

Edgar Filing: Calamos Global Dynamic Income Fund - Form N-PX

Calamos Global Dynamic Income Fund
Form N-PX
August 27, 2010

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-22047

NAME OF REGISTRANT: Calamos Global Dynamic Income
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court
Naperville, IL 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President
Calamos Advisors LLC
2020 Calamos Court
Naperville, IL 60563-2787

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2009 - 06/30/2010

Calamos Global Dynamic Income Fund

3M COMPANY

Agen

Security: 88579Y101
Meeting Type: Annual
Meeting Date: 11-May-2010
Ticker: MMM
ISIN: US88579Y1010

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: LINDA G. ALVARADO	Mgmt	For
1B	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Mgmt	For
1C	ELECTION OF DIRECTOR: VANCE D. COFFMAN	Mgmt	For
1D	ELECTION OF DIRECTOR: MICHAEL L. ESKEW	Mgmt	For
1E	ELECTION OF DIRECTOR: W. JAMES FARRELL	Mgmt	For

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1F	ELECTION OF DIRECTOR: HERBERT L. HENKEL	Mgmt	For
1G	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Mgmt	For
1H	ELECTION OF DIRECTOR: ROBERT S. MORRISON	Mgmt	For
1I	ELECTION OF DIRECTOR: AULANA L. PETERS	Mgmt	For
1J	ELECTION OF DIRECTOR: ROBERT J. ULRICH	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS 3M'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	TO APPROVE THE AMENDED 2008 LONG-TERM INCENTIVE PLAN AND TO APPROVE THE EXPANDED PERFORMANCE CRITERIA AVAILABLE UNDER THE 2008 LONG-TERM INCENTIVE PLAN.	Mgmt	For
04	STOCKHOLDER PROPOSAL ON SPECIAL MEETINGS.	Shr	Against

ABB LTD

Agen

Security: H0010V101
 Meeting Type: AGM
 Meeting Date: 26-Apr-2010
 Ticker:
 ISIN: CH0012221716

Prop.#	Proposal	Proposal Type	Proposal Vote
	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET, SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE.	Non-Voting	No vote
	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING 689093, INCLUDING THE AGENDA. TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTRATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER THE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.	Non-Voting	No vote
	PLEASE NOTE THAT SEB WILL NOT ARRANGE WITH A REPRESENTATIVE. THANK YOU	Non-Voting	No vote
1.	Receive the annual report and consolidated financial	Mgmt	For

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	statements, annual financial statements and the Auditors' reports		
2.1	Approve the annual report, the consolidated financial statements, and the annual financial statements for 2009	Mgmt	For
2.2	Approve to accept the remuneration report as per the specified pages of the annual report	Mgmt	For
3.	Grant discharge to the Members of the Board of Directors and the persons entrusted with Management for fiscal 2009	Mgmt	For
4.	Approve to release CHF 340,000,000 of the legal reserves and allocate those released reserves to other reserves and to carry forward the available earnings in the amount of CHF 3,893,861,784	Mgmt	For
5.	Approve to reduce the share capital of CHF 3,587,160,187.38 by CHF 34,919,500.00 to CHF 3,552,240,687.38 by way of cancellation of the 22,675,000 shares with a nominal value of CHF 1.54 each which were bought back by the Company under the share buyback program announced in February 2008; to confirm as a result of the report of the Auditors, that the claims of the creditors are fully covered notwithstanding the capital reduction; amend Article 4 Para.1 of the Articles of Incorporation according to the specified wording as per the date of the entry of the capital reduction in the commercial register	Mgmt	For
6.	Approve to reduce the share capital of CHF 3,552,240,687.38 by CHF 1,176,391,396.47 to CHF 2,375,849,290.91 by way of reducing the nominal value of the registered shares from CHF 1.54 by CHF 0.51 to CHF 1.03 and to use the nominal value reduction amount for repayment to the shareholders; to confirm as a result of the report of the auditors, that the claims of the creditors are fully covered notwithstanding the capital reduction; and amend Article 4 Para.1 of the Articles of Incorporation according to the specified wording as per the date of the entry of the capital reduction in the commercial register and amend Article 4bis Paras. 1 and 4, and Article 4ter Para. 1 of the Articles of Incorporation, correspondingly reflecting the reduced nominal value of the registered shares from CHF 1.54 by CHF 0.51 to CHF 1.03, as per the date of the entry of the capital reduction in the commercial register	Mgmt	For
7.	Approve, to the extent that the general meeting approves the Board of Directors' proposal set forth in Item 6, to amend Article 13 para.1 of the Articles of Incorporation as specified	Mgmt	For
8.1	Approve, to replace the current Article 6 of the Articles of Incorporation concerning the form of the shares with the specified new Article	Mgmt	For

