

LIBERTY ALL STAR GROWTH FUND INC.
Form N-PX/A
September 09, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-PX/A

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

Investment Company Act file number: **811-04537**

Liberty All-Star Growth Fund, Inc.

(Exact name of registrant as specified in charter)

1290 Broadway, Suite 1100, Denver, Colorado 80203

(Address of principal executive offices) (Zip code)

Tane T. Tyler, Secretary

Liberty All-Star Growth Fund, Inc.

1290 Broadway, Suite 1100

Denver, Colorado 80203

(Name and address of agent for service)

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Registrant's Telephone Number, including Area Code: **(303) 623-2577**

Date of fiscal year end: **December 31**

Date of reporting period: **July 1, 2007 - June 30, 2008**

Item 1 Proxy Voting Record.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

***** FORM N-Px REPORT *****

ICA File Number: 811-04537

Reporting Period: 07/01/2007 - 06/30/2008

Liberty All-Star Growth Fund, Inc.

===== LIB ALL-STAR GRTH CIC =====

AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: FEB 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Daniel P. Amos | For | For | Management |
| 1.2 | Elect Director John Shelby Amos, II | For | For | Management |
| 1.3 | Elect Director Paul S. Amos, II | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---|-----|-----|------------|
| 1.4 | Elect Director Yoshiro Aoki | For | For | Management |
| 1.5 | Elect Director Michael H. Armacost | For | For | Management |
| 1.6 | Elect Director Kriss Cloninger, III | For | For | Management |
| 1.7 | Elect Director Joe Frank Harris | For | For | Management |
| 1.8 | Elect Director Elizabeth J. Hudson | For | For | Management |
| 1.9 | Elect Director Kenneth S. Janke, Sr. | For | For | Management |
| 1.10 | Elect Director Douglas W. Johnson | For | For | Management |
| 1.11 | Elect Director Robert B. Johnson | For | For | Management |
| 1.12 | Elect Director Charles B. Knapp | For | For | Management |
| 1.13 | Elect Director E. Stephen Purdom | For | For | Management |
| 1.14 | Elect Director Barbara K. Rimer | For | For | Management |
| 1.15 | Elect Director Marvin R. Schuster | For | For | Management |
| 1.16 | Elect Director David Gary Thompson | For | For | Management |
| 1.17 | Elect Director Robert L. Wright | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

AMERICA MOVIL, S.A.B. DE C.V.

Ticker: AMX Security ID: 02364W105

Meeting Date: APR 29, 2008 Meeting Type: Special

Record Date: MAR 25, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | APPOINTMENT OR, AS THE CASE MAY BE, REELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY THAT THE HOLDERS OF THE SERIES L SHARES ARE ENTITLED TO APPOINT. ADOPTION OF RESOLUTIONS THEREON. | For | For | Management |
| 2 | APPOINTMENT OF DELEGATES TO EXECUTE AND, IF APPLICABLE, FORMALIZE THE RESOLUTIONS ADOPTED BY THE MEETING. ADOPTION OF RESOLUTIONS THEREON. | For | For | Management |

APACHE CORP.

Ticker: APA Security ID: 037411105

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 19, 2008

| # | 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 | Reimburse Proxy Contest Expenses | Against | Against | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

AUTODESK, INC.

Ticker: ADSK Security ID: 052769106

Meeting Date: NOV 6, 2007 Meeting Type: Special

Record Date: SEP 21, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------|---------|-----------|------------|
| 1 | Approve Omnibus Stock Plan | For | For | Management |

BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Wayne T. Hockmeyer | For | For | Management |
| 2 | Elect Director Joseph B. Martin | For | For | Management |
| 3 | Elect Director Robert L. Parkinson | For | For | Management |
| 4 | Elect Director Thomas T. Stallkamp | For | For | Management |
| 5 | Elect Director Albert P.L. Stroucken | For | For | Management |
| 6 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

BURLINGTON NORTHERN SANTA FE CORP.

Ticker: BNI Security ID: 12189T104

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 28, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Alan L. Boeckmann | For | For | Management |
| 2 | Elect Director Donald G. Cook | For | For | Management |
| 3 | Elect Director Vilma S. Martinez | For | For | Management |
| 4 | Elect Director Marc F. Racicot | For | For | Management |
| 5 | Elect Director Roy S. Roberts | For | For | Management |
| 6 | Elect Director Matthew K. Rose | For | For | Management |
| 7 | Elect Director Marc J. Shapiro | For | For | Management |
| 8 | Elect Director J.C. Watts, Jr. | For | For | Management |
| 9 | Elect Director Robert H. West | For | For | Management |
| 10 | Elect Director J. Steven Whisler | For | For | Management |
| 11 | Elect Director Edward E. Whitacre, Jr. | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102

Meeting Date: NOV 15, 2007 Meeting Type: Annual

Record Date: SEP 17, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Carol A. Bartz | For | For | Management |
| 2 | Elect Director M. Michele Burns | For | For | Management |
| 3 | Elect Director Michael D. Capellas | For | For | Management |
| 4 | Elect Director Larry R. Carter | For | For | Management |
| 5 | Elect Director John T. Chambers | For | For | Management |
| 6 | Elect Director Brian L. Halla | For | For | Management |
| 7 | Elect Director Dr. John L. Hennessy | For | For | Management |
| 8 | Elect Director Richard M. Kovacevich | For | For | Management |
| 9 | Elect Director Roderick C. McGeary | For | For | Management |
| 10 | Elect Director Michael K. Powell | For | For | Management |
| 11 | Elect Director Steven M. West | For | For | Management |
| 12 | Elect Director Jerry Yang | For | For | Management |
| 13 | Amend Omnibus Stock Plan | For | For | Management |
| 14 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |
| 17 | Pay For Superior Performance | Against | For | Shareholder |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

19 Report on Internet Fragmentation Against For Shareholder

COACH, INC.

Ticker: COH Security ID: 189754104

Meeting Date: NOV 8, 2007 Meeting Type: Annual

Record Date: SEP 14, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Lew Frankfort | For | For | Management |
| 1.2 | Elect Director Susan Kropf | For | For | Management |
| 1.3 | Elect Director Gary Loveman | For | For | Management |
| 1.4 | Elect Director Ivan Menezes | For | For | Management |
| 1.5 | Elect Director Irene Miller | For | For | Management |
| 1.6 | Elect Director Keith Monda | For | For | Management |
| 1.7 | Elect Director Michael Murphy | For | For | Management |
| 1.8 | Elect Director Jide Zeitlin | For | For | Management |

COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100

Meeting Date: APR 16, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: FEB 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Herbert A. Allen | For | For | Management |
| 2 | Elect Director Ronald W. Allen | For | For | Management |
| 3 | Elect Director Cathleen P. Black | For | For | Management |
| 4 | Elect Director Barry Diller | For | Against | Management |
| 5 | Elect Director Alexis M. Herman | For | For | Management |
| 6 | Elect Director E. Neville Isdell | For | For | Management |
| 7 | Elect Director Muhtar Kent | For | For | Management |
| 8 | Elect Director Donald R. Keough | For | For | Management |
| 9 | Elect Director Donald F. McHenry | For | For | Management |
| 10 | Elect Director Sam Nunn | For | For | Management |
| 11 | Elect Director James D. Robinson III | For | For | Management |
| 12 | Elect Director Peter V. Ueberroth | For | For | Management |
| 13 | Elect Director Jacob Wallenberg | For | For | Management |
| 14 | Elect Director James B. Williams | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Approve Stock Option Plan | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 18 | Require Independent Board Chairman | Against | For | Shareholder |
| 19 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|----------------------------------|---------|-----------|------------|
| 1 | Elect Director John T. Cahill | For | For | Management |
| 2 | Elect Director Jill K. Conway | For | For | Management |
| 3 | Elect Director Ian M. Cook | For | For | Management |
| 4 | Elect Director Ellen M. Hancock | For | For | Management |
| 5 | Elect Director David W. Johnson | For | For | Management |
| 6 | Elect Director Richard J. Kogan | For | For | Management |
| 7 | Elect Director Delano E. Lewis | For | For | Management |
| 8 | Elect Director Reuben Mark | For | For | Management |
| 9 | Elect Director J. Pedro Reinhard | For | For | Management |
| 10 | Elect Director Stephen I. Sadove | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Increase Authorized Common Stock | For | For | Management |

CSX CORP.

Ticker: CSX Security ID: 126408103

Meeting Date: JUN 25, 2008 Meeting Type: Proxy Contest

Record Date: APR 21, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------------|------------|
| 1.1 | Elect Director D. M. Alvarado | For | Did Not Vote | Management |
| 1.2 | Elect Director E. E. Bailey | For | Did Not Vote | Management |
| 1.3 | Elect Director Sen. J. B. Breaux | For | Did Not Vote | Management |
| 1.4 | Elect Director S. T. Halverson | For | Did Not Vote | Management |
| 1.5 | Elect Director E. J. Kelly, III | For | Did Not Vote | Management |
| 1.6 | Elect Director R. D. Kunisch | For | Did Not Vote | Management |
| 1.7 | Elect Director J. D. McPherson | For | Did Not Vote | Management |
| 1.8 | Elect Director D. M. Ratcliffe | For | Did Not Vote | Management |
| 1.9 | Elect Director W. C. Richardson | For | Did Not Vote | Management |
| 1.10 | Elect Director F. S. Royal | For | Did Not Vote | Management |
| 1.11 | Elect Director D. J. Shepard | For | Did Not Vote | Management |
| 1.12 | Elect Director M. J. Ward | For | Did Not Vote | Management |
| 2 | Ratify Auditors | For | Did Not Vote | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---|---------|-----------------|-------------|
| 3 | Provide Right to Call Special Meeting | For | Did Not Vote | Management |
| 4 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Did Not Vote | Shareholder |
| 5 | Repeal Any Provision or Amendment to the Company's By-laws Adopted without Shareholder Approval | Against | Did Not Vote | Shareholder |
| 1.1 | Elect Director Christopher Hohn | For | For | Shareholder |
| 1.2 | Elect Director Alexandre Behring | For | For | Shareholder |
| 1.3 | Elect Director Gilbert H. Lamphere | For | For | Shareholder |
| 1.4 | Elect Director Timothy T. OToole | For | For | Shareholder |
| 1.5 | Elect Director Gary L. Wilson | For | Withhold | Shareholder |
| 1.6 | Management Nominee - D.M. Alvarado | For | For | Shareholder |
| 1.7 | Management Nominee - Sen. JB Breaux | For | For | Shareholder |
| 1.8 | Management Nominee - E.J. Kelly, III | For | For | Shareholder |
| 1.9 | Management Nominee - J.D. McPherson | For | For | Shareholder |
| 1.10 | Management Nominee - D.M. Ratcliffe | For | For | Shareholder |
| 1.11 | Management Nominee - D.J. Shepard | For | For | Shareholder |
| 1.12 | Management Nominee - M.J. Ward | For | For | Shareholder |
| 2 | Amend Articles/Bylaws/Charter -- Call Special Meetings | For | For | Shareholder |
| 3 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 4 | Repeal Any Provision or Amendment to the Company's By-laws Adopted without Shareholder Approval | For | For | Shareholder |
| 5 | Ratify Auditors | Abstain | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

CVS CAREMARK CORP

Ticker: CVS Security ID: 126650100

Meeting Date: MAY 7, 2008 Meeting Type: Annual

Record Date: MAR 12, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Edwin M. Banks | For | For | Management |
| 2 | Elect Director C. David Brown II | For | For | Management |
| 3 | Elect Director David W. Dorman | For | For | Management |
| 4 | Elect Director Kristen E. Gibney Williams | For | For | Management |
| 5 | Elect Director Marian L. Heard | For | For | Management |
| 6 | Elect Director William H. Joyce | For | For | Management |
| 7 | Elect Director Jean-Pierre Million | For | For | Management |
| 8 | Elect Director Terrence Murray | For | For | Management |
| 9 | Elect Director C.A. Lance Piccolo | For | For | Management |
| 10 | Elect Director Sheli Z. Rosenberg | For | For | Management |
| 11 | Elect Director Thomas M. Ryan | For | For | Management |
| 12 | Elect Director Richard J. Swift | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 15 | Adopt Anti Gross-up Policy | Against | For | Shareholder |
| 16 | Report on Political Contributions | Against | For | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

DEVON ENERGY CORP.

Ticker: DVN Security ID: 25179M103

Meeting Date: JUN 4, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David A. Hager | For | For | Management |
| 1.2 | Elect Director John A. Hill | For | For | Management |
| 1.3 | Elect Director Mary P. Ricciardello | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Increase Authorized Common Stock | For | For | Management |
| 4 | Declassify the Board of Directors | For | For | Management |

EXPRESS SCRIPTS, INC.

