

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY**

Investment Company Act file number: 811-01728

Nicholas Fund, Inc.

(Exact name of registrant as specified in charter)

700 North Water Street
Milwaukee, Wisconsin 53202

(Address of principal executive offices)

Jeffrey T. May
700 North Water Street
Milwaukee, Wisconsin 53202

(Name and address of agent for service)

Registrant's telephone number, including area code: 414-272-4650

Date of Fiscal year-end: 03/31/2012

Date of reporting period: 07/01/2010 - 06/30/2011

Item 1. Proxy Voting Record

Account Name: Nicholas Fund, Inc.

AARON'S, INC.

Ticker: AAN Security ID: 002535201

Meeting Date: DEC 07, 2010 Meeting Type: Special

Record Date: OCT 28, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Eliminate Class of Common Stock	For	For	Management
2	Other Business	For	Against	Management

AARON'S, INC.

Ticker: AAN Security ID: 002535300

Meeting Date: MAY 03, 2011 Meeting Type: Annual

Record Date: MAR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Charles Loudermilk, Sr.	For	For	Management
1.2	Elect Director Ronald W. Allen	For	For	Management
1.3	Elect Director Ray M. Robinson	For	For	Management
1.4	Elect Director John C. Portman, Jr.	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

AECOM TECHNOLOGY CORPORATION

Ticker: ACM Security ID: 00766T100

Meeting Date: MAR 03, 2011 Meeting Type: Annual

Record Date: JAN 03, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Director Francis S.Y. Bong	For	For	Management
1.2	Director S. Malcolm Gillis	For	For	Management
1.3	Director Robert J. Routs	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Omnibus Stock Plan	For	Against	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
6	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

AFFILIATED MANAGERS GROUP, INC.

Ticker: AMG Security ID: 008252108

Meeting Date: MAY 31, 2011 Meeting Type: Annual

Record Date: APR 12, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Samuel T. Byrne	For	For	Management
1.2	Elect Director Dwight D. Churchill	For	For	Management
1.3	Elect Director Sean M. Healey	For	For	Management
1.4	Elect Director Harold J. Meyerman	For	For	Management
1.5	Elect Director William J. Nutt	For	For	Management
1.6	Elect Director Rita M. Rodriguez	For	For	Management
1.7	Elect Director Patrick T. Ryan	For	For	Management
1.8	Elect Director Jide J. Zeitlin	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Ratify Auditors	For	For	Management

AIR PRODUCTS AND CHEMICALS, INC.

Ticker: APD Security ID: 009158106
Meeting Date: JAN 27, 2011 Meeting Type: Annual
Record Date: NOV 30, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Chadwick C. Deaton	For	For	Management
1.2	Elect Director Michael J. Donahue	For	For	Management
1.3	Elect Director Ursula O. Fairbairn	For	For	Management
1.4	Elect Director Lawrence S. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management

APACHE CORPORATION

Ticker: APA Security ID: 037411105
Meeting Date: MAY 05, 2011 Meeting Type: Annual
Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director G. Steven Farris	For	For	Management
2	Elect Director Randolph M. Ferlic	For	For	Management
3	Elect Director A.D. Frazier, Jr.	For	For	Management
4	Elect Director John A. Kocur	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
8	Increase Authorized Common Stock	For	For	Management
9	Increase Authorized Preferred Stock	For	For	Management
10	Approve Omnibus Stock Plan	For	For	Management

APTARGROUP, INC.

Ticker: ATR Security ID: 038336103
Meeting Date: MAY 04, 2011 Meeting Type: Annual
Record Date: MAR 10, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George L. Fotiades	For	For	Management
1.2	Elect Director King W. Harris	For	For	Management
1.3	Elect Director Peter H. Pfeiffer	For	For	Management
1.4	Elect Director Joanne C. Smith	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Ratify Auditors	For	For	Management

BALL CORPORATION

Ticker: BLL Security ID: 058498106
Meeting Date: APR 27, 2011 Meeting Type: Annual
Record Date: MAR 01, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John A. Hayes	For	Withhold	Management
1.2	Elect Director George M. Smart	For	Withhold	Management
1.3	Elect Director Theodore M. Solso	For	Withhold	Management
1.4	Elect Director Staurt A. Taylor II	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
6	Reincorporate in Another State	Against	For	Shareholder

[Delaware]

BRISTOW GROUP INC.