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8.2	Approve, to delete Section 6 of the Articles of Incorporation consisting of Article 32 "In-Kind Contributions" and Article 33 "Acquisitions of Property"	Mgmt	For
9.1	Re-elect Roger Agnelli, Brazilian to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.2	Re-elect Louis R. Hughes, American to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.3	Re-elect Hans Ulrich Marki, Swiss to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.4	Re-elect Michel de Rosen, French to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.5	Re-elect Michael Treschow, Swedish to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.6	Re-elect Bernd W. Voss, German to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
9.7	Re-elect Jacob Wallenberg, Swedish to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	Against
9.8	Re-elect Hubertus von Grunberg, German to the Board of Directors for a further period of one year, until the AGM 2011	Mgmt	For
10.	Election of Ernst & Young AG as the Auditors for fiscal 2010	Mgmt	For

 ABBOTT LABORATORIES

Agent

 Security: 002824100
 Meeting Type: Annual
 Meeting Date: 23-Apr-2010
 Ticker: ABT
 ISIN: US0028241000

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR R.J. ALPERN R.S. AUSTIN W.M. DALEY	Mgmt Mgmt Mgmt	For For For

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	W.J. FARRELL	Mgmt	For
	H.L. FULLER	Mgmt	For
	W.A. OSBORN	Mgmt	For
	D.A.L. OWEN	Mgmt	For
	R.S. ROBERTS	Mgmt	For
	S.C. SCOTT III	Mgmt	For
	W.D. SMITHBURG	Mgmt	For
	G.F. TILTON	Mgmt	For
	M.D. WHITE	Mgmt	For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL-ADVISORY VOTE	Shr	Against
04	SHAREHOLDER PROPOSAL-SPECIAL SHAREHOLDER MEETINGS	Shr	Against

ACERGY SA, LUXEMBOURG

Agen

Security: L00306107
Meeting Type: EGM
Meeting Date: 04-Aug-2009
Ticker:
ISIN: LU0075646355

Prop.#	Proposal	Proposal Type	Proposal Vote
	PLEASE NOTE THAT DUE TO THE FACT THAT RESOLUTIONS 9 AND 10 DID NOT MEET QUORUM AT THE AGM ON 22 MAY THEY NEED TO BE VOTED UPON AGAIN. THANK YOU.	Non-Voting	No Action
9.	Approve, in conformity with the provisions of the Luxembourg Company Law and Article 5 of the Company's Articles of Incorporation to: i) extend the validity of the Company's authorised share capital of USD 460,000,000 represented by 230,000,000 Common Shares par value USD 2.00 per share of which 194,953,972 Common Shares par value USD 2.00 per share have been issued, and ii) the report of the Board of Directors of the Company recommending and to authorize the Board to implement the suppression of shareholders' pre-emptive rights in respect of the issuance of shares for cash with respect of all authorized but un-issued common shares, in particular: a) to issue common shares for cash whether in a private transaction or in a public offering at such price as determined by the Board of Directors of the Company [including below market value if deemed by the Board of Directors to be in the best interest of the Company] in order to enlarge or diversify the shareholder base through the entry of new investors, and b) to issue, or offer to issue, common shares in connection with participation, financing, joint venture or other strategic proposals,	Mgmt	No Action