Ticker: ESRX Security ID: 302182100

Meeting Date: MAY 28, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gary G. Benanav | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---|-----|---------|------------|
| 1.2 | Elect Director Frank J. Borelli | For | For | Management |
| 1.3 | Elect Director Maura C. Breen | For | For | Management |
| 1.4 | Elect Director Nicholas J. LaHowchic | For | For | Management |
| 1.5 | Elect Director Thomas P. Mac Mahon | For | For | Management |
| 1.6 | Elect Director Woodrow A. Myers Jr. | For | For | Management |
| 1.7 | Elect Director John O. Parker, Jr. | For | For | Management |
| 1.8 | Elect Director George Paz | For | For | Management |
| 1.9 | Elect Director Samuel K. Skinner | For | For | Management |
| 1.10 | Elect Director Seymour Sternberg | For | For | Management |
| 1.11 | Elect Director Barrett A. Toan | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Other Business | For | Against | Management |

FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101

Meeting Date: JAN 31, 2008 Meeting Type: Annual

Record Date: DEC 4, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Samuel H. Armacost | For | For | Management |
| 1.2 | Elect Director Charles Crocker | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---------------------------------------|-----|-----|------------|
| 1.3 | Elect Director Joseph R. Hardiman | For | For | Management |
| 1.4 | Elect Director Robert D. Joffe | For | For | Management |
| 1.5 | Elect Director Charles B. Johnson | For | For | Management |
| 1.6 | Elect Director Gregory E. Johnson | For | For | Management |
| 1.7 | Elect Director Rupert H. Johnson, Jr. | For | For | Management |
| 1.8 | Elect Director Thomas H. Kean | For | For | Management |
| 1.9 | Elect Director Chutta Ratnathicam | For | For | Management |
| 1.10 | Elect Director Peter M. Sacerdote | For | For | Management |
| 1.11 | Elect Director Laura Stein | For | For | Management |
| 1.12 | Elect Director Anne M. Tatlock | For | For | Management |
| 1.13 | Elect Director Louis E. Woodworth | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | For | For | Management |

GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108

Meeting Date: MAY 7, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Nicholas D. Chabraja | For | For | Management |
| 2 | Elect Director James S. Crown | For | For | Management |
| 3 | Elect Director William P. Fricks | For | For | Management |
| 4 | Elect Director Charles H. Goodman | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|----|---|---------|---------|-------------|
| 5 | Elect Director Jay L. Johnson | For | For | Management |
| 6 | Elect Director George A. Joulwan | For | For | Management |
| 7 | Elect Director Paul G. Kaminski | For | For | Management |
| 8 | Elect Director John M. Keane | For | For | Management |
| 9 | Elect Director Deborah J. Lucas | For | For | Management |
| 10 | Elect Director Lester L. Lyles | For | For | Management |
| 11 | Elect Director Carl E. Mundy, Jr. | For | For | Management |
| 12 | Elect Director J. Christopher Reyes | For | For | Management |
| 13 | Elect Director Robert Walmsley | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Adopt Ethical Criteria for Military Contracts | Against | Against | Shareholder |
| 16 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

GENZYME CORP.

Ticker: GENZ Security ID: 372917104

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Douglas A. Berthiaume | For | For | Management |
| 2 | Elect Director Gail K. Boudreaux | For | For | Management |
| 3 | Elect Director Robert J. Carpenter | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|--|-----|---------|------------|
| 4 | Elect Director Charles L. Cooney, Ph.D. | For | For | Management |
| 5 | Elect Director Richard F. Syron | For | Against | Management |
| 6 | Amend Omnibus Stock Plan | For | For | Management |
| 7 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106

Meeting Date: APR 28, 2008 Meeting Type: Annual

Record Date: FEB 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Gordon M. Bethune | For | For | Management |
| 2 | Elect Director Jaime Chico Pardo | For | For | Management |
| 3 | Elect Director David M. Cote | For | For | Management |
| 4 | Elect Director D. Scott Davis | For | For | Management |
| 5 | Elect Director Linnet F. Deily | For | For | Management |
| 6 | Elect Director Clive R. Hollick | For | For | Management |
| 7 | Elect Director Bradley T. Sheares | For | For | Management |
| 8 | Elect Director Eric K. Shinseki | For | For | Management |
| 9 | Elect Director John R. Stafford | For | For | Management |
| 10 | Elect Director Michael W. Wright | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | |
|----|---|-------------|-------------|
| 12 | Provide the Right to Call Special Meeting For | For | Management |
| 13 | Pay For Superior Performance | Against For | Shareholder |

INTERNATIONAL GAME TECHNOLOGY

Ticker: IGT Security ID: 459902102

Meeting Date: FEB 27, 2008 Meeting Type: Annual

Record Date: DEC 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Robert A. Bittman | For | For | Management |
| 1.2 | Elect Director Richard R. Burt | For | For | Management |
| 1.3 | Elect Director Patti S. Hart | For | For | Management |
| 1.4 | Elect Director Leslie S. Heisz | For | For | Management |
| 1.5 | Elect Director Robert A. Mathewson | For | For | Management |
| 1.6 | Elect Director Thomas J. Matthews | For | For | Management |
| 1.7 | Elect Director Robert Miller | For | For | Management |
| 1.8 | Elect Director Frederick B. Rentschler | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

JOHNSON & JOHNSON

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Mary Sue Coleman | For | For | Management |
| 1.2 | Elect Director James G. Cullen | For | For | Management |
| 1.3 | Elect Director Michael M.E. Johns | For | Withhold | Management |
| 1.4 | Elect Director Arnold G. Langbo | For | Withhold | Management |
| 1.5 | Elect Director Susan L. Lindquist | For | For | Management |
| 1.6 | Elect Director Leo F. Mullin | For | For | Management |
| 1.7 | Elect Director William D. Perez | For | Withhold | Management |
| 1.8 | Elect Director Christine A. Poon | For | For | Management |
| 1.9 | Elect Director Charles Prince | For | Withhold | Management |
| 1.10 | Elect Director Steven S. Reinemund | For | For | Management |
| 1.11 | Elect Director David Satcher | For | For | Management |
| 1.12 | Elect Director William C. Weldon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Meeting Date: JAN 23, 2008 Meeting Type: Annual

Record Date: NOV 15, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Natalie A. Black | For | For | Management |
| 1.2 | Elect Director Robert A. Cornog | For | For | Management |
| 1.3 | Elect Director William H. Lacy | For | For | Management |
| 1.4 | Elect Director Stephen A. Roell | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

LOCKHEED MARTIN CORP.

Ticker: LMT Security ID: 539830109

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director E. C. "Pete" Aldrige, Jr. | For | For | Management |
| 1.2 | Elect Director Nolan D. Archibald | For | Withhold | Management |
| 1.3 | Elect Director David B. Burritt | For | For | Management |
| 1.4 | Elect Director James O. Ellis, Jr. | For | For | Management |
| 1.5 | Elect Director Gwendolyn S. King | For | For | Management |
| 1.6 | Elect Director James M. Loy | For | For | Management |
| 1.7 | Elect Director Douglas H. McCorkindale | For | For | Management |
| 1.8 | Elect Director Joseph W. Ralston | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---|---------|---------|-------------|
| 1.9 | Elect Director Frank Savage | For | For | Management |
| 1.10 | Elect Director James Schneider | For | For | Management |
| 1.11 | Elect Director Anne Stevens | For | For | Management |
| 1.12 | Elect Director Robert J. Stevens | For | For | Management |
| 1.13 | Elect Director James R. Ukropina | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Provide for Simple Majority Voting | For | For | Management |
| 4 | Amend Articles/Bylaws/Charter-Non-Routine | For | For | Management |
| 5 | Amend Omnibus Stock Plan | For | Against | Management |
| 6 | Approve Non-Employee Director Stock Option Plan | For | For | Management |
| 7 | Increase Disclosure of Executive Compensation | Against | Against | Shareholder |
| 8 | Report on Nuclear Weapons | Against | Against | Shareholder |
| 9 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------|---------|-----------|------------|
| 1 | Elect Director Ralph Alvarez | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|----------------------------------|-----|-----|------------|
| 2 | Elect Director Susan E. Arnold | For | For | Management |
| 3 | Elect Director Richard H. Lenny | For | For | Management |
| 4 | Elect Director Cary D. McMillan | For | For | Management |
| 5 | Elect Director Sheila A. Penrose | For | For | Management |
| 6 | Elect Director James A. Skinner | For | For | Management |
| 7 | Ratify Auditors | For | For | Management |

NETWORK APPLIANCE, INC.

Ticker: NTAP Security ID: 64120L104

Meeting Date: SEP 19, 2007 Meeting Type: Annual

Record Date: JUL 23, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Daniel J. Warmenhoven | For | For | Management |
| 1.2 | Elect Director Donald T. Valentine | For | For | Management |
| 1.3 | Elect Director Jeffry R. Allen | For | For | Management |
| 1.4 | Elect Director Carol A. Bartz | For | For | Management |
| 1.5 | Elect Director Alan L. Earhart | For | For | Management |
| 1.6 | Elect Director Edward Kozel | For | For | Management |
| 1.7 | Elect Director Mark Leslie | For | For | Management |
| 1.8 | Elect Director Nicholas G. Moore | For | For | Management |
| 1.9 | Elect Director George T. Shaheen | For | For | Management |
| 1.10 | Elect Director Robert T. Wall | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|--|-----|---------|------------|
| 3 | Amend Omnibus Stock Plan | For | Against | Management |
| 4 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 5 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 6 | Ratify Auditors | For | For | Management |

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107

Meeting Date: OCT 3, 2007 Meeting Type: Annual

Record Date: AUG 6, 2007

| # | 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 Phillip Horsley | For | For | Management |
| 4 | Elect Director Grant M. Inman | For | For | Management |
| 5 | Elect Director Pamela A. Joseph | For | For | Management |
| 6 | Elect Director Jonathan J. Judge | For | For | Management |
| 7 | Elect Director Joseph M. Tucci | For | For | Management |
| 8 | Elect Director Joseph M. Velli | For | For | Management |
| 9 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PEPSICO, INC.

Ticker: PEP Security ID: 713448108

Meeting Date: MAY 7, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director I.M. Cook | For | For | Management |
| 2 | Elect Director D. Dublon | For | For | Management |
| 3 | Elect Director V.J. Dzau | For | For | Management |
| 4 | Elect Director R.L. Hunt | For | For | Management |
| 5 | Elect Director A. Ibarguen | For | For | Management |
| 6 | Elect Director A.C. Martinez | For | For | Management |
| 7 | Elect Director I.K. Nooyi | For | For | Management |
| 8 | Elect Director S.P. Rockefeller | For | For | Management |
| 9 | Elect Director J.J. Schiro | For | For | Management |
| 10 | Elect Director L.G. Trotter | For | For | Management |
| 11 | Elect Director D.Vasella | For | For | Management |
| 12 | Elect Director M.D. White | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Report on Recycling | Against | Against | Shareholder |
| 15 | Report on Genetically Engineered Products | Against | Against | Shareholder |
| 16 | Report on Human Rights Policies Relating to Water Use | Against | Against | Shareholder |
| 17 | Report on Global Warming | Against | Against | Shareholder |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

 POTASH CORPORATION OF SASKATCHEWAN INC.

Ticker: POT Security ID: 73755L107

Meeting Date: MAY 8, 2008 Meeting Type: Annual/Special

Record Date: MAR 13, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director W.J. Doyle | For | For | Management |
| 1.2 | Elect Director J.W. Estey | For | For | Management |
| 1.3 | Elect Director W. Fetzer III | For | For | Management |
| 1.4 | Elect Director C.S. Hoffman | For | For | Management |
| 1.5 | Elect Director D.J. Howe | For | For | Management |
| 1.6 | Elect Director A.D. Laberge | For | For | Management |
| 1.7 | Elect Director K.G. Martell | For | For | Management |
| 1.8 | Elect Director J.J. McCaig | For | For | Management |
| 1.9 | Elect Director M. Mogford | For | For | Management |
| 1.10 | Elect Director P.J. Schoenhals | For | For | Management |
| 1.11 | Elect Director E.R. Stromberg | For | For | Management |
| 1.12 | Elect Director E. Viyella De Paliza | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Approve 2008 Performance Option Plan | For | For | Management |
| 4 | SP - Establish SERP Policy | Against | Against | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PRAXAIR, INC.

Ticker: PX Security ID: 74005P104

Meeting Date: APR 22, 2008 Meeting Type: Annual

Record Date: FEB 28, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Nance K. Dicciani | For | For | Management |
| 1.2 | Elect Director Edward G. Galante | For | For | Management |
| 1.3 | Elect Director Ira D. Hall | For | For | Management |
| 1.4 | Elect Director Raymond W. LeBoeuf | For | For | Management |
| 1.5 | Elect Director Larry D. McVay | For | For | Management |
| 1.6 | Elect Director Wayne T. Smith | For | For | Management |
| 1.7 | Elect Director H. Mitchell Watson, Jr. | For | For | Management |
| 1.8 | Elect Director Robert L. Wood | For | For | Management |
| 2 | Require Majority Vote for Non-Contested Election | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

ROCKWELL AUTOMATION INC

Ticker: ROK Security ID: 773903109

Meeting Date: FEB 6, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: DEC 10, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Bruce M. Rockwell | For | For | Management |
| 1.2 | Elect Director Joseph F. Toot, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |

ROCKWELL COLLINS, INC.

