	Mgmt	For
1G.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1H.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: LINDA P. HUDSON	Mgmt	For

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1J.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1K.	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1L.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Mgmt	For
1M.	ELECTION OF DIRECTOR: LIONEL L. NOWELL, III	Mgmt	For
1N.	ELECTION OF DIRECTOR: CLAYTON S. ROSE	Mgmt	For
1O.	ELECTION OF DIRECTOR: R. DAVID YOST	Mgmt	For
2.	AN ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION (SAY ON PAY).	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF OUR REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2014.	Mgmt	For
4.	APPROVAL OF AMENDMENT TO THE SERIES T PREFERRED STOCK.	Mgmt	For
5.	STOCKHOLDER PROPOSAL - CUMULATIVE VOTING IN DIRECTOR ELECTIONS.	Shr	Against
6.	STOCKHOLDER PROPOSAL - PROXY ACCESS.	Shr	Against
7.	STOCKHOLDER PROPOSAL - CLIMATE CHANGE REPORT.	Shr	Against
8.	STOCKHOLDER PROPOSAL - LOBBYING REPORT.	Shr	Against

 BARCLAYS PLC, LONDON

 Agen

Security: G08036124
 Meeting Type: AGM
 Meeting Date: 24-Apr-2014
 Ticker:
 ISIN: GB0031348658

Prop.#	Proposal	Proposal Type	Proposal Vote
1	To receive the Reports of the Directors and Auditors and the audited accounts for the year ended 31 December 2013	Mgmt	For
2	To approve the Directors Remuneration Report other than the part containing the Directors Remuneration Policy for the year ended 31 December 2013	Mgmt	Abstain
3	To approve the Directors Remuneration Policy	Mgmt	For
4	To approve a fixed to variable remuneration	Mgmt	For

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	ratio of 1:2 for Remuneration Code Staff		
5	To appoint Mike Ashley as a Director of the Company	Mgmt	For
6	To appoint Wendy Lucas-Bull as a Director of the Company	Mgmt	For
7	To appoint Tushar Morzaria as a Director of the Company	Mgmt	For
8	To appoint Frits van Paasschen as a Director of the Company	Mgmt	For
9	To appoint Steve Thieke as a Director of the Company	Mgmt	For
10	To reappoint Tim Breedon as a Director of the Company	Mgmt	For
11	To reappoint Reuben Jeffery III as a Director of the Company	Mgmt	For
12	To reappoint Antony Jenkins as a Director of the Company	Mgmt	For
13	To reappoint Dambisa Moyo as a Director of the Company	Mgmt	For
14	To reappoint Sir Michael Rake as a Director of the Company	Mgmt	For
15	To reappoint Diane de Saint Victor as a Director of the Company	Mgmt	For
16	To reappoint Sir John Sunderland as a Director of the Company	Mgmt	For
17	To reappoint Sir David Walker as a Director of the Company	Mgmt	For
18	To reappoint PricewaterhouseCoopers LLP as Auditors of the Company	Mgmt	For
19	To authorise the Directors to set the remuneration of the Auditors	Mgmt	For
20	To authorise the Company and its subsidiaries to make political donations and incur political expenditure	Mgmt	For
21	To authorise the Directors to allot securities	Mgmt	For
22	To authorise the Directors to allot equity securities for cash or to sell treasury shares other than on a pro rata basis to shareholders	Mgmt	For
23	To authorise the Directors to allot equity securities in relation to the issuance of contingent Equity Conversion Notes	Mgmt	For

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24	To authorize the Directors to allot equity securities for cash other than on a pro rata basis to shareholders in relation to the issuance of contingent ECNs	Mgmt	For
25	To authorize the Company to purchase its own shares	Mgmt	For
26	To authorize the Directors to call general meetings other than an AGM on not less than 14 clear days notice	Mgmt	For

 BASF SE, LUDWIGSHAFEN/RHEIN

 Agen

Security: D06216317
 Meeting Type: AGM
 Meeting Date: 02-May-2014
 Ticker:
 ISIN: DE000BASF111

Prop.# Proposal	Proposal Type	Proposal Vote
<p>Please note that by judgement of OLG Cologne rendered on June 6, 2013, any shareholder who holds an aggregate total of 3 percent or more of the outstanding share capital must register under their beneficial owner details before the appropriate deadline to be able to vote. Failure to comply with the declaration requirements as stipulated in section 21 of the Securities Trade Act (WpHG) may prevent the shareholder from voting at the general meetings. Therefore, your custodian may request that we register beneficial owner data for all voted accounts with the respective sub custodian. If you require further information whether or not such BO registration will be conducted for your custodians accounts, please contact your CSR.</p>	Non-Voting	
<p>The sub-custodian banks optimized their processes and established solutions, which do not require share blocking. Registered shares will be deregistered according to trading activities or at the deregistration date by the sub custodians. In order to deliver/settle a voted position before the deregistration date a voting instruction cancellation and de-registration request needs to be sent. Please contact your CSR for further information.</p>	Non-Voting	
<p>The Vote/Registration Deadline as displayed</p>	Non-Voting	

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on ProxyEdge is subject to change and will be updated as soon as Broadridge receives confirmation from the sub custodians regarding their instruction deadline. For any queries please contact your Client Services Representative.

ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

Non-Voting

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 17.04.2014. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

Non-Voting

- | | | | |
|----|--|------------|-----|
| 1. | Presentation of the approved Financial Statements of BASF SE and the approved Consolidated Financial Statements of the BASF Group for the financial year 2013; presentation of the Management's Analyses of BASF SE and the BASF Group for the financial year 2013 including the explanatory reports on the data according to Section 289 (4) and Section 315 (4) of the German Commercial Code; presentation of the Report of the Supervisory Board | Non-Voting | |
| 2. | Adoption of a resolution on the appropriation of profit | Mgmt | For |
| 3. | Adoption of a resolution giving formal approval to the actions of the members of the Supervisory Board | Mgmt | For |
| 4. | Adoption of a resolution giving formal approval to the actions of the members of the Board of Executive Directors | Mgmt | For |
| 5. | Election of the auditor for the financial year 2014: KPMG AG | Mgmt | For |

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6.1	Election of Supervisory Board members: Dame Alison J. Carnwath	Mgmt	For
6.2	Election of Supervisory Board members: Prof. Dr. Francois Diederich	Mgmt	For
6.3	Election of Supervisory Board members: Michael Diekmann	Mgmt	Against
6.4	Election of Supervisory Board members: Franz Fehrenbach	Mgmt	For
6.5	Election of Supervisory Board members: Dr. Juergen Hambrecht	Mgmt	For
6.6	Election of Supervisory Board members: Anke Schaeferkordt	Mgmt	For
7.	Resolution on the creation of new authorized capital and amendment of the Statutes	Mgmt	For
8.1	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit transfer agreement that was concluded between BASF SE and BASF Plant Science Company GmbH on December 13, 2013, will be approved	Mgmt	For
8.2	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit transfer agreement that was concluded between BASF SE and BASF Pigment GmbH on December 13, 2013, will be approved	Mgmt	For
8.3	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit and loss transfer agreement that was concluded between BASF SE and BASF Immobilien-Gesellschaft mbH on December 13, 2013, will be approved	Mgmt	For
8.4	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit and loss transfer agreement that was concluded between BASF SE and BASF Handels- und Exportgesellschaft mbH on December 13, 2013, will be approved	Mgmt	For
8.5	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer	Mgmt	For

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	agreements: The amendment agreement on the control and profit and loss transfer agreement that was concluded between BASF SE and LUWOG E GmbH on December 6, 2013, will be approved		
8.6	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit and loss transfer agreement that was concluded between BASF SE and BASF Schwarzheide GmbH on November 28, 2013/December 13, 2013, will be approved	Mgmt	For
8.7	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit transfer agreement that was concluded between BASF SE and BASF Coatings GmbH on October 24, 2013/ December 13, 2013, will be approved	Mgmt	For
8.8	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit transfer agreement that was concluded between BASF SE and BASF Polyurethanes GmbH on October 29, 2013/ December 13, 2013, will be approved	Mgmt	For
8.9	Resolution on the approval of the conclusion of nine amendment agreements on existing control and profit transfer agreements: The amendment agreement on the control and profit transfer agreement that was concluded between BASF SE and BASF New Business GmbH on December 13, 2013, will be approved	Mgmt	For

 BAYER AG, LEVERKUSEN

 Agen

Security: D0712D163
 Meeting Type: AGM
 Meeting Date: 29-Apr-2014
 Ticker:
 ISIN: DE000BAY0017

Prop.#	Proposal	Proposal Type	Proposal Vote
	Please note that by judgement of OLG Cologne rendered on June 6, 2013, any shareholder who holds an aggregate total of	Non-Voting	

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3 percent or more of the outstanding share capital must register under their beneficial owner details before the appropriate deadline to be able to vote. Failure to comply with the declaration requirements as stipulated in section 21 of the Securities Trade Act (WpHG) may prevent the shareholder from voting at the general meetings. Therefore, your custodian may request that we register beneficial owner data for all voted accounts with the respective sub custodian. If you require further information whether or not such BO registration will be conducted for your custodians accounts, please contact your CSR.

The sub-custodian banks optimized their processes and established solutions, which do not require share blocking. Registered shares will be deregistered according to trading activities or at the deregistration date by the sub custodians. In order to deliver/settle a voted position before the deregistration date a voting instruction cancellation and de-registration request needs to be sent. Please contact your CSR for further information.

Non-Voting

The Vote/Registration Deadline as displayed on ProxyEdge is subject to change and will be updated as soon as Broadridge receives confirmation from the sub custodians regarding their instruction deadline. For any queries please contact your Client Services Representative.

Non-Voting

ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

Non-Voting

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 14.04.2014. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL

Non-Voting

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NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

- | | | | |
|-----|---|------|-----|
| 1. | Presentation of the adopted annual financial statements and the approved consolidated financial statements, the Combined Management Report, the report of the Supervisory Board, the explanatory report by the Board of Management on takeover- related information, and the proposal by the Board of Management on the use of the distributable profit for the fiscal year 2013, and resolution on the use of the distributable profit | Mgmt | For |
| 2. | Ratification of the actions of the members of the Board of Management | Mgmt | For |
| 3. | Ratification of the actions of the members of the Supervisory Board | Mgmt | For |
| 4.1 | Supervisory Board elections: Dr. rer. nat. Simone Bagel-Trah | Mgmt | For |
| 4.2 | Supervisory Board elections: Prof. Dr. Dr. h. c. mult. Ernst-Ludwig Winnacker | Mgmt | For |
| 5. | Cancellation of the existing Authorized Capital I, creation of new Authorized Capital I with the option to disapply subscription rights and amendment of Article 4(2) of the Articles of Incorporation | Mgmt | For |
| 6. | Cancellation of the existing Authorized Capital II, creation of new Authorized Capital II with the option to disapply subscription rights and amendment of Article 4(3) of the Articles of Incorporation | Mgmt | For |
| 7. | Authorization to issue bonds with warrants or convertible bonds, profit participation certificates or income bonds (or a combination of these instruments) and to disapply subscription rights, creation of new conditional capital while canceling the existing conditional capital and amendment of Article 4(4) of the Articles of Incorporation | Mgmt | For |
| 8.1 | Authorization to acquire | | |