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strategies or projects and/or to secure financing if the Board of Directors of the Company determines same to be in the best interest of the Company [including below Market value if deemed by the Board of Directors to be in the best interest of the Company], provided that no common shares shall be so issued pursuant to subsections (a) or (b) hereof at a price of less than 75% of the market value determined by the average Closing price for such common shares on the Oslo Stock Exchange [or the average closing price for American Depositary Shares [ADSs] on the Nasdaq Stock Market, Inc., if applicable] for the ten most recent trading days prior to such transaction and further provided that common shares shall be issued otherwise on the terms and Conditions set forth in such report, including where the issue price is less than the "par value" of a common shares [USD 2.00], to authorize the Board of Directors to proceed with any such transaction and to transfer from the "paid-in" surplus ["free reserves"] account of the Company to the "par value" account of the Company any such deficiency between the par value and the issue price of any such shares, each of the foregoing actions to be effective for a further 5 year period from the date of publication of the minutes of the AGM in the Luxembourg official gazette and, iii) make all consequential changes to the Articles of Incorporation

- | | | | |
|-----|---|------|-----------|
| 10. | <p>Authorize the Board of Directors of the Company to cancel shares which have been bought back or which may be bought back from time to time by the Company or any indirect subsidiary thereof as the Board of Directors sees fit and to make all consequential changes to the Articles of Incorporation to reflect the cancellation in the number of issued common shares</p> | Mgmt | No Action |
|-----|---|------|-----------|

ACERGY SA, LUXEMBOURG

Agen

Security: L00306107
Meeting Type: EGM
Meeting Date: 17-Dec-2009
Ticker:
ISIN: LU0075646355

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | To approve the adoption of revised Articles of Association | Mgmt | For |
| 2. | To appoint Mr. Dod Fraser as a Director of the Company to hold office until the next AGM or | Mgmt | For |

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until his successor is appointed

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|----|--|------------|---------|
| 3. | To approve the adoption of the Acergy S.A. 2009 Long-Term Incentive Plan | Mgmt | For |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN BLOCKING STATUS. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. | Non-Voting | No vote |

ACERGY SA, LUXEMBOURG

Agen

Security: L00306AB3
Meeting Type: EGM
Meeting Date: 17-Dec-2009
Ticker:
ISIN: XS0267243417

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Approve the recommendations with respect to the adoption of revised Articles of Incorporation, the appointment of a new Director and adopt the New Long Term Incentive Plan | Mgmt | For |

ADIDAS AG

Agen

Security: D0066B102
Meeting Type: AGM
Meeting Date: 06-May-2010
Ticker:
ISIN: DE0005003404

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | AS A CONDITION OF VOTING, GERMAN MARKET REGULATIONS REQUIRE THAT YOU DISCLOSE WHETHER YOU HAVE A CONTROLLING OR PERSONAL INTEREST IN THIS COMPANY. SHOULD EITHER BE THE CASE, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE SO THAT WE MAY LODGE YOUR INSTRUCTIONS ACCORDINGLY. IF YOU DO NOT HAVE A CONTROLLING OR PERSONAL INTEREST, SUBMIT YOUR VOTE AS NORMAL. THANK YOU | Non-Voting | No vote |
| | PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 15 APR 2010, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE - 1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT | Non-Voting | No vote |

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ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH
THE GERMAN LAW. THANK YOU

1.	Presentation of the financial statements and annual report for the 2009 FY with the report of the Supervisory Board, the group financial statements, the group annual report, and the reports pursuant to Sections 289[4] and 315[4] of the German Commercial Code	Non-Voting	No vote
2.	Resolution on the appropriation of the distributable profit of EUR 284,555,044.87 as follows: payment of a dividend of EUR 0.35 per no-par share EUR 211,329,379.77 shall be carried forward Ex-dividend and payable date: 07 MAY 2010	Mgmt	For
3.	Ratification of the acts of the Board of Managing Directors	Mgmt	For
4.	Ratification of the acts of the Supervisory Board	Mgmt	For
5.	Approval of the remuneration system for the Board of Managing Directors	Mgmt	For
6.	Amendments to the Articles of Association Section 19[2], in respect of the notice of shareholders meeting being published in the electronic Federal Gazette at least 30 days prior to the last date of registration for the meeting, the publishing date of the notice of shareholders, meeting and the last date of registration not being included in the calculation of the 30 day period Section 20[1], in respect of shareholders being entitled to participate in and vote at the shareholders meeting if they register with the Company by the sixth day prior to the meeting and provide evidence of their shareholding Section 19[4], deletion Section 20[4], in respect of the Board of Managing Directors being authorized to permit the audiovisual transmission of the shareholders meeting Section 21[4], in respect of the Board of Managing Directors being authorized to permit shareholders to absentee vote at the shareholders meeting	Mgmt	For
7.	Resolution on the revocation of the existing authorized capital, the creation of new authorized capital, and the corresponding amendment to the Articles of Association, the existing authorized capital 2006 of up to EUR 20,000,000 shall be revoked, the Board of Managing Directors shall be authorized, with the consent of the Supervisory Board, to increase the share capital by up to EUR 20,000,000 through the issue of new bearer no-par shares against contributions in cash, within in a period of five years [authorized capital 2010], shareholders shall be granted subscription rights except for residual amounts and for a capital increase of up to 10% of the share capital if the shares are issued at a price not materially below their market	Mgmt	For