Ticker: COL Security ID: 774341101

Meeting Date: FEB 12, 2008 Meeting Type: Annual

Record Date: DEC 14, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------|---------|-----------|------------|
| 1.1 | Elect Director C.A. Davis | For | For | Management |
| 1.2 | Elect Director R.E. Eberhart | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director K. Burnes | For | For | Management |
| 1.2 | Elect Director P. Coym | For | For | Management |
| 1.3 | Elect Director N. Darehshori | For | For | Management |
| 1.4 | Elect Director A. Fawcett | For | For | Management |
| 1.5 | Elect Director D. Gruber | For | For | Management |
| 1.6 | Elect Director L. Hill | For | For | Management |
| 1.7 | Elect Director C. LaMantia | For | For | Management |
| 1.8 | Elect Director R. Logue | For | For | Management |
| 1.9 | Elect Director M. Miskovic | For | For | Management |
| 1.10 | Elect Director R. Sergel | For | For | Management |
| 1.11 | Elect Director R. Skates | For | For | Management |
| 1.12 | Elect Director G. Summe | For | For | Management |
| 1.13 | Elect Director R. Weissman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Limit Auditor from Providing Non-Audit Services | Against | Against | Shareholder |

STRYKER CORP.

Ticker: SYK Security ID: 863667101

Meeting Date: APR 23, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: FEB 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director John W. Brown | For | For | Management |
| 1.2 | Elect Director Howard E. Cox, Jr. | For | For | Management |
| 1.3 | Elect Director Donald M. Engelman | For | For | Management |
| 1.4 | Elect Director Jerome H. Grossman | For | For | Management |
| 1.5 | Elect Director Louise L. Francesconi | For | For | Management |
| 1.6 | Elect Director Stephen P. MacMillan | For | For | Management |
| 1.7 | Elect Director William U. Parfet | For | For | Management |
| 1.8 | Elect Director Ronda E. Stryker | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Qualified Employee Stock Purchase Plan | For | For | Management |

TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209

Meeting Date: JUN 29, 2008 Meeting Type: Annual

Record Date: MAY 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Final Dividend of NIS 1.60 Per | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Share

| | | | | |
|----|---|-----|-----|------------|
| 3 | Elect Eli Hurvitz as Director | For | For | Management |
| 4 | Elect Ruth Cheshin as Director | For | For | Management |
| 5 | Elect Harold Snyder as Director | For | For | Management |
| 6 | Elect Joseph (Yosi) Nitzani as Director | For | For | Management |
| 7 | Elect Ory Slonim as Director | For | For | Management |
| 8 | Appoint Leora (Rubin) Meridor as External Director | For | For | Management |
| 9 | Approve Director/Officer Liability and Indemnification Insurance | For | For | Management |
| 10 | Approve Remuneration of Directors | For | For | Management |
| 11 | Approve Employee Stock Purchase Plan | For | For | Management |
| 12 | Approve Kesselman & Kesselman as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |

TRANSOCEAN INC.

Ticker: RIG Security ID: G90073100

Meeting Date: MAY 16, 2008 Meeting Type: Annual

Record Date: MAR 19, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | ELECTION OF DIRECTOR: JON A. MARSHALL | For | For | Management |
| 2 | ELECTION OF DIRECTOR: MARTIN B. MCNAMARA | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|--|-----|-----|------------|
| 3 | ELECTION OF DIRECTOR: ROBERT E. ROSE | For | For | Management |
| 4 | ELECTION OF DIRECTOR: IAN C. STRACHAN | For | For | Management |
| 5 | APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008. | For | For | Management |

UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109

Meeting Date: APR 9, 2008 Meeting Type: Annual

Record Date: FEB 12, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Louis R. Chenevert | For | For | Management |
| 1.2 | Elect Director George David | For | For | Management |
| 1.3 | Elect Director John V. Faraci | For | For | Management |
| 1.4 | Elect Director Jean-Pierre Garnier | For | For | Management |
| 1.5 | Elect Director Jamie S. Gorelick | For | For | Management |
| 1.6 | Elect Director Charles R. Lee | For | For | Management |
| 1.7 | Elect Director Richard D. McCormick | For | For | Management |
| 1.8 | Elect Director Harold McGraw III | For | For | Management |
| 1.9 | Elect Director Richard B. Myers | For | For | Management |
| 1.10 | Elect Director H. Patrick Swygert | For | For | Management |
| 1.11 | Elect Director Andre Villeneuve | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|---|---------|---------|-------------|
| 1.12 | Elect Director Christine Todd Whitman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Adopt Principles for Health Care Reform | Against | Against | Shareholder |
| 5 | Improve Human Rights Standards or Policies | Against | For | Shareholder |
| 6 | Pay For Superior Performance | Against | For | Shareholder |
| 7 | Report on Foreign Military Sales | Against | Against | Shareholder |

VERISIGN, INC.

Ticker: VRSN Security ID: 92343E102

Meeting Date: AUG 30, 2007 Meeting Type: Annual

Record Date: JUL 13, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director D. James Bidzos | For | Withhold | Management |
| 1.2 | Elect Director William L. Chenevich | For | Withhold | Management |
| 1.3 | Elect Director Louis A. Simpson | For | Withhold | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Approve Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103

Meeting Date: JUN 6, 2008 Meeting Type: Annual

Record Date: APR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Aida M. Alvarez | For | For | Management |
| 2 | Elect Director James W. Breyer | For | For | Management |
| 3 | Elect Director M. Michele Burns | For | For | Management |
| 4 | Elect Director James I. Cash, Jr. | For | For | Management |
| 5 | Elect Director Roger C. Corbett | For | For | Management |
| 6 | Elect Director Douglas N. Daft | For | For | Management |
| 7 | Elect Director David D. Glass | For | For | Management |
| 8 | Elect Director Gregory B. Penner | For | For | Management |
| 9 | Elect Director Allen I. Questrom | For | For | Management |
| 10 | Elect Director H. Lee Scott, Jr. | For | For | Management |
| 11 | Elect Director Arne M. Sorenson | For | For | Management |
| 12 | Elect Director Jim C. Walton | For | For | Management |
| 13 | Elect Director S. Robson Walton | For | For | Management |
| 14 | Elect Director Christopher J. Williams | For | For | Management |
| 15 | Elect Director Linda S. Wolf | For | For | Management |
| 16 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Amend EEO Policy to Prohibit Discrimination based on Sexual | Against | Against | Shareholder |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Orientation and Gender Identity

19 Pay For Superior Performance Against For Shareholder

20 Claw-back of Payments under Restatements Against Against Shareholder

21 Amend Bylaws to Establish a Board Against Against Shareholder

Committee on Human Rights

22 Advisory Vote to Ratify Named Executive Against For Shareholder

Officers' Compensation

23 Report on Political Contributions Against For Shareholder

24 Report on Social and Reputation Impact of Failure to Comply with ILO Conventions Against Against Shareholder

Failure to Comply with ILO Conventions

25 Amend Articles/Bylaws/Charter -- Call Against For Shareholder

Special Meetings

WALGREEN CO.

Ticker: WAG Security ID: 931422109

Meeting Date: JAN 9, 2008 Meeting Type: Annual

Record Date: NOV 12, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William C. Foote | For | For | Management |
| 1.2 | Elect Director Alan G. McNally | For | For | Management |
| 1.3 | Elect Director Cordell Reed | For | For | Management |
| 1.4 | Elect Director Jeffrey A. Rein | For | For | Management |
| 1.5 | Elect Director Nancy M. Schlichting | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|--|---------|---------|-------------|
| 1.6 | Elect Director David Y. Schwartz | For | For | Management |
| 1.7 | Elect Director Alejandro Silva | For | For | Management |
| 1.8 | Elect Director James A. Skinner | For | For | Management |
| 1.9 | Elect Director Marilou M. von Ferstel | For | For | Management |
| 1.10 | Elect Director Charles R. Walgreen III | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Charitable Contributions | Against | Against | Shareholder |
| 4 | Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote | Against | Against | Shareholder |
| 5 | Separate Chairman and CEO Positions | Against | For | Shareholder |

WEATHERFORD INTERNATIONAL LTD

Ticker: WFT Security ID: G95089101

Meeting Date: JUN 2, 2008 Meeting Type: Annual

Record Date: APR 9, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | ELECTION AS DIRECTOR: NICHOLAS F. BRADY | For | For | Management |
| 2 | ELECTION AS DIRECTOR: WILLIAM E. MACAULAY | For | For | Management |
| 3 | ELECTION AS DIRECTOR: DAVID J. BUTTERS | For | For | Management |
| 4 | ELECTION AS DIRECTOR: ROBERT B. MILLARD | For | For | Management |
| 5 | ELECTION AS DIRECTOR: BERNARD J. DUROC-DANNER | For | For | Management |
| 6 | ELECTION AS DIRECTOR: ROBERT K. MOSES, | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

JR.

| | | | | |
|---|---------------------------------------|-----|-----|------------|
| 7 | ELECTION OF DIRECTOR: ROBERT A. RAYNE | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

XTO ENERGY INC

Ticker: XTO Security ID: 98385X106

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|-------------|
| 1 | Elect Director William H. Adams III | For | Against | Management |
| 2 | Elect Director Keith A. Hutton | For | For | Management |
| 3 | Elect Director Jack P. Randall | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Declassify the Board of Directors | Against | For | Shareholder |

===== LIB ALL-STAR GRTH TCW =====

ADVISORY BOARD CO., THE

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: ABCO Security ID: 00762W107

Meeting Date: NOV 15, 2007 Meeting Type: Annual

Record Date: OCT 2, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Marc N. Casper | For | For | Management |
| 1.2 | Elect Director Peter J. Grua | For | For | Management |
| 1.3 | Elect Director Kelt Kindick | For | For | Management |
| 1.4 | Elect Director Mark R. Neaman | For | For | Management |
| 1.5 | Elect Director Leon D. Shapiro | For | For | Management |
| 1.6 | Elect Director Frank J. Williams | For | For | Management |
| 1.7 | Elect Director LeAnne M. Zumwalt | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

AFFILIATED MANAGERS GROUP, INC.

Ticker: AMG Security ID: 008252108

Meeting Date: JUN 3, 2008 Meeting Type: Annual

Record Date: APR 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard E. Floor | For | For | Management |
| 1.2 | Elect Director Sean M. Healey | For | For | Management |
| 1.3 | Elect Director Harold J. Meyerman | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | | |
|-----|--------|----------------------------|-----|-----|------------|
| 1.4 | Elect | Director William J. Nutt | For | For | Management |
| 1.5 | Elect | Director Rita M. Rodriguez | For | For | Management |
| 1.6 | Elect | Director Patrick T. Ryan | For | For | Management |
| 1.7 | Elect | Director Jide J. Zeitlin | For | For | Management |
| 2 | Ratify | Auditors | For | For | Management |

AKAMAI TECHNOLOGIES, INC.

Ticker: AKAM Security ID: 00971T101

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director David W. Kenny | For | For | Management |
| 2 | Elect Director Peter J. Kight | For | For | Management |
| 3 | Elect Director Frederic V. Salerno | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

ALLEGHENY TECHNOLOGIES INCORPORATED

Ticker: ATI Security ID: 01741R102

Meeting Date: MAY 9, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: MAR 12, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director James C. Diggs | For | For | Management |
| 1.2 | Elect Director J. Brett Harvey | For | For | Management |
| 1.3 | Elect Director Michael J. Joyce | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

ALLIANCE DATA SYSTEMS CORP.

Ticker: ADS Security ID: 018581108

Meeting Date: JUN 16, 2008 Meeting Type: Annual

Record Date: APR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Bruce K. Anderson | For | For | Management |
| 1.2 | Elect Director Roger H. Ballou | For | For | Management |
| 1.3 | Elect Director E.L. Draper Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

ANSYS, INC.

Ticker: ANSS Security ID: 03662Q105

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James E. Cashman | For | For | Management |
| 1.2 | Elect Director W.R. McDermott | For | For | Management |
| 1.3 | Elect Director John F. Smith | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ATHENAHEALTH, INC.

Ticker: ATHN Security ID: 04685W103

Meeting Date: JUN 12, 2008 Meeting Type: Annual

Record Date: APR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jonathan Bush | For | For | Management |
| 1.2 | Elect Director Brandon H. Hull | For | For | Management |
| 1.3 | Elect Director Bryan E. Roberts | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

BANKRATE, INC.

Ticker: RATE Security ID: 06646V108

Meeting Date: JUN 17, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William C. Martin | For | For | Management |
| 1.2 | Elect Director Peter C. Morse | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | Against | Management |

BARE ESCENTUALS INC

Ticker: BARE Security ID: 067511105

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Bradley M. Bloom | For | For | Management |
| 1.2 | Elect Director Lea Anne S. Ottinger | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

CAVIUM NETWORKS INC

Ticker: CAVM Security ID: 14965A101

Meeting Date: APR 18, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Anthony J. Pantuso | For | For | Management |
| 1.2 | Elect Director C. N. Reddy | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

CERNER CORPORATION

Ticker: CERN Security ID: 156782104

Meeting Date: MAY 23, 2008 Meeting Type: Annual

Record Date: MAR 28, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John C. Danforth | For | For | Management |
| 1.2 | Elect Director Neal L. Patterson | For | For | Management |
| 1.3 | Elect Director William D. Zollars | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

CHIPOTLE MEXICAN GRILL INC

Ticker: CMG Security ID: 169656204

Meeting Date: MAY 21, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John S. Charlesworth | For | For | Management |
| 1.2 | Elect Director Montgomery F. Moran | For | For | Management |
| 2 | Amend Executive Incentive Bonus Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|--|-----|-----|------------|
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Approve Qualified Employee Stock Purchase Plan | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

CLEAN HARBORS, INC.