Ticker: BRS Security ID: 110394103

Meeting Date: AUG 04, 2010 Meeting Type: Annual

Record Date: JUN 08, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas N. Amonett	For	For	Management
1.2	Elect Director Stephen J. Cannon	For	For	Management
1.3	Elect Director William E. Chiles	For	For	Management
1.4	Elect Director Michael A. Flick	For	For	Management
1.5	Elect Director Ian A. Godden	For	For	Management
1.6	Elect Director Thomas C. Knudson	For	For	Management
1.7	Elect Director John M. May	For	For	Management
1.8	Elect Director Bruce H. Stover	For	For	Management
1.9	Elect Director Ken C. Tamblyn	For	For	Management
1.10	Elect Director William P. Wyatt	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

C. R. BARD, INC.

Ticker: BCR Security ID: 067383109

Meeting Date: APR 20, 2011 Meeting Type: Annual

Record Date: FEB 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John C. Kelly	For	For	Management
1.2	Elect Director Gail K. Naughton	For	For	Management
1.3	Elect Director John H. Weiland	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Prepare Sustainability Report	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder

COHEN & STEERS QUALITY INCOME REALTY FUND, INC.

Ticker: RQI Security ID: 19247L106

Meeting Date: APR 28, 2011 Meeting Type: Annual

Record Date: FEB 23, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bonnie Cohen	For	For	Management
1.2	Elect Director Richard E. Kroon	For	For	Management
1.3	Elect Director Willard H. Smith, Jr.	For	For	Management

COPART, INC.

Ticker: CPRT Security ID: 217204106

Meeting Date: DEC 02, 2010 Meeting Type: Annual

Record Date: OCT 04, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Willis J. Johnson	For	For	Management
1.2	Elect Director A. Jayson Adair	For	For	Management
1.3	Elect Director Matt Blunt	For	For	Management
1.4	Elect Director Steven D. Cohan	For	For	Management
1.5	Elect Director Daniel J. Englander	For	For	Management
1.6	Elect Director James E. Meeks	For	For	Management
1.7	Elect Director Thomas W. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

COVIDIEN PUBLIC LIMITED COMPANY

Ticker: COV Security ID: G2554F105

Meeting Date: MAR 15, 2011 Meeting Type: Annual

Record Date: JAN 12, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Craig Arnold	For	For	Management
2	Elect Director Robert H. Brust	For	For	Management
3	Elect Director John M. Connors, Jr.	For	For	Management
4	Elect Director Christopher J. Coughlin	For	For	Management
5	Elect Director Timothy M. Donahue	For	For	Management
6	Elect Director Kathy J. Herbert	For	For	Management
7	Elect Director Randall J. Hogan III	For	For	Management
8	Elect Director Richard J. Meelia	For	For	Management
9	Elect Director Dennis H. Reilley	For	For	Management
10	Elect Director Tadataka Yamada	For	For	Management
11	Elect Director Joseph A. Zaccagnino	For	For	Management
12	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
13	Approve Reverse Stock Split Immediately Followed by a Forward Stock Split	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

DINEEQUITY, INC.

Ticker: DIN Security ID: 254423106
Meeting Date: MAY 17, 2011 Meeting Type: Annual
Record Date: MAR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael S. Gordon	For	For	Management
1.2	Elect Director Larry A. Kay	For	For	Management
1.3	Elect Director Julia A. Stewart	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

DUFF & PHELPS CORPORATION

Ticker: DUF Security ID: 26433B107
Meeting Date: MAY 12, 2011 Meeting Type: Annual
Record Date: MAR 15, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Noah Gottdiener	For	For	Management
1.2	Elect Director Robert M. Belke	For	For	Management
1.3	Elect Director Peter W. Calamari	For	For	Management
1.4	Elect Director William R. Carapezzi	For	For	Management
1.5	Elect Director Harvey M. Krueger	For	For	Management
1.6	Elect Director Sander M. Levy	For	For	Management
1.7	Elect Director Jeffrey D. Lovell	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
4	Ratify Auditors	For	For	Management

FASTENAL COMPANY

Ticker: FAST Security ID: 311900104
Meeting Date: APR 19, 2011 Meeting Type: Annual
Record Date: FEB 22, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert A. Kierlin	For	Withhold	Management
1.2	Elect Director Stephen M. Slaggie	For	Withhold	Management
1.3	Elect Director Michael M. Gostomski	For	Withhold	Management
1.4	Elect Director Willard D. Oberton	For	Withhold	Management

1.5	Elect Director Michael J. Dolan	For	For	Management
1.6	Elect Director Reyne K. Wisecup	For	Withhold	Management
1.7	Elect Director Hugh L. Miller	For	For	Management
1.8	Elect Director Michael J. Ancius	For	For	Management
1.9	Elect Director Scott A. Satterlee	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

FISERV, INC.