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| 8. | Resolution on the revocation of the contingent capital 1999/I and the corresponding amendment to the Articles of Association | Mgmt | For |
| 9. | Resolution on the revocation of the contingent capital 2003/II and the corresponding amendment to the Articles of Association | Mgmt | For |
| 10. | Resolution on the authorization to issue convertible and/or warrant bonds, the creation of contingent capital, and the corresponding amendment to the Articles of association, the authorization given by the shareholders meeting of 11 MAY 2006, to issue bonds and to create a corresponding contingent capital of up to EUR 20,000,000 shall be revoked, the Board of Managing Directors shall be authorized, with the consent of the Supervisory Board, to issue bearer and/or registered bonds of up to EUR 1,500,000,000 conferring conversion and/or option rights for shares of the Company, on or before 05 MAY 2015, Shareholders shall be granted subscription rights except for residual amounts, for the granting of such rights to holders of conversion or option rights, and for the issue of bonds conferring conversion and/or option rights for shares of the company of up to 10% of the share capital at a price not materially be low their theoretical market value, the Company's share capital shall be increased accordingly by up to EUR 36,000,000 through the issue of up to 36,000,000 new bearer no-par shares, insofar as conversion and/or option rights are exercised [contingent capital 2010] | Mgmt | For |
| 11. | Renewal of the authorization to acquire own shares, the Company shall be authorized to acquire own shares of up to 10% of its share capital, at a price neither more than 10% above, nor more than 20% below, the market price of the shares, on or before 05 MAY 2015, the Board of Managing Directors shall be authorized to offer the shares on the stock exchange or to all shareholders, to dispose of the shares in a manner other than the stock exchange or by way of a rights offering if the shares are sold at a price not materially below their market price, to use the shares in connection with mergers and acquisitions or for satisfying option and conversion rights, and to retire the shares | Mgmt | For |
| 12. | Authorization to acquire own shares by using derivatives in connection with item 11, the Company shall also be authorized to acquire own shares by using derivatives at a price neither more than 10% above, nor more than 20% below, the market price of the shares, the authorization shall be limited to up to 5% of the share capital | Mgmt | For |

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| 13. | Resolution on the conversion of the bearer shares of the Company into registered shares and the corresponding amendments to the Articles of association and resolutions of shareholders meetings | Mgmt | For |
| 14. | Appointment of auditors a) Audit of the financial statements for the 2010 FY: KPMG AG, Frankfurt
b) Review of the interim financial statements for the first half of the 2010 FY: KPMG AG, Frankfurt | Mgmt | For |

AFLAC INCORPORATED

Agen

Security: 001055102
Meeting Type: Annual
Meeting Date: 03-May-2010
Ticker: AFL
ISIN: US0010551028