Ticker: CLHB Security ID: 184496107

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Alan S. McKim | For | For | Management |
| 1.2 | Elect Director Eugene Banucci | For | For | Management |
| 1.3 | Elect Director John Kaslow | For | For | Management |
| 1.4 | Elect Director Thomas J. Shields | For | For | Management |

CLEARWIRE CORP

Ticker: CLWR Security ID: 185385309

Meeting Date: JUN 20, 2008 Meeting Type: Annual

Record Date: APR 21, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Craig O. McCaw | For | Withhold | Management |
| 1.2 | Elect Director Benjamin G. Wolff | For | Withhold | Management |
| 1.3 | Elect Director Peter L.S. Currie | For | For | Management |
| 1.4 | Elect Director Richard P. Emerson | For | For | Management |
| 1.5 | Elect Director Nicolas Kauser | For | Withhold | Management |
| 1.6 | Elect Director David Perlmutter | For | Withhold | Management |
| 1.7 | Elect Director Michael J. Sabia | For | Withhold | Management |
| 1.8 | Elect Director R. Gerard Salemme | For | Withhold | Management |
| 1.9 | Elect Director Stuart M. Sloan | For | For | Management |
| 1.10 | Elect Director Michelangelo A. Volpi | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

COGNIZANT TECHNOLOGY SOLUTIONS CORP.

Ticker: CTSH Security ID: 192446102

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: APR 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Robert W. Howe | For | For | Management |
| 2 | Elect Director Robert E. Weissman | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

COMPAGNIE GENERALE DE GEOPHYSIQUE - VERITAS

Ticker: CGV Security ID: 204386106

Meeting Date: APR 29, 2008 Meeting Type: Annual/Special

Record Date: MAR 20, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | REPORT OF THE BOARD OF DIRECTORS AND AUDITORS REPORTS, AND APPROVAL OF THE FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2007 | For | For | Management |
| 2 | ALLOCATION OF THE LOSS | For | For | Management |
| 3 | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR FISCAL YEAR 2007 | For | For | Management |
| 4 | RENEWAL OF THE TERM OF OFFICE OF MR ROBERT BRUNCK | For | For | Management |
| 5 | RENEWAL OF THE TERM OF OFFICE OF MR OLIVIER APPERT | For | For | Management |
| 6 | ALLOCATION OF BOARD OF DIRECTORS ATTENDANCE FEES FOR FISCAL YEAR 2008 | For | For | Management |
| 7 | AUTHORITY GIVEN TO THE BOARD OF DIRECTORS TO PURCHASE COMPANY S SHARES | For | For | Management |
| 8 | AGREEMENTS FALLING WITHIN THE SCOPE OF SECTION L.225-38 OF THE FRENCH COMMERCIAL CODE | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

- | | | | | |
|----|---|-----|-----|------------|
| 9 | APPROVAL OF THE REGULATED AGREEMENT | For | For | Management |
| | BETWEEN THE COMPANY AND MR. ROBERT BRUNCK | | | |
| | AIMING AT GRANTING TO THE LATTER, SUBJECT | | | |
| | TO PERFORMANCE CONDITIONS, A SPECIAL | | | |
| | TERMINATION INDEMNITY AND ALLOWING HIM TO | | | |
| | EXERCISE IN ADVANCE HIS STOCK OPTIONS | | | |
| 10 | APPROVAL OF THE REGULATED AGREEMENT | For | For | Management |
| | BETWEEN THE COMPANY AND MR. THIERRY LE | | | |
| | ROUX AIMING AT GRANTING TO THE LATTER, | | | |
| | SUBJECT TO PERFORMANCE CONDITIONS, A | | | |
| | SPECIAL TERMINATION INDEMNITY AND | | | |
| | ALLOWING HIM TO EXERCISE IN ADVANCE HIS | | | |
| | STOCK OPTIONS | | | |
| 11 | DELEGATION OF AUTHORITY TO THE BOARD OF | For | For | Management |
| | DIRECTORS TO INCREASE THE SHARE CAPITAL | | | |
| | THROUGH THE ISSUE OF SHARES, OR ANY OTHER | | | |
| | SECURITIES GIVING ACCESS TO THE SHARE | | | |
| | CAPITAL, WITH PREFERENTIAL SUBSCRIPTION | | | |
| | RIGHTS IN FAVOR OF HOLDERS OF EXISTING | | | |
| | SHARES | | | |
| 12 | DELEGATION OF AUTHORITY TO THE BOARD OF | For | For | Management |
| | DIRECTORS TO INCREASE THE SHARE CAPITAL | | | |
| | THROUGH THE ISSUE OF SHARES, OR ANY OTHER | | | |
| | SECURITIES GIVING ACCESS TO THE SHARE | | | |
| | CAPITAL, WITHOUT PREFERENTIAL | | | |
| | SUBSCRIPTION RIGHTS IN FAVOR OF HOLDERS | | | |
| | OF EXISTING SHARES | | | |
| 13 | DETERMINATION OF THE ISSUE PRICE IN CASE | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

OF ISSUE WITHOUT ANY PREFERENTIAL RIGHT,
 IN ACCORDANCE WITH THE TWELFTH
 RESOLUTION, WITHIN AN ANNUAL LIMIT OF 10%
 OF THE SHARE CAPITAL

| | | | | |
|----|--|-----|---------|------------|
| 14 | DELEGATION TO THE BOARD OF DIRECTORS IN ORDER TO INCREASE THE NUMBER OF SHARES ISSUED PURSUANT TO THE ELEVENTH AND TWELFTH RESOLUTIONS | For | For | Management |
| 15 | DELEGATION TO THE BOARD OF DIRECTORS IN ORDER TO INCREASE THE SHARE CAPITAL BY INCORPORATION OF RESERVES, PROFITS OR SHARE PREMIUMS. | For | For | Management |
| 16 | AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL IN CONSIDERATION OF CONTRIBUTIONS IN KIND WITHIN A LIMIT OF 10% OF THE SHARE CAPITAL | For | For | Management |
| 17 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE CAPITAL BY ISSUE OF SHARES OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, TO THE MEMBERS OF A COMPANY SAVINGS PLAN (PLAN D EPARGNE ENTREPRISE) | For | For | Management |
| 18 | AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO GRANT STOCK OPTIONS | For | For | Management |
| 19 | AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO GRANT PERFORMANCE SHARES OF | For | Against | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

THE COMPANY EMPLOYEES AND EXECUTIVE

OFFICERS OF THE COMPANY AND ITS GROUP

SUBJECT TO PERFORMANCE CONDITIONS

| | | | | |
|----|---|-----|-----|------------|
| 20 | AUTHORIZATION AND DELEGATION TO THE BOARD OF DIRECTORS IN ORDER TO REDUCE THE SHARE CAPITAL BY CANCELLING SHARES PURCHASED PURSUANT TO THE AUTHORIZATION OF PURCHASE OF ITS OWN SHARES BY THE COMPANY | For | For | Management |
| 21 | FIVE-FOR-ONE STOCK SPLIT, THE PAR VALUE OF THE COMPANY S SHARES BEING REDUCED FROM E2 TO E0.40 | For | For | Management |
| 22 | DELEGATION OF AUTHORITY TO ISSUE SECURITIES GIVING RIGHTS TO RECEIVE DEBT SECURITIES | For | For | Management |
| 23 | AMENDMENT OF ARTICLE 8-4 OF THE BY-LAWS | For | For | Management |
| 24 | AMENDMENT OF ARTICLE 14-6 OF THE BY-LAWS | For | For | Management |
| 25 | POWERS FOR PUBLICITY FORMALITIES | For | For | Management |

CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: MAY 28, 2008 Meeting Type: Annual

Record Date: APR 3, 2008

| | | | | |
|---|----------|---------|-----------|---------|
| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | | |
|-----|-------|--|-----|-----|------------|
| 1.1 | Elect | Director David M. Demshur | For | For | Management |
| 1.2 | Elect | Director Rene R. Joyce | For | For | Management |
| 1.3 | Elect | Director Michael C. Kearney | For | For | Management |
| 2 | | CONFIRMATION AND ADOPTION OF DUTCH STATUTORY ANNUAL ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2007. | For | For | Management |
| 3 | | APPROVE AND RESOLVE THE CANCELLATION OF OUR REPURCHASED SHARES UP TO THE DATE OF OUR ANNUAL MEETING. | For | For | Management |
| 4 | | APPROVE AND RESOLVE THE CANCELLATION OF 5% OF OUR ISSUED SHARE CAPITAL, IF PURCHASED FROM TIME TO TIME DURING THE 18-MONTH PERIOD FROM THE DATE OF THE ANNUAL MEETING UNTIL NOVEMBER 28, 2009. | For | For | Management |
| 5 | | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF MANAGEMENT BOARD TO REPURCHASE UP TO 10% OF THE ISSUED SHARE CAPITAL OF THE COMPANY UNTIL NOVEMBER 28, 2009. | For | For | Management |
| 6 | | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF SUPERVISORY BOARD TO ISSUE SHARES AND/OR TO GRANT RIGHTS. | For | For | Management |
| 7 | | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF SUPERVISORY BOARD TO LIMIT OR ELIMINATE PREEMPTIVE RIGHTS OF HOLDERS OF COMMON SHARES AND/OR PREFERENCE SHARES UNTIL MAY 28, 2013. | For | For | Management |
| 8 | | RATIFICATION OF APPOINTMENT OF | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PRICEWATERHOUSECOOPERS LLP AS THE COMPANY

S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE

YEAR ENDED DECEMBER 31, 2008.

CORPORATE EXECUTIVE BOARD CO. (THE)

Ticker: EXBD Security ID: 21988R102

Meeting Date: JUN 12, 2008 Meeting Type: Annual

Record Date: APR 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas L. Monahan, III | For | For | Management |
| 1.2 | Elect Director Gregor S. Bailar | For | For | Management |
| 1.3 | Elect Director Stephen M. Carter | For | For | Management |
| 1.4 | Elect Director Gordon J. Coburn | For | For | Management |
| 1.5 | Elect Director Robert C. Hall | For | For | Management |
| 1.6 | Elect Director Nancy J. Karch | For | For | Management |
| 1.7 | Elect Director David W. Kenny | For | For | Management |
| 1.8 | Elect Director Daniel O. Leemon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

CUMMINS , INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: CMI Security ID: 231021106

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-----------------------------------|---------|-----------|-------------|
| 1 | Elect Director Robert J. Darnall | For | For | Management |
| 2 | Elect Director Robert K. Herdman | For | For | Management |
| 3 | Elect Director Alexis M. Herman | For | For | Management |
| 4 | Elect Director F. Joseph Loughrey | For | For | Management |
| 5 | Elect Director William I. Miller | For | For | Management |
| 6 | Elect Director Georgia R. Nelson | For | For | Management |
| 7 | Elect Director Theodore M. Solso | For | For | Management |
| 8 | Elect Director Carl Ware | For | For | Management |
| 9 | Elect Director J. Lawrence Wilson | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Increase Authorized Common Stock | For | For | Management |
| 12 | Adopt ILO Based Policies | Against | Against | Shareholder |

CV THERAPEUTICS INC.

Ticker: CVTX Security ID: 126667104

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 21, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Elect Director Santo J. Costa | For | Against | Management |
| 2 | Elect Director Joseph M. Davie, M.D., Ph.D | For | Against | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

DICKS SPORTING GOODS INC

Ticker: DKS Security ID: 253393102

Meeting Date: JUN 4, 2008 Meeting Type: Annual

Record Date: APR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edward W. Stack | For | For | Management |
| 1.2 | Elect Director Lawrence J. Schorr | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |

EHEALTH INC

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: EHTH Security ID: 28238P109

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Sheryl Sandberg | For | For | Management |
| 1.2 | Elect Director Christopher J. Schaepe | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ELECTRONIC ARTS INC.

Ticker: ERTS Security ID: 285512109

Meeting Date: JUL 26, 2007 Meeting Type: Annual

Record Date: JUN 1, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Leonard S. Coleman | For | For | Management |
| 2 | Elect Director Gary M. Kusin | For | For | Management |
| 3 | Elect Director Gregory B. Maffei | For | For | Management |
| 4 | Elect Director Timothy Mott | For | For | Management |
| 5 | Elect Director Vivek Paul | For | For | Management |
| 6 | Elect Director Lawrence F. Probst, III | For | For | Management |
| 7 | Elect Director John S. Riccitiello | For | For | Management |
| 8 | Elect Director Richard A. Simonson | For | For | Management |
| 9 | Elect Director Linda J. Srere | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|----|--|-----|-----|------------|
| 10 | Amend Omnibus Stock Plan | For | For | Management |
| 11 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 12 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |

FLOWSERVE CORP.