Ticker: FISV Security ID: 337738108
Meeting Date: MAY 25, 2011 Meeting Type: Annual
Record Date: MAR 25, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald F. Dillon	For	For	Management
1.2	Elect Director Denis J. O'Leary	For	For	Management
1.3	Elect Director Glenn M. Renwick	For	For	Management
1.4	Elect Director Carl W. Stern	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Auditors	For	For	Management

GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103
Meeting Date: MAY 12, 2011 Meeting Type: Annual
Record Date: MAR 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Cogan	For	For	Management
1.2	Elect Director Etienne F. Davignon	For	For	Management
1.3	Elect Director James M. Denny	For	For	Management
1.4	Elect Director Carla A. Hills	For	For	Management
1.5	Elect Director Kevin E. Lofton	For	For	Management
1.6	Elect Director John W. Madigan	For	For	Management
1.7	Elect Director John C. Martin	For	For	Management
1.8	Elect Director Gordon E. Moore	For	For	Management
1.9	Elect Director Nicholas G. Moore	For	For	Management
1.10	Elect Director Richard J. Whitley	For	For	Management
1.11	Elect Director Gayle E. Wilson	For	For	Management
1.12	Elect Director Per Wold-Olsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Reduce Supermajority Vote Requirement	For	For	Management
5	Provide Right to Call Special Meeting	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

HEALTHCARE SERVICES GROUP, INC.

Ticker: HCSG Security ID: 421906108
Meeting Date: MAY 24, 2011 Meeting Type: Annual
Record Date: APR 01, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. McCartney	For	Withhold	Management
1.2	Elect Director Joseph F. McCartney	For	Withhold	Management
1.3	Elect Director Robert L. Frome	For	Withhold	Management
1.4	Elect Director Robert J. Moss	For	Withhold	Management
1.5	Elect Director John M. Briggs	For	Withhold	Management
1.6	Elect Director Dino D. Ottaviano	For	Withhold	Management
1.7	Elect Director Theodore Wahl	For	Withhold	Management
1.8	Elect Director Michael E. McBryan	For	Withhold	Management
1.9	Elect Director Diane S. Casey	For	Withhold	Management

2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

INTERCONTINENTAL HOTELS GROUP PLC

Ticker: IHG Security ID: 45857P301
Meeting Date: MAY 27, 2011 Meeting Type: Annual
Record Date: APR 04, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Approve Final Dividend	For	For	Management
4a	Elect James Abrahamson as Director	For	For	Management
4b	Elect Kirk Kinsell as Director	For	For	Management
4c	Re-elect Graham Allan as Director	For	For	Management
4d	Re-elect Andrew Cosslett as Director	For	For	Management
4e	Re-elect David Kappler as Director	For	For	Management
4f	Re-elect Ralph Kugler as Director	For	For	Management
4g	Re-elect Jennifer Laing as Director	For	For	Management
4h	Re-elect Jonathan Linen as Director	For	For	Management
4i	Re-elect Richard Solomons as Director	For	For	Management
4j	Re-elect David Webster as Director	For	For	Management
4k	Re-elect Ying Yeh as Director	For	For	Management
5	Reappoint Ernst & Young LLP as Auditors	For	For	Management
6	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	Management
7	Authorise EU Political Donations and Expenditure	For	For	Management
8	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
9	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
10	Authorise Market Purchase	For	For	Management
11	Authorise the Company to Call EGM with Two Weeks' Notice	For	For	Management

JOS. A. BANK CLOTHIERS, INC.