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: DANIEL P. AMOS	Mgmt	For
1B	ELECTION OF DIRECTOR: JOHN SHELBY AMOS II	Mgmt	For
1C	ELECTION OF DIRECTOR: PAUL S. AMOS II	Mgmt	For
1D	ELECTION OF DIRECTOR: MICHAEL H. ARMACOST	Mgmt	For
1E	ELECTION OF DIRECTOR: KRISS CLONINGER III	Mgmt	For
1F	ELECTION OF DIRECTOR: JOE FRANK HARRIS	Mgmt	For
1G	ELECTION OF DIRECTOR: ELIZABETH J. HUDSON	Mgmt	For
1H	ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON	Mgmt	For
1I	ELECTION OF DIRECTOR: ROBERT B. JOHNSON	Mgmt	For
1J	ELECTION OF DIRECTOR: CHARLES B. KNAPP	Mgmt	For
1K	ELECTION OF DIRECTOR: E. STEPHEN PURDOM, M.D.	Mgmt	For
1L	ELECTION OF DIRECTOR: BARBARA K. RIMER, DR. PH	Mgmt	For
1M	ELECTION OF DIRECTOR: MARVIN R. SCHUSTER	Mgmt	For
1N	ELECTION OF DIRECTOR: DAVID GARY THOMPSON	Mgmt	For
1O	ELECTION OF DIRECTOR: ROBERT L. WRIGHT	Mgmt	For
1P	ELECTION OF DIRECTOR: TAKURO YOSHIDA	Mgmt	For

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02	TO CONSIDER AND APPROVE THE FOLLOWING ADVISORY (NON-BINDING) PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE OVERALL EXECUTIVE PAY-FOR-PERFORMANCE COMPENSATION POLICIES AND PROCEDURES EMPLOYED BY THE COMPANY, AS DESCRIBED IN THE COMPENSATION DISCUSSION AND ANALYSIS AND THE TABULAR DISCLOSURE REGARDING NAMED EXECUTIVE OFFICER COMPENSATION IN THIS PROXY STATEMENT."	Mgmt	For
03	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2010.	Mgmt	For

ALCON, INC.

Agen

Security: H01301102
Meeting Type: Annual
Meeting Date: 20-May-2010
Ticker: ACL
ISIN: CH0013826497

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF THE 2009 ANNUAL REPORT AND ACCOUNTS OF ALCON, INC. AND THE 2009 CONSOLIDATED FINANCIAL STATEMENTS OF ALCON, INC. AND SUBSIDIARIES	Mgmt	For
02	APPROPRIATION OF AVAILABLE EARNINGS AND PROPOSED DIVIDEND TO SHAREHOLDERS FOR THE FINANCIAL YEAR 2009	Mgmt	For
03	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2009	Mgmt	Against
04	ELECTION OF KPMG AG, ZUG, AUDITORS	Mgmt	For
05	ELECTION OF OBT AG, ZURICH, AS SPECIAL AUDITORS	Mgmt	For
06	AMENDMENTS TO THE ARTICLES OF ASSOCIATION	Mgmt	For
7A	ELECTION OF DIRECTOR: WERNER BAUER	Mgmt	Against
7B	ELECTION OF DIRECTOR: FRANCISCO CASTANER	Mgmt	Against
7C	ELECTION OF DIRECTOR: LODEWIJK J.R. DE VINK	Mgmt	For

ALSTOM

Agen

Security: F0259M475
Meeting Type: MIX
Meeting Date: 22-Jun-2010

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Ticker:
ISIN: FR0010220475

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	No vote
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card directly to the sub custodian. Please contact your Client Service Representative to obtain the necessary card, account details and directions. The following applies to Non-Resident Shareowners: Proxy Cards: Voting instructions will be forwarded to the Global Custodians that have become Registered Intermediaries, on the Vote Deadline Date. In capacity as Registered Intermediary, the Global Custodian will sign the Proxy Card and forward to the local custodian. If you are unsure whether your Global Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	No vote
CMMT	Please note that important additional meeting information is available by clicking on the material URL link - https://balo.journal-officiel.gouv.fr/pdf/2010/0507/201005071001964.pdf	Non-Voting	No vote
0.1	Approve the financial statements and transactions for the FYE on 31 MAR 2010	Mgmt	For
0.2	Approve the consolidated financial statements for the FYE on 31 MAR 2009	Mgmt	For
0.3	Approve the allocation of income	Mgmt	For
0.4	Approve the special report of the Statutory Auditors on the regulated Agreements and undertakings	Mgmt	For
0.5	Approve the renewal of Mr. Olivier Bouygues' term as Board Member	Mgmt	Abstain
0.6	Approve the renewal of term of the Company Bouygues as Board Member	Mgmt	For
0.7	Approve the renewal of Mr. Georges Chodron de Courcel as term as Board Member	Mgmt	Abstain
0.8	Appointment of Mrs. Lalita D. Gupte as a Board Member	Mgmt	Abstain
0.9	Appointment of Mrs. Katrina Landis as a Board Member	Mgmt	For
0.10	Approve to determine the amount for the attendance allowances	Mgmt	For