Ticker: FLS Security ID: 34354P105

Meeting Date: MAY 30, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John R. Friedery | For | For | Management |
| 1.2 | Elect Director Joe E. Harlan | For | For | Management |
| 1.3 | Elect Director Michael F. Johnston | For | For | Management |
| 1.4 | Elect Director Kevin E. Sheehan | For | For | Management |
| 1.5 | Elect Director Gayla J. Delly | For | For | Management |
| 1.6 | Elect Director Charles M. Rampacek | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

FMC TECHNOLOGIES, INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: FTI Security ID: 30249U101

Meeting Date: MAY 9, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director C. Maury Devine | For | For | Management |
| 1.2 | Elect Director Thomas M. Hamilton | For | For | Management |
| 1.3 | Elect Director Richard A. Pattarozzi | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |

FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: JAN 8, 2008 Meeting Type: Special

Record Date: NOV 19, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY DESCRIBED IN THE PROXY STATEMENT. | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Jack A. Fusco | For | For | Management |
| 1.2 | Elect Director Edward G. Galante | For | For | Management |
| 1.3 | Elect Director Raymond J. Milchovich | For | For | Management |
| 2 | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS FOSTER WHEELER LTD. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008 AND AUTHORIZATION OF THE BOARD, THROUGH THE AUDIT COMMITTEE, TO SET THE FIRM S REMUNERATION. | For | For | Management |

GENZYME CORP.

Ticker: GENZ Security ID: 372917104

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Douglas A. Berthiaume | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|---|-----|---------|------------|
| 2 | Elect Director Gail K. Boudreaux | For | For | Management |
| 3 | Elect Director Robert J. Carpenter | For | For | Management |
| 4 | Elect Director Charles L. Cooney, Ph.D. | For | For | Management |
| 5 | Elect Director Richard F. Syron | For | Against | Management |
| 6 | Amend Omnibus Stock Plan | For | For | Management |
| 7 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

GFI GROUP INC

Ticker: GFIG Security ID: 361652209

Meeting Date: JAN 11, 2008 Meeting Type: Special

Record Date: NOV 19, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Increase Authorized Common Stock | For | Against | Management |

GFI GROUP INC

Ticker: GFIG Security ID: 361652209

Meeting Date: JUN 11, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: APR 16, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Michael Gooch | For | For | Management |
| 2 | Elect Director Marisa Cassoni | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Approve Executive Incentive Bonus Plan | For | For | Management |

HANSEN NATURAL CORP.

Ticker: HANS Security ID: 411310105

Meeting Date: NOV 9, 2007 Meeting Type: Annual

Record Date: SEP 18, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Rodney C. Sacks | For | For | Management |
| 1.2 | Elect Director Hilton H. Schlosberg | For | For | Management |
| 1.3 | Elect Director Norman C. Epstein | For | For | Management |
| 1.4 | Elect Director Benjamin M. Polk | For | For | Management |
| 1.5 | Elect Director Sydney Selati | For | For | Management |
| 1.6 | Elect Director Harold C. Taber, Jr. | For | For | Management |
| 1.7 | Elect Director Mark S. Vidergauz | For | For | Management |
| 2 | Amend Stock Option Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

HITTITE MICROWAVE CORPORATION

Ticker: HITT Security ID: 43365Y104

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stephen G. Daly | For | For | Management |
| 1.2 | Elect Director Ernest L. Godshalk | For | For | Management |
| 1.3 | Elect Director Rick D. Hess | For | For | Management |
| 1.4 | Elect Director Adrienne M. Markham | For | For | Management |
| 1.5 | Elect Director Brian P. McAloon | For | For | Management |
| 1.6 | Elect Director Cosmo S. Trapani | For | For | Management |
| 1.7 | Elect Director Franklin Weigold | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

INFINERA CORP

Ticker: INFN Security ID: 45667G103

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Alexandre Balkanski | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

INTERCONTINENTALEXCHANGE, INC.

Ticker: ICE Security ID: 45865V100

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Charles R. Crisp | For | For | Management |
| 1.2 | Elect Director Jean-Marc Forneri | For | Withhold | Management |
| 1.3 | Elect Director Fred W. Hatfield | For | For | Management |
| 1.4 | Elect Director Terrence F. Martell | For | For | Management |
| 1.5 | Elect Director Sir Robert Reid | For | For | Management |
| 1.6 | Elect Director Frederic V. Salerno | For | For | Management |
| 1.7 | Elect Director Frederick W. Schoenhut | For | For | Management |
| 1.8 | Elect Director Jeffrey C. Sprecher | For | For | Management |
| 1.9 | Elect Director Judith A. Sprieser | For | For | Management |
| 1.10 | Elect Director Vincent Tese | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

INTUITIVE SURGICAL, INC.

Ticker: ISRG Security ID: 46120E602

Meeting Date: APR 18, 2008 Meeting Type: Annual

Record Date: FEB 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert W. Duggan | For | For | Management |
| 1.2 | Elect Director Floyd D. Loop | For | For | Management |
| 1.3 | Elect Director George Stalk Jr. | For | For | Management |

ISIS PHARMACEUTICALS, INC.

Ticker: ISIS Security ID: 464330109

Meeting Date: JUN 5, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Spencer R. Berthelsen | For | For | Management |
| 1.2 | Elect Director B. Lynne Parshall | For | For | Management |
| 1.3 | Elect Director Joseph H. Wender | For | For | Management |
| 2 | Amend Non-Employee Director Stock Option Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|-------------------------|-----|-----|------------|
| 3 | Amend Stock Option Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

MARVELL TECHNOLOGY GROUP LTD

Ticker: MRVL Security ID: G5876H105

Meeting Date: OCT 19, 2007 Meeting Type: Annual

Record Date: AUG 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | ELECTION OF ONE DIRECTOR: PAUL R. GRAY, PH.D. | For | Against | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | TO APPROVE THE 2007 DIRECTOR STOCK INCENTIVE PLAN. | For | Against | Management |

MERCADOLIBRE, INC.

Ticker: MELI Security ID: 58733R102

Meeting Date: JUN 9, 2008 Meeting Type: Annual

Record Date: MAY 6, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael Spence | For | For | Management |
| 1.2 | Elect Director Anton Levy | For | For | Management |
| 1.3 | Elect Director Mario Vasquez | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

MSCI INC.

Ticker: MXB Security ID: 55354G100

Meeting Date: APR 9, 2008 Meeting Type: Annual

Record Date: FEB 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Kenneth M. deRegt | For | Against | Management |
| 2 | Elect Director Benjamin F. duPont | For | For | Management |
| 3 | Elect Director Henry A. Fernandez | For | Against | Management |
| 4 | Elect Director James P. Gorman | For | Against | Management |
| 5 | Elect Director Linda H. Riefler | For | Against | Management |
| 6 | Elect Director Robert W. Scully | For | Against | Management |
| 7 | Elect Director David H. Sidwell | For | Against | Management |
| 8 | Elect Director Scott M. Sippelle | For | For | Management |
| 9 | Elect Director Rodolphe M. Vallee | For | For | Management |
| 10 | Amend Omnibus Stock Plan | For | Against | Management |
| 11 | Approve Executive Incentive Bonus Plan | For | Against | Management |
| 12 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

NATIONAL OILWELL VARCO, INC.

Ticker: NOV Security ID: 637071101

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Robert E. Beauchamp | For | For | Management |
| 2 | Elect Director Jeffery A. Smisek | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Approve Executive Incentive Bonus Plan | For | For | Management |

OCEANEERING INTERNATIONAL, INC.

Ticker: OII Security ID: 675232102

Meeting Date: MAY 16, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director T. Jay Collins | For | For | Management |
| 1.2 | Elect Director D. Michael Hughes | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|----------------------------------|-----|-----|------------|
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

P.F. CHANG'S CHINA BISTRO, INC.

Ticker: PFCB Security ID: 69333Y108

Meeting Date: APR 18, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard L. Federico | For | For | Management |
| 1.2 | Elect Director F. Lane Cardwell, Jr. | For | For | Management |
| 1.3 | Elect Director Lesley H. Howe | For | For | Management |
| 1.4 | Elect Director M. Ann Rhoades | For | For | Management |
| 1.5 | Elect Director James G. Shennan, Jr. | For | For | Management |
| 1.6 | Elect Director R. Michael Welborn | For | For | Management |
| 1.7 | Elect Director Kenneth J. Wessels | For | For | Management |
| 1.8 | Elect Director Kenneth A. May | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adjourn Meeting | For | Against | Management |

PETSMART

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: PETM Security ID: 716768106

Meeting Date: JUN 18, 2008 Meeting Type: Annual

Record Date: APR 21, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Lawrence A. Del Santo | For | For | Management |
| 2 | Elect Director Philip L. Francis | For | For | Management |
| 3 | Elect Director Gregory P. Josefowicz | For | For | Management |
| 4 | Elect Director Richard K. Lochridge | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |

PRECISION CASTPARTS CORP.

Ticker: PCP Security ID: 740189105

Meeting Date: AUG 14, 2007 Meeting Type: Annual

Record Date: JUN 21, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Peter R. Bridenbaugh | For | For | Management |
| 1.2 | Elect Director Steven G. Rothmeier | For | For | Management |
| 1.3 | Elect Director Rick Schmidt | For | For | Management |
| 1.4 | Elect Director Daniel J. Murphy | For | For | Management |
| 2 | Approve Executive Incentive Bonus Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PSYCHIATRIC SOLUTIONS, INC.

Ticker: PSYS Security ID: 74439H108

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Joey A. Jacobs | For | For | Management |
| 1.2 | Elect Director Edward K. Wissing | For | For | Management |
| 1.3 | Elect Director William M. Petrie, M.D. | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James R. Ball | For | For | Management |
| 1.2 | Elect Director John R. Colson | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|------------------------------------|-----|-----|------------|
| 1.3 | Elect Director J. Michal Conaway | For | For | Management |
| 1.4 | Elect Director Ralph R. Disibio | For | For | Management |
| 1.5 | Elect Director Bernard Fried | For | For | Management |
| 1.6 | Elect Director Louis C. Golm | For | For | Management |
| 1.7 | Elect Director Worthing F. Jackman | For | For | Management |
| 1.8 | Elect Director Bruce Ranck | For | For | Management |
| 1.9 | Elect Director John R. Wilson | For | For | Management |
| 1.10 | Elect Director Pat Wood, III | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

RESEARCH IN MOTION LTD

Ticker: RIM Security ID: 760975102

Meeting Date: JUL 17, 2007 Meeting Type: Annual

Record Date: MAY 29, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Directors Michael Lazaridis, James Balsillie, James Estill, David Kerr, Roger Martin, John E. Richardson, Barbara Stymiest, and John Wetmore | For | For | Management |
| 2 | Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Remuneration of Auditors | For | For | Management |
| 3 | Amend Stock Option Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

RESOURCES CONNECTION, INC.

Ticker: RECN Security ID: 76122Q105

Meeting Date: OCT 18, 2007 Meeting Type: Annual

Record Date: AUG 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Neil Dimick | For | For | Management |
| 1.2 | Elect Director Karen M. Ferguson | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

SALESFORCE.COM, INC.

Ticker: CRM Security ID: 79466L302

Meeting Date: JUL 12, 2007 Meeting Type: Annual

Record Date: MAY 22, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stratton Sclavos | For | Withhold | Management |
| 1.2 | Elect Director Lawrence Tomlinson | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|------------------------------|-----|-----|------------|
| 1.3 | Elect Director Shirley Young | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

SEI INVESTMENT COMPANY

Ticker: SEIC Security ID: 784117103

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 25, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Sarah W. Blumenstein | For | For | Management |
| 1.2 | Elect Director Kathryn M. McCarthy | For | For | Management |
| 1.3 | Elect Director Henry H. Porter, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

SMITH INTERNATIONAL, INC.

Ticker: SII Security ID: 832110100

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|----------------------------------|-----|-----|------------|
| 1.1 | Elect Director Loren K. Carroll | For | For | Management |
| 1.2 | Elect Director Dod A. Fraser | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Increase Authorized Common Stock | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

SPIRIT AEROSYSTEMS HOLDINGS, INC

Ticker: SPR Security ID: 848574109

Meeting Date: APR 22, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Charles L. Chadwell | For | For | Management |
| 1.2 | Elect Director Ivor Evans | For | For | Management |
| 1.3 | Elect Director Paul Fulchino | For | Withhold | Management |
| 1.4 | Elect Director Richard Gephardt | For | Withhold | Management |
| 1.5 | Elect Director Robert Johnson | For | For | Management |
| 1.6 | Elect Director Ronald Kadish | For | For | Management |
| 1.7 | Elect Director Francis Raborn | For | For | Management |
| 1.8 | Elect Director Jeffrey L. Turner | For | For | Management |
| 1.9 | Elect Director James L. Welch | For | For | Management |
| 1.10 | Elect Director Nigel Wright | For | Withhold | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |
| 3 | Amend Restricted Stock Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

4 Ratify Auditors For For Management

STRAYER EDUCATION, INC.