Ticker: JOSB Security ID: 480838101
Meeting Date: JUN 17, 2011 Meeting Type: Annual
Record Date: APR 29, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Neal Black	For	For	Management
1.2	Elect Director Robert N. Wildrick	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

KAYNE ANDERSON ENERGY DEVELOPMENT COMPANY

Ticker: KED Security ID: 48660Q102
Meeting Date: JUN 30, 2011 Meeting Type: Annual
Record Date: MAY 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William R. Cordes	For	For	Management
1.2	Elect Director Barry R. Pearl	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares for a Private Placement	For	For	Management

KAYNE ANDERSON ENERGY TOTAL RETURN FUND, INC.

Ticker: KYE Security ID: 48660P104
Meeting Date: JUN 14, 2011 Meeting Type: Annual
Record Date: APR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald I. Isenberg	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares for a Private Placement	For	For	Management

KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC.

Ticker: KMF Security ID: 48661E108
Meeting Date: JUN 30, 2011 Meeting Type: Annual
Record Date: MAY 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kevin S. McCarthy	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares for a Private Placement	For	For	Management

KAYNE ANDERSON MLP INVESTMENT COMPANY

Ticker: KYN Security ID: 486606106
Meeting Date: JUN 14, 2011 Meeting Type: Annual
Record Date: APR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald I. Isenberg	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares for a Private Placement	For	For	Management

KIRBY CORPORATION

Ticker: KEX Security ID: 497266106
Meeting Date: APR 26, 2011 Meeting Type: Annual
Record Date: MAR 01, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David L. Lemmon	For	For	Management
2	Elect Director George A. Peterkin, Jr.	For	For	Management
3	Elect Director Richard R. Stewart	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

KOHL'S CORPORATION

Ticker: KSS Security ID: 500255104
Meeting Date: MAY 12, 2011 Meeting Type: Annual
Record Date: MAR 09, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Peter Boneparth	For	For	Management
2	Elect Director Steven A. Burd	For	For	Management
3	Elect Director John F. Herma	For	For	Management
4	Elect Director Dale E. Jones	For	For	Management
5	Elect Director William S. Kellogg	For	For	Management
6	Elect Director Kevin Mansell	For	For	Management
7	Elect Director Frank V. Sica	For	For	Management
8	Elect Director Peter M. Sommerhauser	For	For	Management
9	Elect Director Stephanie A. Streeter	For	For	Management
10	Elect Director Nina G. Vaca	For	For	Management
11	Elect Director Stephen E. Watson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Reduce Supermajority Vote Requirement Relating to Director Elections	For	For	Management
14	Reduce Supermajority Vote Requirement	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management

16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
18	Provide Right to Act by Written Consent	Against	Against	Shareholder
19	Adopt Policy on Succession Planning	Against	For	Shareholder

LEUCADIA NATIONAL CORPORATION

Ticker: LUK Security ID: 527288104
Meeting Date: MAY 16, 2011 Meeting Type: Annual
Record Date: MAR 21, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ian M. Cumming	For	For	Management
1.2	Elect Director Paul M. Dougan	For	For	Management
1.3	Elect Director Alan J. Hirschfel	For	For	Management
1.4	Elect Director James E. Jordan	For	For	Management
1.5	Elect Director Jeffrey C. Keil	For	For	Management
1.6	Elect Director Jesse Clyde Nichols, III	For	For	Management
1.7	Elect Director Michael Sorkin	For	For	Management
1.8	Elect Director Joseph S. Steinberg	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Senior Executive Warrant Plan	For	For	Management
5	Ratify Auditors	For	For	Management

LKQ CORPORATION

Ticker: LKQX Security ID: 501889208
Meeting Date: MAY 02, 2011 Meeting Type: Annual
Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Clinton Allen	For	For	Management
1.2	Elect Director Victor M. Casini	For	For	Management
1.3	Elect Director Robert M. Devlin	For	Withhold	Management
1.4	Elect Director Donald F. Flynn	For	For	Management
1.5	Elect Director Kevin F. Flynn	For	For	Management
1.6	Elect Director Ronald G. Foster	For	For	Management
1.7	Elect Director Joseph M. Holsten	For	For	Management
1.8	Elect Director Paul M. Meister	For	For	Management
1.9	Elect Director John F. O'Brien	For	For	Management
1.10	Elect Director William M. Webster, IV	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