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O.11	<p>Authorize the Board of Directors to proceed with transactions on the Company's own shares</p>	Mgmt	For
E.12	<p>Authorize the Board of Directors to increase the share capital by issuing shares and any securities giving access to shares of the Company or of one of its subsidiaries with preferential subscription rights and/or by incorporation of premiums, reserves, profits or other funding for a maximum nominal amount of capital increase of EUR 600 million, that is about 29.2% of the capital, with allocation on this amount of those set under the 13th and 16th Resolutions</p>	Mgmt	For
E.13	<p>Authorize the Board of Directors to increase the share capital by issuing shares and any securities giving access to shares of the Company or of one of its subsidiaries with cancellation of preferential subscription rights for a maximum nominal amount of capital of EUR 300 million, that is about 14.6% of the capital, with allocation of this amount on the one set under the 12th Resolution and allocation on this amount of the one set under the 14th Resolution</p>	Mgmt	For
E.14	<p>Authorize the Board of Directors to increase the capital within the limit of 10% in consideration for the contributions in kind as equity securities or securities giving access to the capital with allocation of this amount on those set under the 12th and 13th Resolutions</p>	Mgmt	For
E.15	<p>Authorize the Board of Directors to increase the share capital by issuing shares or securities giving access to shares of the Company reserved for Members of a Company savings plan within the limit of 2% of the capital with allocation of this amount on the one set under the 12th Resolution</p>	Mgmt	For
E.16	<p>Authorize the Board of Directors to increase the share capital with cancellation of preferential subscription rights of the shareholders in favor of a given category of beneficiaries allowing the employees of foreign subsidiaries of the Group to benefit from an employee savings plan similar to the one offered under the previous resolution within the limit of 0.5% of the capital with allocation of this amount on those set in the 15th and 16th Resolutions</p>	Mgmt	For
E.17	<p>Authorize the Board of Directors to carry out free allocations of shares existing or to be issued within the limit of 1% of the capital with allocation of this amount on the one set under the 18th Resolution, of which a maximum of 0.02% may be allocated</p>	Mgmt	For

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to the corporate officers of the Company

E.18	Authorize the Board of Directors to grant options to subscribe for or purchase shares of the Company within the limit of 2.5% of the capital minus any amounts allocated under the 17th resolution of which a maximum of 0.10% may be allocated to corporate officers	Mgmt	For
E.19	Amend the Article 7 of the Statutes	Mgmt	For
E.20	Powers to carry through the decisions of the General Meeting and accomplish the formalities	Mgmt	For

 AMAZON.COM, INC.

Agen

Security: 023135106
 Meeting Type: Annual
 Meeting Date: 25-May-2010
 Ticker: AMZN
 ISIN: US0231351067

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JEFFREY P. BEZOS	Mgmt	For
1B	ELECTION OF DIRECTOR: TOM A. ALBERG	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1D	ELECTION OF DIRECTOR: WILLIAM B. GORDON	Mgmt	For
1E	ELECTION OF DIRECTOR: ALAIN MONIE	Mgmt	For
1F	ELECTION OF DIRECTOR: THOMAS O. RYDER	Mgmt	For
1G	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Mgmt	For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
03	SHAREHOLDER PROPOSAL CALLING FOR THE COMPANY TO MAKE CERTAIN DISCLOSURES REGARDING CORPORATE POLITICAL CONTRIBUTIONS	Shr	Against

 AMEC PLC

Agen

Security: G02604117
 Meeting Type: AGM
 Meeting Date: 13-May-2010
 Ticker:
 ISIN: GB0000282623