Ticker: STRA Security ID: 863236105

Meeting Date: APR 29, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Robert S. Silberman | For | For | Management |
| 1.2 | Elect Director Dr. Charlotte F. Beason | For | For | Management |
| 1.3 | Elect Director William E. Brock | For | For | Management |
| 1.4 | Elect Director David A. Coulter | For | For | Management |
| 1.5 | Elect Director Gary Gensler | For | For | Management |
| 1.6 | Elect Director Robert R. Grusky | For | For | Management |
| 1.7 | Elect Director Robert L. Johnson | For | For | Management |
| 1.8 | Elect Director Todd A. Milano | For | For | Management |
| 1.9 | Elect Director G. Thomas Waite, III | For | For | Management |
| 1.10 | Elect Director J. David Wargo | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

TAKE-TWO INTERACTIVE SOFTWARE, INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: TTWO Security ID: 874054109

Meeting Date: APR 17, 2008 Meeting Type: Annual

Record Date: FEB 19, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ben Feder | For | For | Management |
| 1.2 | Elect Director Strauss Zelnick | For | For | Management |
| 1.3 | Elect Director Robert A. Bowman | For | For | Management |
| 1.4 | Elect Director Grover C. Brown | For | For | Management |
| 1.5 | Elect Director Michael Dornemann | For | For | Management |
| 1.6 | Elect Director John F. Levy | For | For | Management |
| 1.7 | Elect Director J Moses | For | For | Management |
| 1.8 | Elect Director Michael J. Sheresky | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

THORATEC CORP.

Ticker: THOR Security ID: 885175307

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Neil F. Dimick | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | | |
|-----|--------|-----------------------------|-----|-----|------------|
| 1.2 | Elect | Director J. Donald Hill | For | For | Management |
| 1.3 | Elect | Director Gerhard F. Burbach | For | For | Management |
| 1.4 | Elect | Director Howard E. Chase | For | For | Management |
| 1.5 | Elect | Director J. Daniel Cole | For | For | Management |
| 1.6 | Elect | Director Steven H. Collis | For | For | Management |
| 1.7 | Elect | Director Elisha W. Finney | For | For | Management |
| 1.8 | Elect | Director D. Keith Grossman | For | For | Management |
| 1.9 | Elect | Director Daniel M. Mulvena | For | For | Management |
| 2 | Amend | Omnibus Stock Plan | For | For | Management |
| 3 | Ratify | Auditors | For | For | Management |

VERTEX PHARMACEUTICALS INC.

Ticker: VRTX Security ID: 92532F100

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Stuart J.M. Collinson | For | For | Management |
| 1.2 | Elect Director Eugene H. Cordes | For | For | Management |
| 1.3 | Elect Director Matthew W. Emmens | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

5 Ratify Auditors For For Management

 VMWARE INC

Ticker: VMW Security ID: 928563402

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 21, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------|---------|-----------|------------|
| 1 | Elect Director Renee J. James | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |

 WYNN RESORTS LTD

Ticker: WYNN Security ID: 983134107

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Kazuo Okada | For | For | Management |
| 1.2 | Elect Director Robert J. Miller | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|----------------------------|-----|-----|------------|
| 1.3 | Elect Director Allan Zeman | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

===== LIB ALL-STAR GRTH WEATHERBIE =====

ACCURAY INC.

Ticker: ARAY Security ID: 004397105

Meeting Date: DEC 12, 2007 Meeting Type: Annual

Record Date: OCT 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert S. Weiss | For | For | Management |
| 1.2 | Elect Director Li Yu | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

AFFILIATED MANAGERS GROUP, INC.

Ticker: AMG Security ID: 008252108

Meeting Date: JUN 3, 2008 Meeting Type: Annual

Record Date: APR 22, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Richard E. Floor | For | For | Management |
| 1.2 | Elect Director Sean M. Healey | For | For | Management |
| 1.3 | Elect Director Harold J. Meyerman | For | For | Management |
| 1.4 | Elect Director William J. Nutt | For | For | Management |
| 1.5 | Elect Director Rita M. Rodriguez | For | For | Management |
| 1.6 | Elect Director Patrick T. Ryan | For | For | Management |
| 1.7 | Elect Director Jide J. Zeitlin | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

AMERICAN REPROGRAPHICS COMPANY

Ticker: ARP Security ID: 029263100

Meeting Date: MAY 2, 2008 Meeting Type: Annual

Record Date: MAR 20, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director S. Chandramohan | For | For | Management |
| 1.2 | Elect Director K. Suriyakumar | For | For | Management |
| 1.3 | Elect Director Thomas J. Formolo | For | For | Management |
| 1.4 | Elect Director Dewitt Kerry Mccluggage | For | For | Management |
| 1.5 | Elect Director Mark W. Mealy | For | For | Management |
| 1.6 | Elect Director Manuel Perez De La Mesa | For | For | Management |
| 1.7 | Elect Director Eriberto R. Scocimara | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ANSYS, INC.

Ticker: ANSS Security ID: 03662Q105

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James E. Cashman | For | For | Management |
| 1.2 | Elect Director W.R. McDermott | For | For | Management |
| 1.3 | Elect Director John F. Smith | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

AUXILIUM PHARMACEUTICALS, INC.

Ticker: AUXL Security ID: 05334D107

Meeting Date: JUN 12, 2008 Meeting Type: Annual

Record Date: APR 16, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Rolf A. Classon | For | For | Management |
| 1.2 | Elect Director Al Altomari | For | For | Management |
| 1.3 | Elect Director Armando Anido | For | For | Management |
| 1.4 | Elect Director Edwin A. Bescherer, Jr. | For | For | Management |
| 1.5 | Elect Director P.O. Chambon, M.D., Ph.D. | For | For | Management |
| 1.6 | Elect Director Oliver S. Fetzer, Ph.D. | For | For | Management |
| 1.7 | Elect Director Renato Fuchs, Ph.D. | For | For | Management |
| 1.8 | Elect Director Dennis Langer, M.D. J.D. | For | For | Management |
| 1.9 | Elect Director Dennis J. Purcell | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

BIOMARIN PHARMACEUTICAL INC.

Ticker: BMRN Security ID: 09061G101

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 25, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|--------------------------------------|-----|----------|------------|
| 1.1 | Elect Director Jean-Jacques Bienaime | For | For | Management |
| 1.2 | Elect Director Michael Grey | For | Withhold | Management |
| 1.3 | Elect Director Elaine J. Heron | For | For | Management |
| 1.4 | Elect Director Joseph Klein, III | For | For | Management |
| 1.5 | Elect Director Pierre Lapalme | For | For | Management |
| 1.6 | Elect Director V. Bryan Lawlis | For | For | Management |
| 1.7 | Elect Director Alan Lewis | For | For | Management |
| 1.8 | Elect Director Richard A. Meier | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

BJS RESTAURANTS INC

Ticker: BJRI Security ID: 09180C106

Meeting Date: JUN 4, 2008 Meeting Type: Annual

Record Date: APR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gerald W. Deitchle | For | For | Management |
| 1.2 | Elect Director James A. Dal Pozzo | For | For | Management |
| 1.3 | Elect Director J. Roger King | For | For | Management |
| 1.4 | Elect Director Paul A. Motenko | For | For | Management |
| 1.5 | Elect Director Shann M. Brassfield | For | For | Management |
| 1.6 | Elect Director Larry D. Bouts | For | For | Management |
| 1.7 | Elect Director Jeremiah J. Hennessy | For | For | Management |
| 1.8 | Elect Director John F. Grundhofer | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|-------------------------------|-----|-----|------------|
| 1.9 | Elect Director Peter A. Bassi | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

BRIGHT HORIZONS FAMILY SOLUTIONS, INC.

Ticker: BFAM Security ID: 109195107

Meeting Date: MAY 7, 2008 Meeting Type: Special

Record Date: MAR 28, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

BROWN & BROWN, INC.

Ticker: BRO Security ID: 115236101

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director J. Hyatt Brown | For | For | Management |
| 1.2 | Elect Director Samuel P. Bell, III | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|--|-----|-----|------------|
| 1.3 | Elect Director Hugh M. Brown | For | For | Management |
| 1.4 | Elect Director J. Powell Brown | For | For | Management |
| 1.5 | Elect Director Bradley Currey, Jr. | For | For | Management |
| 1.6 | Elect Director Jim W. Henderson | For | For | Management |
| 1.7 | Elect Director Theodore J. Hoepner | For | For | Management |
| 1.8 | Elect Director Toni Jennings | For | For | Management |
| 1.9 | Elect Director Wendell S. Reilly | For | For | Management |
| 1.10 | Elect Director John R. Riedman | For | For | Management |
| 1.11 | Elect Director Jan E. Smith | For | For | Management |
| 1.12 | Elect Director Chilton D. Varner | For | For | Management |
| 2 | Approve Nonqualified Employee Stock Purchase Plan | For | For | Management |

CARBO CERAMICS INC.

Ticker: CRR Security ID: 140781105

Meeting Date: APR 15, 2008 Meeting Type: Annual

Record Date: FEB 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Claude E. Cooke, Jr. | For | For | Management |
| 1.2 | Elect Director Chad C. Deaton | For | For | Management |
| 1.3 | Elect Director James B. Jennings | For | For | Management |
| 1.4 | Elect Director Gary A. Kolstad | For | For | Management |
| 1.5 | Elect Director H.E. Lentz, Jr. | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|-----------------------------------|-----|-----|------------|
| 1.6 | Elect Director Randy L. Limbacher | For | For | Management |
| 1.7 | Elect Director William C. Morris | For | For | Management |
| 1.8 | Elect Director Robert S. Rubin | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

CBEYOND, INC

Ticker: CBEY Security ID: 149847105

Meeting Date: JUN 13, 2008 Meeting Type: Annual

Record Date: APR 21, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James F. Geiger | For | For | Management |
| 1.2 | Elect Director Douglas C. Grissom | For | For | Management |
| 1.3 | Elect Director David A. Rogan | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: MAY 28, 2008 Meeting Type: Annual

Record Date: APR 3, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director David M. Demshur | For | For | Management |
| 1.2 | Elect Director Rene R. Joyce | For | For | Management |
| 1.3 | Elect Director Michael C. Kearney | For | For | Management |
| 2 | CONFIRMATION AND ADOPTION OF DUTCH STATUTORY ANNUAL ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2007. | For | For | Management |
| 3 | APPROVE AND RESOLVE THE CANCELLATION OF OUR REPURCHASED SHARES UP TO THE DATE OF OUR ANNUAL MEETING. | For | For | Management |
| 4 | APPROVE AND RESOLVE THE CANCELLATION OF 5% OF OUR ISSUED SHARE CAPITAL, IF PURCHASED FROM TIME TO TIME DURING THE 18-MONTH PERIOD FROM THE DATE OF THE ANNUAL MEETING UNTIL NOVEMBER 28, 2009. | For | For | Management |
| 5 | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF MANAGEMENT BOARD TO REPURCHASE UP TO 10% OF THE ISSUED SHARE CAPITAL OF THE COMPANY UNTIL NOVEMBER 28, 2009. | For | For | Management |
| 6 | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF SUPERVISORY BOARD TO ISSUE SHARES AND/OR TO GRANT RIGHTS. | For | For | Management |
| 7 | APPROVE AND RESOLVE THE EXTENSION OF AUTHORITY OF SUPERVISORY BOARD TO LIMIT OR ELIMINATE PREEMPTIVE RIGHTS OF HOLDERS OF COMMON SHARES AND/OR PREFERENCE SHARES | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

UNTIL MAY 28, 2013.

8 RATIFICATION OF APPOINTMENT OF For For Management
PRICEWATERHOUSECOOPERS LLP AS THE COMPANY
S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE
YEAR ENDED DECEMBER 31, 2008.

CORPORATE EXECUTIVE BOARD CO. (THE)

Ticker: EXBD Security ID: 21988R102

Meeting Date: JUN 12, 2008 Meeting Type: Annual

Record Date: APR 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas L. Monahan, III | For | For | Management |
| 1.2 | Elect Director Gregor S. Bailar | For | For | Management |
| 1.3 | Elect Director Stephen M. Carter | For | For | Management |
| 1.4 | Elect Director Gordon J. Coburn | For | For | Management |
| 1.5 | Elect Director Robert C. Hall | For | For | Management |
| 1.6 | Elect Director Nancy J. Karch | For | For | Management |
| 1.7 | Elect Director David W. Kenny | For | For | Management |
| 1.8 | Elect Director Daniel O. Leemon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

DAKTRONICS, INC.

Ticker: DAKT Security ID: 234264109

Meeting Date: AUG 15, 2007 Meeting Type: Annual

Record Date: JUN 20, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James B. Morgan | For | For | Management |
| 1.2 | Elect Director John L. Mulligan | For | For | Management |
| 1.3 | Elect Director Duane E. Sander | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

DOLLAR TREE INC.