LOEWS CORPORATION

Ticker: L Security ID: 540424108
Meeting Date: MAY 10, 2011 Meeting Type: Annual
Record Date: MAR 14, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ann E. Berman	For	For	Management
2	Elect Director Joseph L. Bower	For	For	Management
3	Elect Director Charles M. Diker	For	For	Management
4	Elect Director Jacob A. Frenkel	For	For	Management
5	Elect Director Paul J. Fribourg	For	For	Management
6	Elect Director Walter L. Harris	For	Against	Management
7	Elect Director Philip A. Laskawy	For	For	Management
8	Elect Director Ken Miller	For	For	Management
9	Elect Director Gloria R. Scott	For	For	Management
10	Elect Director Andrew H. Tisch	For	For	Management

11	Elect Director James S. Tisch	For	For	Management
12	Elect Director Jonathan M. Tisch	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
15	Ratify Auditors	For	For	Management
16	Provide for Cumulative Voting	Against	For	Shareholder

MASTERCARD INCORPORATED

Ticker: MA Security ID: 57636Q104
Meeting Date: JUN 07, 2011 Meeting Type: Annual
Record Date: APR 13, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Marc Olivie	For	For	Management
2	Elect Director Rima Qureshi	For	For	Management
3	Elect Director Mark Schwartz	For	For	Management
4	Elect Director Jackson P. Tai	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
7	Ratify Auditors	For	For	Management

MATTEL, INC.

Ticker: MAT Security ID: 577081102
Meeting Date: MAY 13, 2011 Meeting Type: Annual
Record Date: MAR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael J. Dolan	For	For	Management
2	Elect Director Robert A. Eckert	For	For	Management
3	Elect Director Frances D. Fergusson	For	For	Management
4	Elect Director Tully M. Friedman	For	For	Management
5	Elect Director Dominic Ng	For	For	Management
6	Elect Director Vasant M. Prabhu	For	For	Management
7	Elect Director Andrea L. Rich	For	For	Management
8	Elect Director Dean A. Scarborough	For	For	Management
9	Elect Director Christopher A. Sinclair	For	For	Management
10	Elect Director G. Craig Sullivan	For	For	Management
11	Elect Director Kathy Brittain White	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
14	Provide Right to Call Special Meeting	For	Against	Management
15	Ratify Auditors	For	For	Management

METTLER-TOLEDO INTERNATIONAL INC.

Ticker: MTD Security ID: 592688105
Meeting Date: MAY 04, 2011 Meeting Type: Annual
Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert F. Spoerry	For	For	Management
2	Elect Director Wah-hui Chu	For	For	Management
3	Elect Director Francis A. Contino	For	For	Management
4	Elect Director Olivier A. Filliol	For	For	Management
5	Elect Director Michael A. Kelly	For	For	Management
6	Elect Director Martin D. Madaus	For	For	Management
7	Elect Director Hans Ulrich Maerki	For	For	Management
8	Elect Director George M. Milne	For	For	Management
9	Elect Director Thomas P. Salice	For	For	Management
10	Ratify Auditors	For	For	Management
11	Approve Executive Incentive Bonus Plan	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Advisory Vote on Say on Pay Frequency	Three	One Year	Management

Years

 MICROCHIP TECHNOLOGY INCORPORATED

Ticker: MCHP Security ID: 595017104
 Meeting Date: AUG 20, 2010 Meeting Type: Annual
 Record Date: JUN 21, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steve Sanghi	For	For	Management
1.2	Elect Director Albert J. Hugo-Martinez	For	For	Management
1.3	Elect Director L.B. Day	For	For	Management
1.4	Elect Director Matthew W. Chapman	For	For	Management
1.5	Elect Director Wade F. Meyercord	For	For	Management
2	Ratify Auditors	For	For	Management

 MORNINGSTAR, INC.

Ticker: MORN Security ID: 617700109
 Meeting Date: MAY 17, 2011 Meeting Type: Annual
 Record Date: MAR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Joe Mansueto	For	For	Management
2	Elect Director Don Phillips	For	For	Management
3	Elect Director Cheryl Francis	For	For	Management
4	Elect Director Steve Kaplan	For	For	Management
5	Elect Director Bill Lyons	For	For	Management
6	Elect Director Jack Noonan	For	For	Management
7	Elect Director Paul Sturm	For	For	Management
8	Elect Director Hugh Zentmyer	For	For	Management
9	Approve Omnibus Stock Plan	For	Against	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
12	Ratify Auditors	For	For	Management

 NEWELL RUBBERMAID INC.