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Prop.#	Proposal	Proposal Type	Proposal Vote
1	Receive the accounts and the reports of the Directors and the Auditors for the YE 31 DEC 2009	Mgmt	For
2	Declare a final dividend	Mgmt	For
3	Approve the Directors remuneration report	Mgmt	For
4	Approve the remuneration policy set out in the Director's remuneration report	Mgmt	For
5	Reelection of Mr J M Green Armytage as a Director	Mgmt	For
6	Reelection of Mr S Y Brikho as a Director	Mgmt	For
7	Appointment of Ernst and Young LLP as the Auditors	Mgmt	For
8	Authorize the Directors to fix the remuneration of the Auditors	Mgmt	For
S.9	Amend the Articles of Association as referred to in the notice of meeting	Mgmt	For
10	Authorize the Directors to allot shares or to grant rights to subscribe for or to convert any security into shares	Mgmt	For
S.11	Approve the disapplication of Section 561(1) of the Companies Act 2006	Mgmt	For
S.12	Authorize the Company to make purchases of its own shares	Mgmt	For
S.13	Approve the notice of general meetings	Mgmt	For

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

Agen

Security: 02364W105
Meeting Type: Annual
Meeting Date: 17-Mar-2010
Ticker: AMX
ISIN: US02364W1053

Prop.#	Proposal	Proposal Type	Proposal Vote
I	APPROVAL OF A PROPOSAL TO CARRY OUT OPERATIONS REPRESENTING 20% (TWENTY PER CENT) OR MORE OF THE COMPANY'S CONSOLIDATED ASSETS AS SET FORTH IN THE COMPANY'S FOURTH QUARTER 2009 FINANCIAL AND OPERATING REPORT, IN COMPLIANCE WITH PROVISION SEVENTEENTH OF THE COMPANY'S	Mgmt	Abstain

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BY-LAWS AND ARTICLE 47 OF THE MEXICAN SECURITIES
MARKET LAW. ADOPTIONS OF RESOLUTIONS THEREOF.

II	APPOINTMENT OF DELEGATES TO EXECUTE AND, IF APPLICABLE, FORMALIZE THE RESOLUTIONS ADOPTED BY THE MEETING. ADOPTION OF RESOLUTIONS THEREOF.	Mgmt	Abstain
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AMERICA MOVIL, S.A.B. DE C.V.

Agen

Security: 02364W105
Meeting Type: Special
Meeting Date: 07-Apr-2010
Ticker: AMX
ISIN: US02364W1053

Prop.#	Proposal	Proposal Type	Proposal Vote
01	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.	Mgmt	Abstain
02	APPOINTMENT OF DELEGATES TO EXECUTE AND, IF APPLICABLE, FORMALIZE THE RESOLUTIONS ADOPTED BY THE MEETING. ADOPTION OF RESOLUTIONS THEREON.	Mgmt	For

AMERICAN INTERNATIONAL GROUP, INC.

Agen

Security: 026874784
Meeting Type: Annual
Meeting Date: 12-May-2010
Ticker: AIG
ISIN: US0268747849

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: ROBERT H. BENMOSCHE	Mgmt	For
1B	ELECTION OF DIRECTOR: HARVEY GOLUB	Mgmt	For
1C	ELECTION OF DIRECTOR: LAURETTE T. KOELLNER	Mgmt	For
1D	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH	Mgmt	For
1E	ELECTION OF DIRECTOR: ARTHUR C. MARTINEZ	Mgmt	Against
1F	ELECTION OF DIRECTOR: GEORGE L. MILES, JR.	Mgmt	For
1G	ELECTION OF DIRECTOR: HENRY S. MILLER	Mgmt	For

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1H	ELECTION OF DIRECTOR: ROBERT S. MILLER	Mgmt	For
1I	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Mgmt	For
1J	ELECTION OF DIRECTOR: MORRIS W. OFFIT	Mgmt	For
1K	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND	Mgmt	For
03	TO APPROVE A NON-BINDING SHAREHOLDER RESOLUTION ON EXECUTIVE COMPENSATION	Mgmt	For
04	TO APPROVE THE AMERICAN INTERNATIONAL GROUP, INC. 2010 STOCK INCENTIVE PLAN	Mgmt	For
05	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2010	Mgmt	For
06	SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING	Shr	Against
07	SHAREHOLDER PROPOSAL RELATING TO EXECUTIVE COMPENSATION RETENTION UPON TERMINATION OF EMPLOYMENT	Shr	Against
08	SHAREHOLDER PROPOSAL RELATING TO A SHAREHOLDER ADVISORY RESOLUTION TO RATIFY AIG'S POLITICAL SPENDING PROGRAM	Shr	Against