Ticker: DLTR Security ID: 256746108

Meeting Date: JUN 19, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Macon F. Brock, Jr. | For | For | Management |
| 1.2 | Elect Director Mary Anne Citrino | For | For | Management |
| 1.3 | Elect Director Richard G. Lesser | For | For | Management |
| 1.4 | Elect Director Thomas E. Whiddon | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|---|---------|-----|-------------|
| 1.5 | Elect Director Arnold S. Barron | For | For | Management |
| 1.6 | Elect Director Carl P. Zeithaml | For | For | Management |
| 1.7 | Elect Director Lemuel E. Lewis | For | For | Management |
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Amend Omnibus Stock Plan | For | For | Management |
| 6 | Amend Omnibus Stock Plan | For | For | Management |
| 7 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 8 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 9 | Amend Omnibus Stock Plan | For | For | Management |
| 10 | Eliminate Supermajority Vote Requirement | For | For | Management |
| 11 | Declassify the Board of Directors | Against | For | Shareholder |

ELECTRONICS FOR IMAGING, INC.

Ticker: EFII Security ID: 286082102

Meeting Date: DEC 14, 2007 Meeting Type: Annual

Record Date: OCT 25, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gill Cogan | For | For | Management |
| 1.2 | Elect Director Guy Gecht | For | For | Management |
| 1.3 | Elect Director James S. Greene | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|---------------------------------------|-----|-----|------------|
| 1.4 | Elect Director Dan Maydan | For | For | Management |
| 1.5 | Elect Director Fred Rosenzweig | For | For | Management |
| 1.6 | Elect Director Christopher B. Paisley | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |

FASTENAL CO.

Ticker: FAST Security ID: 311900104

Meeting Date: APR 15, 2008 Meeting Type: Annual

Record Date: FEB 18, 2008

| # | 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 | For | Management |
| 1.4 | Elect Director Hugh L. Miller | For | For | Management |
| 1.5 | Elect Director Henry K. McConnon | For | For | Management |
| 1.6 | Elect Director Robert A. Hansen | For | For | Management |
| 1.7 | Elect Director Willard D. Oberton | For | Withhold | Management |
| 1.8 | Elect Director Michael J. Dolan | For | For | Management |
| 1.9 | Elect Director Reyne K. Wisecup | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

FINANCIAL FEDERAL CORP.

Ticker: FIF Security ID: 317492106

Meeting Date: DEC 11, 2007 Meeting Type: Annual

Record Date: OCT 15, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Lawrence B. Fisher | For | For | Management |
| 1.2 | Elect Director Michael C. Palitz | For | Withhold | Management |
| 1.3 | Elect Director Paul R. Sinsheimer | For | For | Management |
| 1.4 | Elect Director Leopold Swergold | For | For | Management |
| 1.5 | Elect Director H.E. Timanus, Jr. | For | For | Management |
| 1.6 | Elect Director Michael J. Zimmerman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

FLIR SYSTEMS, INC.

Ticker: FLIR Security ID: 302445101

Meeting Date: APR 25, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William W. Crouch | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|----------------------------------|-----|-----|------------|
| 1.2 | Elect Director John C. Hart | For | For | Management |
| 1.3 | Elect Director Angus L Macdonald | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

FORMFACTOR, INC.

Ticker: FORM Security ID: 346375108

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Dr. Homa Bahrami | For | For | Management |
| 1.2 | Elect Director G. Carl Everett, Jr. | For | For | Management |
| 1.3 | Elect Director Dr. Mario Ruscev | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |

GATX CORP.

Ticker: GMT Security ID: 361448103

Meeting Date: APR 25, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: FEB 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James M. Denny | For | For | Management |
| 1.2 | Elect Director Richard Fairbanks | For | For | Management |
| 1.3 | Elect Director Deborah M. Fretz | For | For | Management |
| 1.4 | Elect Director Ernst A. Haberli | For | For | Management |
| 1.5 | Elect Director Brian A. Kenney | For | For | Management |
| 1.6 | Elect Director Mark G. McGrath | For | For | Management |
| 1.7 | Elect Director Michael E. Murphy | For | For | Management |
| 1.8 | Elect Director David S. Sutherland | For | For | Management |
| 1.9 | Elect Director Casey J. Sylla | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

GFI GROUP INC

Ticker: GFIG Security ID: 361652209

Meeting Date: JAN 11, 2008 Meeting Type: Special

Record Date: NOV 19, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Increase Authorized Common Stock | For | Against | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

GFI GROUP INC

Ticker: GFIG Security ID: 361652209

Meeting Date: JUN 11, 2008 Meeting Type: Annual

Record Date: APR 16, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Michael Gooch | For | For | Management |
| 2 | Elect Director Marisa Cassoni | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Approve Executive Incentive Bonus Plan | For | For | Management |

GOLAR LNG

Ticker: GLNG Security ID: G9456A100

Meeting Date: SEP 28, 2007 Meeting Type: Annual

Record Date: AUG 15, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John Fredriksen | For | Withhold | Management |
| 1.2 | Elect Director Tor Olav Troim | For | Withhold | Management |
| 1.3 | Elect Director Kate Blankenship | For | Withhold | Management |
| 1.4 | Elect Director Frixos Savvides | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|--|-----|---------|------------|
| 2 | Ratify Auditors | For | For | Management |
| 3 | PROPOSAL TO AMEND THE COMPANY S BYE-LAWS. | For | Against | Management |
| 4 | PROPOSAL TO APPROVE THE REMUNERATION OF THE COMPANY S BOARD OF DIRECTORS. | For | For | Management |

HIBBETT SPORTS, INC.

Ticker: HIBB Security ID: 428567101

Meeting Date: JUN 2, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ralph T. Parks | For | For | Management |

HITTITE MICROWAVE CORPORATION

Ticker: HITT Security ID: 43365Y104

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stephen G. Daly | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|------------------------------------|-----|-----|------------|
| 1.2 | Elect Director Ernest L. Godshalk | For | For | Management |
| 1.3 | Elect Director Rick D. Hess | For | For | Management |
| 1.4 | Elect Director Adrienne M. Markham | For | For | Management |
| 1.5 | Elect Director Brian P. McAloon | For | For | Management |
| 1.6 | Elect Director Cosmo S. Trapani | For | For | Management |
| 1.7 | Elect Director Franklin Weigold | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

I-FLOW CORPORATION

Ticker: IFLO Security ID: 449520303

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director John H. Abeles, M.D. | For | For | Management |
| 1.2 | Elect Director Donald M. Earhart | For | For | Management |
| 1.3 | Elect Director Henry Tsutomu Tai, Ph.D., M.D. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

IHS INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: IHS Security ID: 451734107

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: MAR 5, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jerre L. Stead | For | For | Management |
| 1.2 | Elect Director C. Michael Armstrong | For | For | Management |
| 1.3 | Elect Director Balakrishnan S. Iyer | For | For | Management |
| 1.4 | Elect Director Brian H. Hall | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

INTERLINE BRANDS, INC.

Ticker: IBI Security ID: 458743101

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 11, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael E. DeDomenico | For | For | Management |
| 1.2 | Elect Director John J. Gavin | For | For | Management |
| 1.3 | Elect Director Ernest K. Jacquet | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

KAYDON CORP.

Ticker: KDN Security ID: 486587108

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 11, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mark A. Alexander | For | For | Management |
| 1.2 | Elect Director David A. Brandon | For | Withhold | Management |
| 1.3 | Elect Director Patrick P. Coyne | For | For | Management |
| 1.4 | Elect Director William K. Gerber | For | For | Management |
| 1.5 | Elect Director Timothy J. O'Donovan | For | For | Management |
| 1.6 | Elect Director James O'Leary | For | For | Management |
| 1.7 | Elect Director Thomas C. Sullivan | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

KEYSTONE AUTOMOTIVE INDUSTRIES, INC.

Ticker: KEYS Security ID: 49338N109

Meeting Date: AUG 1, 2007 Meeting Type: Annual

Record Date: JUN 28, 2007

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ronald G. Foster | For | For | Management |
| 1.2 | Elect Director James R. Gerrity | For | For | Management |
| 1.3 | Elect Director Richard L. Keister | For | For | Management |
| 1.4 | Elect Director Timothy C. Mcquay | For | For | Management |
| 1.5 | Elect Director Keith M. Thompson | For | For | Management |
| 1.6 | Elect Director John R. Moore | For | For | Management |
| 1.7 | Elect Director Stephen A. Rhodes | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

KEYSTONE AUTOMOTIVE INDUSTRIES, INC.

Ticker: KEYS Security ID: 49338N109

Meeting Date: OCT 10, 2007 Meeting Type: Special

Record Date: AUG 30, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | Against | Management |
| 2 | Adjourn Meeting | For | Against | Management |

LIFE TIME FITNESS, INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: LTM Security ID: 53217R207

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Bahram Akradi | For | For | Management |
| 1.2 | Elect Director Giles H. Bateman | For | For | Management |
| 1.3 | Elect Director James F. Halpin | For | For | Management |
| 1.4 | Elect Director Guy C. Jackson | For | For | Management |
| 1.5 | Elect Director John B. Richards | For | For | Management |
| 1.6 | Elect Director Stephen R. Sefton | For | For | Management |
| 1.7 | Elect Director Joseph H. Vassalluzzo | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |

LINCARE HOLDINGS, INC.

Ticker: LNCR Security ID: 532791100

Meeting Date: MAY 12, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------|---------|-----------|------------|
| 1.1 | Elect Director J.P. Byrnes | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|-----------------------------------|-----|----------|------------|
| 1.2 | Elect Director S.H. Altman, Ph.D. | For | Withhold | Management |
| 1.3 | Elect Director C.B. Black | For | Withhold | Management |
| 1.4 | Elect Director F.D. Byrne, M.D. | For | For | Management |
| 1.5 | Elect Director W.F. Miller, III | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

LKQ CORP.

Ticker: LKQX Security ID: 501889208

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director A. Clinton Allen | For | For | Management |
| 1.2 | Elect Director Robert M. Devlin | For | For | Management |
| 1.3 | Elect Director Donald F. Flynn | For | For | Management |
| 1.4 | Elect Director Kevin F. Flynn | For | For | Management |
| 1.5 | Elect Director Ronald G. Foster | For | For | Management |
| 1.6 | Elect Director Joseph M. Holsten | For | For | Management |
| 1.7 | Elect Director Richard L. Keister | 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 |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

MARTEK BIOSCIENCES CORP.

Ticker: MATK Security ID: 572901106

Meeting Date: MAR 13, 2008 Meeting Type: Annual

Record Date: JAN 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Elect Director Harry J. D'Andrea | For | Against | Management |
| 2 | Elect Director Polly B. Kawalek | For | Against | Management |
| 3 | Elect Director Jerome C. Keller | For | Against | Management |
| 4 | Elect Director Douglas J. MacMaster, Jr | For | Against | Management |
| 5 | Elect Director Robert H. Mayer | For | For | Management |
| 6 | Elect Director Eugene H. Rotberg | For | Against | Management |
| 7 | Ratify Auditors | For | For | Management |

MICROCHIP TECHNOLOGY, INC.

Ticker: MCHP Security ID: 595017104

Meeting Date: AUG 17, 2007 Meeting Type: Annual

Record Date: JUN 21, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|--|-----|-----|------------|
| 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 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

MONOTYPE IMAGING HOLDINGS INC

Ticker: TYPE Security ID: 61022P100

Meeting Date: JUN 6, 2008 Meeting Type: Annual

Record Date: APR 16, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Douglas J. Shaw | For | For | Management |
| 1.2 | Elect Director Peter J. Simone | For | For | Management |

NATCO GROUP, INC.

Ticker: NTG Security ID: 63227W203

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Record Date: MAR 11, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John U. Clarke | For | For | Management |
| 1.2 | Elect Director Thomas C. Knudson | For | For | Management |
| 1.3 | Elect Director Patrick M. McCarthy | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

NATIONAL INSTRUMENTS CORP.

Ticker: NATI Security ID: 636518102

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jeffrey L. Kodosky | For | For | Management |
| 1.2 | Elect Director Donald M. Carlton | For | For | Management |
| 1.3 | Elect Director John K. Medica | For | For | Management |

NEUSTAR, INC

Ticker: NSR Security ID: 64126X201

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Meeting Date: JUL 9, 2007 Meeting Type: Annual

Record Date: MAY 11, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jeffrey E. Ganek | For | For | Management |
| 1.2 | Elect Director Hellene S. Runtagh | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

NEUSTAR, INC

Ticker: NSR Security ID: 64126X201

Meeting Date: JUN 25, 2008 Meeting Type: Annual

Record Date: APR 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James G. Cullen | For | For | Management |
| 1.2 | Elect Director Joel P. Friedman | For | For | Management |
| 1.3 | Elect Director Kenneth A. Pickar | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

NIGHTHAWK RADIOLOGY HOLDINGS INC

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: NHWK Security ID: 65411N105

Meeting Date: APR 22, 2008 Meeting Type: Annual

Record Date: MAR 5, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jon D. Berger | For | For | Management |
| 1.2 | Elect Director Peter Y. Chung | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

OPTIONSXPRESS HOLDINGS, INC.