Ticker: NWL Security ID: 651229106
 Meeting Date: MAY 10, 2011 Meeting Type: Annual
 Record Date: MAR 17, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Kevin C. Conroy	For	For	Management
2	Elect Director Michael T. Cowhig	For	For	Management
3	Elect Director Mark D. Ketchum	For	For	Management
4	Elect Director Raymond G. Viault	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
8	Declassify the Board of Directors	Against	For	Shareholder

 O'REILLY AUTOMOTIVE, INC.

Ticker: ORLY Security ID: 67103H107
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: FEB 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David E. O'Reilly	For	For	Management
2	Elect Director Jay D. Burchfield	For	For	Management
3	Elect Director Paul R. Lederer	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
6	Ratify Auditors	For	For	Management

OSHKOSH CORPORATION

Ticker: OSK Security ID: 688239201
 Meeting Date: FEB 01, 2011 Meeting Type: Annual
 Record Date: DEC 13, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard M. Donnelly	For	For	Management
2	Elect Director Michael W. Grebe	For	For	Management
3	Elect Director John J. Hamre	For	For	Management
4	Elect Director Kathleen J. Hempel	For	For	Management
5	Elect Director Leslie F. Kenne	For	For	Management
6	Elect Director Harvey N. Medvin	For	For	Management
7	Elect Director J. Peter Mosling, Jr.	For	For	Management
8	Elect Director Craig P. Omtvedt	For	For	Management
9	Elect Director Richard G. Sim	For	For	Management
10	Elect Director Charles L. Szews	For	For	Management
11	Elect Director William S. Wallace	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107
 Meeting Date: OCT 13, 2010 Meeting Type: Annual
 Record Date: AUG 16, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director B. Thomas Golisano	For	For	Management
2	Elect Director David J. S. Flaschen	For	For	Management
3	Elect Director Grant M. Inman	For	For	Management
4	Elect Director Pamela A. Joseph	For	For	Management
5	Elect Director Joseph M. Tucci	For	For	Management
6	Elect Director Joseph M. Velli	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Ratify Auditors	For	For	Management

PENSKE AUTOMOTIVE GROUP, INC.

Ticker: PAG Security ID: 70959W103
 Meeting Date: MAY 10, 2011 Meeting Type: Annual
 Record Date: MAR 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Barr	For	For	Management
1.2	Elect Director Michael R. Eisenson	For	For	Management
1.3	Elect Director Robert H. Kurnick, Jr.	For	For	Management
1.4	Elect Director William J. Lovejoy	For	For	Management
1.5	Elect Director Kimberly J. McWaters	For	For	Management
1.6	Elect Director Yoshimi Namba	For	For	Management
1.7	Elect Director Lucio A. Noto	For	Withhold	Management
1.8	Elect Director Roger S. Penske	For	For	Management
1.9	Elect Director Richard J. Peters	For	For	Management
1.10	Elect Director Ronald G. Steinhart	For	For	Management
1.11	Elect Director H. Brian Thompson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Other Business	For	Against	Management

PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109
 Meeting Date: MAY 11, 2011 Meeting Type: Annual
 Record Date: MAR 15, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Harold Brown	For	For	Management

2	Elect Director Mathis Cabiallavetta	For	For	Management
3	Elect Director Louis C. Camilleri	For	For	Management
4	Elect Director J. Dudley Fishburn	For	For	Management
5	Elect Director Jennifer Li	For	For	Management
6	Elect Director Graham Mackay	For	For	Management
7	Elect Director Sergio Marchionne	For	Against	Management
8	Elect Director Lucio A. Noto	For	For	Management
9	Elect Director Carlos Slim Helu	For	For	Management
10	Elect Director Stephen M. Wolf	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
14	Report on Effect of Marketing Practices on the Poor	Against	Against	Shareholder
15	Require Independent Board Chairman	Against	Against	Shareholder

RALCORP HOLDINGS, INC.

Ticker: RAH Security ID: 751028101
Meeting Date: JAN 18, 2011 Meeting Type: Annual
Record Date: NOV 15, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Benjamin Ola. Akande	For	For	Management
1.2	Elect Director Jonathan E. Baum	For	For	Management
1.3	Elect Director Kevin J. Hunt	For	For	Management
1.4	Elect Director David W. Kemper	For	For	Management
1.5	Elect Director David R. Wenzel	For	For	Management
2	Ratify Auditors	For	For	Management

REPUBLIC SERVICES, INC.

Ticker: RSG Security ID: 760759100
Meeting Date: MAY 12, 2011 Meeting Type: Annual
Record Date: MAR 15, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James W. Crownover	For	For	Management
2	Elect Director John W. Croghan	For	For	Management
3	Elect Director William J. Flynn	For	For	Management
4	Elect Director Michael Larson	For	For	Management
5	Elect Director Nolan Lehmann	For	For	Management
6	Elect Director W. Lee Nutter	For	For	Management
7	Elect Director Ramon A. Rodriguez	For	For	Management
8	Elect Director Donald W. Slager	For	For	Management
9	Elect Director Allan C. Sorensen	For	For	Management
10	Elect Director John M. Trani	For	For	Management
11	Elect Director Michael W. Wickham	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
13	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Ratify Auditors	For	For	Management
16	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder

RPM INTERNATIONAL INC.

Ticker: RPM Security ID: 749685103
Meeting Date: OCT 07, 2010 Meeting Type: Annual
Record Date: AUG 13, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David A. Daberko	For	Withhold	Management
1.2	Elect Director William A. Papenbrock	For	Withhold	Management

1.3	Elect Director Frank C. Sullivan	For	Withhold	Management
1.4	Elect Director Thomas C. Sullivan	For	Withhold	Management
2	Ratify Auditors	For	For	Management

SALLY BEAUTY HOLDINGS, INC.

Ticker: SBH Security ID: 79546E104
Meeting Date: JAN 28, 2011 Meeting Type: Annual
Record Date: NOV 30, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathleen J. Affeldt	For	For	Management
1.2	Elect Director Walter L. Metcalfe, Jr.	For	For	Management
1.3	Elect Director Edward W. Rabin	For	For	Management
1.4	Elect Director Gary G. Winterhalter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

SNAP-ON INCORPORATED

Ticker: SNA Security ID: 833034101
Meeting Date: APR 28, 2011 Meeting Type: Annual
Record Date: FEB 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roxanne J. Decyk	For	For	Management
2	Elect Director Nicholas T. Pinchuk	For	For	Management
3	Elect Director Gregg M. Sherrill	For	For	Management
4	Ratify Auditors	For	For	Management
5	Approve Omnibus Stock Plan	For	For	Management
6	Amend Qualified Employee Stock Purchase Plan	For	For	Management
7	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

SOLERA HOLDINGS, INC.

Ticker: SLH Security ID: 83421A104
Meeting Date: NOV 10, 2010 Meeting Type: Annual
Record Date: OCT 01, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tony Aquila	For	For	Management
1.2	Elect Director Arthur F. Kingsbury	For	For	Management
1.3	Elect Director Jerrell W. Shelton	For	For	Management
1.4	Elect Director Kenneth A. Viellieu	For	For	Management
1.5	Elect Director Stuart J. Yarbrough	For	For	Management
2	Ratify Auditors	For	For	Management

STEPAN COMPANY

Ticker: SCL Security ID: 858586100
Meeting Date: MAY 03, 2011 Meeting Type: Annual
Record Date: MAR 04, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joaquin Delgado	For	For	Management
1.2	Elect Director F. Quinn Stepan, Jr.	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Ratify Auditors	For	For	Management

THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102
Meeting Date: MAY 25, 2011 Meeting Type: Annual

Record Date: MAR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Lynch	For	For	Management
2	Elect Director William G. Parrett	For	For	Management
3	Elect Director Michael E. Porter	For	For	Management
4	Elect Director Scott M. Sperling	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	Two Years	One Year	Management
7	Ratify Auditors	For	For	Management
8	Declassify the Board of Directors	Against	For	Shareholder

VALEANT PHARMACEUTICALS INTERNATIONAL INC

Ticker: VRX Security ID: 91911K102

Meeting Date: MAY 16, 2011 Meeting Type: Annual

Record Date: APR 04, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Robert A. Ingram as Director	For	For	Management
1.2	Elect Theo Melas-Kyriazi as Director	For	For	Management
1.3	Elect G. Mason Morfit as Director	For	For	Management
1.4	Elect Laurence E. Paul as Director	For	For	Management
1.5	Elect J. Michael Pearson as Director	For	For	Management
1.6	Elect Robert N. Power as Director	For	For	Management
1.7	Elect Norma A. Provencio as Director	For	For	Management
1.8	Elect Lloyd M. Segal as Director	For	For	Management
1.9	Elect Katharine Stevenson as Director	For	For	Management
1.10	Elect Michael R. Van Every as Director	For	For	Management
2	Advisory Vote on Executive Compensation Approach	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

VCA ANTECH, INC.