Ticker: OXPS Security ID: 684010101

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: APR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James A. Gray | For | For | Management |
| 1.2 | Elect Director Ned W. Bennett | For | For | Management |
| 1.3 | Elect Director Steven Fradkin | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

ORTHOFIX INTERNATIONAL

Ticker: OFIX Security ID: N6748L102

Meeting Date: JUN 19, 2008 Meeting Type: Annual

Record Date: APR 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1.1 | Elect Director James F. Gero | For | For | Management |
| 1.2 | Elect Director Peter J. Hewett | For | For | Management |
| 1.3 | Elect Director Jerry C. Benjamin | For | For | Management |
| 1.4 | Elect Director Charles W. Federico | For | For | Management |
| 1.5 | Elect Director Guy J. Jordan | For | For | Management |
| 1.6 | Elect Director Thomas J. Kester | For | For | Management |
| 1.7 | Elect Director Alan W. Milinazzo | For | For | Management |
| 1.8 | Elect Director Maria Sainz | For | For | Management |
| 1.9 | Elect Director Walter P. Von Wartburg | For | For | Management |
| 1.10 | Elect Director Kenneth R. Weisshaar | For | For | Management |
| 2 | PROPOSAL TO APPROVE AMENDMENT OF THE AMENDED AND RESTATED 2004 LONG-TERM INCENTIVE PLAN. | For | Against | Management |
| 3 | PROPOSAL TO APPROVE AMENDED AND RESTATED STOCK PURCHASE PLAN. | For | For | Management |
| 4 | PROPOSAL TO APPROVE AMENDMENT AND RESTATEMENT OF SECTION 8.3 OF THE ARTICLES OF ASSOCIATION. | For | For | Management |
| 5 | PROPOSAL TO APPROVE THE BALANCE SHEET AND INCOME STATEMENT AT AND FOR THE YEAR ENDED DECEMBER 31, 2007. | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

6 PROPOSAL TO RATIFY THE SELECTION OF ERNST For For Management
& YOUNG AS THE INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR ORTHOFIX AND
ITS SUBSIDIARIES FOR THE FISCAL YEAR
ENDING DECEMBER 31, 2008.

PATTERSON-UTI ENERGY INC.

Ticker: PTEN Security ID: 703481101

Meeting Date: JUN 5, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mark S. Siegel | For | For | Management |
| 1.2 | Elect Director Cloyce A. Talbott | For | For | Management |
| 1.3 | Elect Director Kenneth N. Berns | For | For | Management |
| 1.4 | Elect Director Charles O. Buckner | For | For | Management |
| 1.5 | Elect Director Curtis W. Huff | For | For | Management |
| 1.6 | Elect Director Terry H. Hunt | For | For | Management |
| 1.7 | Elect Director Kenneth R. Peak | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PHARMANET DEVELOPMENT GROUP, INC.

Ticker: PDGI Security ID: 717148100

Meeting Date: JUN 4, 2008 Meeting Type: Annual

Record Date: APR 21, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Rolf A. Classon | For | For | Management |
| 1.2 | Elect Director Lewis R. Elias, M.D. | For | For | Management |
| 1.3 | Elect Director Arnold Golieb | For | For | Management |
| 1.4 | Elect Director Jeffrey P. McMullen | For | For | Management |
| 1.5 | Elect Director David M. Olivier | For | For | Management |
| 1.6 | Elect Director Peter G. Tombros | For | For | Management |
| 1.7 | Elect Director Per Wold-Olsen | For | For | Management |
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

PHASE FORWARD INC

Ticker: PFWD Security ID: 71721R406

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 20, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert K. Weiler | For | For | Management |
| 1.2 | Elect Director Paul A. Bleicher | For | For | Management |
| 1.3 | Elect Director Axel Bichara | For | For | Management |
| 1.4 | Elect Director James I. Cash, Jr. | For | For | Management |
| 1.5 | Elect Director Richard A. D'Amore | For | For | Management |
| 1.6 | Elect Director Gary E. Haroian | For | For | Management |
| 1.7 | Elect Director Kenneth I. Kaitin | For | For | Management |
| 1.8 | Elect Director Dennis R. Shaughnessy | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

PHILLIPS-VAN HEUSEN CORP.

Ticker: PVH Security ID: 718592108

Meeting Date: JUN 19, 2008 Meeting Type: Annual

Record Date: APR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mary Baglivo | For | For | Management |
| 1.2 | Elect Director Emanuel Chirico | For | For | Management |
| 1.3 | Elect Director Edward H. Cohen | For | For | Management |
| 1.4 | Elect Director Joseph B. Fuller | For | For | Management |
| 1.5 | Elect Director Margaret L. Jenkins | For | For | Management |
| 1.6 | Elect Director Bruce Maggin | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|------|----------------------------------|-----|-----|------------|
| 1.7 | Elect Director V. James Marino | For | For | Management |
| 1.8 | Elect Director Henry Nasella | For | For | Management |
| 1.9 | Elect Director Rita M. Rodriguez | For | For | Management |
| 1.10 | Elect Director Craig Rydin | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

POLYCOM, INC.

Ticker: PLCM Security ID: 73172K104

Meeting Date: MAY 27, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert C. Hagerty | For | For | Management |
| 1.2 | Elect Director Michael R. Kourey | For | For | Management |
| 1.3 | Elect Director Betsy S. Atkins | For | For | Management |
| 1.4 | Elect Director David G. Dewalt | For | For | Management |
| 1.5 | Elect Director John A. Kelley, Jr. | For | For | Management |
| 1.6 | Elect Director Kevin J. Kennedy | For | For | Management |
| 1.7 | Elect Director D. Scott Mercer | For | For | Management |
| 1.8 | Elect Director William A. Owens | For | For | Management |
| 1.9 | Elect Director Kevin T. Parker | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

POLYMEDICA CORP.

Ticker: PLMD Security ID: 731738100

Meeting Date: SEP 18, 2007 Meeting Type: Annual

Record Date: JUL 23, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Frank W. LoGerfo, M.D. | For | For | Management |
| 1.2 | Elect Director Marcia J. Hooper | For | For | Management |
| 1.3 | Elect Director Edward A. Burkhardt | For | For | Management |
| 1.4 | Elect Director James J. Mahoney, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Executive Incentive Bonus Plan | For | For | Management |

POLYMEDICA CORP.

Ticker: PLMD Security ID: 731738100

Meeting Date: OCT 31, 2007 Meeting Type: Special

Record Date: SEP 24, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

PSS WORLD MEDICAL, INC.

Ticker: PSSI Security ID: 69366A100

Meeting Date: AUG 21, 2007 Meeting Type: Annual

Record Date: JUN 20, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jeffrey C. Crowe | For | For | Management |
| 1.2 | Elect Director Melvin L. Hecktman | For | For | Management |
| 1.3 | Elect Director Delores P. Kesler | For | For | Management |
| 1.4 | Elect Director David A. Smith | For | For | Management |

RESMED, INC.

Ticker: RMD Security ID: 761152107

Meeting Date: NOV 8, 2007 Meeting Type: Annual

Record Date: SEP 11, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael A. Quinn | For | For | Management |
| 1.2 | Elect Director Richard Sulpizio | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|-----------------|-----|-----|------------|
| 2 | Ratify Auditors | For | For | Management |
|---|-----------------|-----|-----|------------|

RESOURCES CONNECTION, INC.

Ticker: RECN Security ID: 76122Q105

Meeting Date: OCT 18, 2007 Meeting Type: Annual

Record Date: AUG 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Neil Dimick | For | For | Management |
| 1.2 | Elect Director Karen M. Ferguson | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

STANTEC INC.

Ticker: STN Security ID: 85472N109

Meeting Date: MAY 1, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Bradshaw | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|--|-----|-----|------------|
| 1.2 | Elect Director Anthony P. Franceschini | For | For | Management |
| 1.3 | Elect Director Susan E. Hartman | For | For | Management |
| 1.4 | Elect Director Aram H. Keith | For | For | Management |
| 1.5 | Elect Director Robert R. Mesel | For | For | Management |
| 1.6 | Elect Director Ivor M. Ruste | For | For | Management |
| 1.7 | Elect Director Ronald Triffo | For | For | Management |
| 2 | Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |

STERICYCLE, INC.

Ticker: SRCL Security ID: 858912108

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jack W. Schuler | For | For | Management |
| 1.2 | Elect Director Mark C. Miller | For | For | Management |
| 1.3 | Elect Director Thomas D. Brown | For | For | Management |
| 1.4 | Elect Director Rod F. Dammeyer | For | For | Management |
| 1.5 | Elect Director William K. Hall | For | For | Management |
| 1.6 | Elect Director Jonathan T. Lord, M.D. | For | For | Management |
| 1.7 | Elect Director John Patience | For | For | Management |
| 1.8 | Elect Director Thomas R. Reusche | For | For | Management |
| 1.9 | Elect Director Ronald G. Spaeth | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|---|----------------------------|-----|-----|------------|
| 2 | Approve Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

SURMODICS, INC.

Ticker: SRDX Security ID: 868873100

Meeting Date: JAN 28, 2008 Meeting Type: Annual

Record Date: DEC 7, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1 | Fix Number of Directors at 10 | For | For | Management |
| 2.1 | Elect Director Kenneth H. Keller | For | For | Management |
| 2.2 | Elect Director Robert C. Buhrmaster | For | For | Management |

TECHTARGET, INC.

Ticker: TTGT Security ID: 87874R100

Meeting Date: JUN 18, 2008 Meeting Type: Annual

Record Date: APR 23, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jay C. Hoag | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|--------------------------------|-----|----------|------------|
| 1.2 | Elect Director Roger M. Marino | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

TEXAS ROADHOUSE, INC.

Ticker: TXRH Security ID: 882681109

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James R. Ramsey | For | For | Management |
| 1.2 | Elect Director James R. Zarley | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

THOR INDUSTRIES, INC.

Ticker: THO Security ID: 885160101

Meeting Date: DEC 4, 2007 Meeting Type: Annual

Record Date: OCT 17, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director H. Coleman Davis III | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|----------------------------------|-----|-----|------------|
| 1.2 | Elect Director Peter B. Orthwein | For | For | Management |
| 1.3 | Elect Director William C. Tomson | For | For | Management |

TRANSDIGM GROUP INC.

Ticker: TDG Security ID: 893641100

Meeting Date: FEB 15, 2008 Meeting Type: Annual

Record Date: JAN 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Sean Hennessy | For | For | Management |
| 1.2 | Elect Director Douglas Peacock | For | Withhold | Management |

UNITED THERAPEUTICS CORP.

Ticker: UTHR Security ID: 91307C102

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------|---------|-----------|------------|
| 1.1 | Elect Director Raymond Dwek | For | For | Management |
| 1.2 | Elect Director Roger Jeffs | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|------------------------------------|-----|---------|------------|
| 1.3 | Elect Director Christopher Patusky | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | Against | Management |
| 3 | Ratify Auditors | For | For | Management |

UTI WORLDWIDE INC.

Ticker: UTIW Security ID: G87210103

Meeting Date: JUN 9, 2008 Meeting Type: Annual

Record Date: MAY 2, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Leon J. Level | For | For | Management |
| 2 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS OF THE COMPANY. | For | For | Management |

VCA ANTECH, INC.

Ticker: WOOF Security ID: 918194101

Meeting Date: JUN 4, 2008 Meeting Type: Annual

Record Date: APR 21, 2008

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director John B. Chickering, Jr. | For | For | Management |
| 1.2 | Elect Director John Heil | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

VISTAPRINT LIMITED

Ticker: VPRT Security ID: G93762204

Meeting Date: NOV 2, 2007 Meeting Type: Annual

Record Date: SEP 14, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Louis Page | For | For | Management |
| 1.2 | Elect Director Richard T. Riley | For | For | Management |
| 2 | TO RATIFY AND APPROVE THE APPOINTMENT OF | For | For | Management |

ERNST & YOUNG LLP AS THE COMPANY S

INDEPENDENT REGISTERED PUBLIC ACCOUNTING

FIRM FOR THE FISCAL YEAR ENDING JUNE 30,

2008.

WASTE CONNECTIONS, INC.

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

Ticker: WCN Security ID: 941053100

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert H. Davis | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

WRIGHT MEDICAL GROUP

Ticker: WMGI Security ID: 98235T107

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gary D. Blackford | For | For | Management |
| 1.2 | Elect Director Martin J. Emerson | For | For | Management |
| 1.3 | Elect Director Lawrence W. Hamilton | For | For | Management |
| 1.4 | Elect Director Gary D. Henley | For | For | Management |
| 1.5 | Elect Director John L. Miclot | For | For | Management |
| 1.6 | Elect Director Amy S. Paul | For | For | Management |
| 1.7 | Elect Director Robert J. Quillinan | For | For | Management |
| 1.8 | Elect Director David D. Stevens | For | For | Management |

Edgar Filing: LIBERTY ALL STAR GROWTH FUND INC. - Form N-PX/A

| | | | | |
|-----|--------------------------------|-----|-----|------------|
| 1.9 | Elect Director James T. Treace | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |

===== LIBERTY ALL-STAR GROWTH FUND, INC. =====

===== END NPX REPORT

SIGNATURE

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

Liberty All-Star Growth Fund, Inc.

By: */s/ Jeremy O. May*
Jeremy O. May
Treasurer

Date: September 9, 2008