Ticker: WOOF Security ID: 918194101

Meeting Date: JUN 06, 2011 Meeting Type: Annual

Record Date: APR 15, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John B. Chickering, Jr.	For	Withhold	Management
1.2	Elect Director John Heil	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
6	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

W. R. BERKLEY CORPORATION

Ticker: WRB Security ID: 084423102

Meeting Date: MAY 17, 2011 Meeting Type: Annual

Record Date: MAR 22, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney A. Hawes, Jr.	For	For	Management
1.2	Elect Director Jack H. Nusbaum	For	For	Management
1.3	Elect Director Mark L. Shapiro	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
4	Ratify Auditors	For	For	Management

W.W. GRAINGER, INC.

Ticker: GWW Security ID: 384802104

Meeting Date: APR 27, 2011 Meeting Type: Annual

Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brian P. Anderson	For	For	Management
1.2	Elect Director Wilbur H. Gantz	For	For	Management
1.3	Elect Director V. Ann Hailey	For	For	Management
1.4	Elect Director William K. Hall	For	For	Management
1.5	Elect Director Stuart L. Levenick	For	For	Management
1.6	Elect Director John W. McCarter, Jr.	For	For	Management
1.7	Elect Director Neil S. Novich	For	For	Management
1.8	Elect Director Michael J. Roberts	For	For	Management
1.9	Elect Director Gary L. Rogers	For	For	Management
1.10	Elect Director James T. Ryan	For	For	Management
1.11	Elect Director E. Scott Santi	For	For	Management
1.12	Elect Director James D. Slavik	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

WALGREEN CO.

Ticker: WAG Security ID: 931422109

Meeting Date: JAN 12, 2011 Meeting Type: Annual

Record Date: NOV 15, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David J. Brailer	For	For	Management
2	Elect Director Steven A. Davis	For	For	Management
3	Elect Director William C. Foote	For	For	Management
4	Elect Director Mark P. Frissora	For	For	Management
5	Elect Director Ginger L. Graham	For	For	Management
6	Elect Director Alan G. McNally	For	For	Management
7	Elect Director Nancy M. Schlichting	For	For	Management
8	Elect Director David Y. Schwartz	For	For	Management
9	Elect Director Alejandro Silva	For	For	Management
10	Elect Director James A. Skinner	For	For	Management
11	Elect Director Gregory D. Wasson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Articles of Incorporation to Revise the Purpose Clause	For	For	Management
14	Reduce Supermajority Vote Requirement	For	For	Management
15	Rescind Fair Price Provision	For	For	Management
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
17	Performance-Based Equity Awards	Against	For	Shareholder

WOODWARD GOVERNOR COMPANY

Ticker: WWD Security ID: 980745103

Meeting Date: JAN 26, 2011 Meeting Type: Annual

Record Date: NOV 29, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary L. Petrovich	For	Withhold	Management
1.2	Elect Director Larry E. Rittenberg	For	Withhold	Management
1.3	Elect Director Michael T. Yonker	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Change Company Name	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
6	Reduce Supermajority Vote Requirement	Against	For	Shareholder

Any ballot marked 'Abstain' is considered to have been voted. Ballots marked 'Abstain' are considered to be have been voted against management's recommendation, regardless of whether the recommendation is 'For' or 'Against,' except where management has made no recommendation or has recommended that shareholders 'Abstain.'

Where management has recommended that shareholders 'Abstain' from voting on a ballot item: 1) a ballot market 'Abstain' is considered to have been voted for management's recommendation to 'Abstain' and 2) a ballot voted 'For' or 'Against' is considered to have been voted against management's recommendation to 'Abstain.'

Where management has made no recommendation on a ballot item, the abbreviation "N/A" is used to denote that there is no applicable recommendation compared to which a vote may be 'For' or 'Against' the recommendation of management.

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)	Nicholas Fund, Inc. _____
By (Signature and Title)	/s/ Albert O. Nicholas _____ Albert O. Nicholas, Principal Executive Officer
Date	08/26/2011 _____