 ANGLO AMERN PLC

Agen

Security: G03764134
 Meeting Type: AGM
 Meeting Date: 22-Apr-2010
 Ticker:
 ISIN: GB00B1XZS820

Prop.#	Proposal	Proposal Type	Proposal Vote
1	Receive the financial statements of the Company and the group and the reports of the Directors and Auditors for the YE 31 DEC 2009	Mgmt	For
2	Election of Sir Philip Hampton as a Director of the Company	Mgmt	For
3	Election of Ray O'Rourke as a Director of the Company	Mgmt	For
4	Election of Sir John Parker as a Director of the Company	Mgmt	For
5	Election of Jack Thompson as a Director of the Company	Mgmt	For
6	Re-election of Cynthia Carroll as a Director	Mgmt	For

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	of the Company		
7	Re-election of Nicky Oppenheimer as a Director of the Company	Mgmt	For
8	Re-appointment of Deloitte LLP as the Auditors of the Company for the ensuing year	Mgmt	For
9	Authorize the Directors to determine the remuneration of the Auditors	Mgmt	For
10	Approve the Director's remuneration report for the YE 31 DEC 2009 set out in the annual report	Mgmt	For
11	Approve that the authority conferred on the Directors by Article 9.2 of the Company's new Articles as defined in Resolution 14 to be adopted at the conclusion of this AGM pursuant to Resolution 14 be renewed upon the new Articles becoming effective for the period ending at the end of the AGM in 2011 or on 30 JUN 2011, whichever is the earlier and for such period the Section 551 amount shall be USD 72.3 million; such authority shall be in substitution for all previous authorities pursuant to section 551 of the Companies Act 2006	Mgmt	For
S.12	Approve, subject to the passing of Resolution 11 above, to renew the power conferred on the Directors by Article 9.3 of the Company's New Articles to be adopted at the conclusion of the AGM pursuant to Resolution 14 upon the New Articles becoming effective for the period referred to in such resolution and for such period the Section 561 amount shall be USD 36.1 million; such authority shall be in substitution for all previous powers pursuant to Section 561 of the Companies Act 2006	Mgmt	For
S.13	Authorize the Company, pursuant to Section 701 of the Companies Act 2006, to make market purchases with in the meaning of Section 693 of the Companies Act 2006 of ordinary shares of 54 86/91 US cents each in the capital of the Company provided that, the maximum number of ordinary shares of 54 86/31 US cents each in the capital of the Company to be acquired is 197.3 million, at a minimum price which may be paid for an ordinary share is 54 86/91 US cents and the maximum price which may be paid for an ordinary share is an amount equal to the higher of 105% of the average of the middle market quotation for an ordinary share, as derived from the London Stock Exchange Daily Official List, CONTD	Mgmt	For
-	CONTD for the 5 business days immediately preceding the day on which such ordinary share is contracted to be purchased and the highest current bid as stipulated by Article 5(1)	Non-Voting	No vote

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of the Buy-back and stabilization regulations 2003; Authority expires at the conclusion of the AGM of the Company in 2011 except in relation to the purchase of ordinary shares the contract for which was concluded before the expiry of such authority and which might be executed wholly or partly after such expiry unless such authority is renewed prior to such time

- | | | | |
|------|---|------|-----|
| S.14 | Amend the Articles of Association of the Company by deleting all the provisions of the Company's Memorandum of Association by virtue of Section 28 of the Companies Act 2006, are to be treated as provisions of the Company's Articles of Association; and adopt the Articles of Association of the Company to the meeting and initialed by the Chairman of the meeting for the purpose of identification the 'New Articles' in substitution for, and to the exclusion of the existing Articles of Association | Mgmt | For |
| S.15 | Approve that a general meeting other than the AGM may be called on not less than 14 clear days' notice | Mgmt | For |

 APACHE CORPORATION

Agen

 Security: 037411105
 Meeting Type: Annual
 Meeting Date: 06-May-2010
 Ticker: APA
 ISIN: US0374111054

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ELECTION OF DIRECTOR: EUGENE C. FIEDOREK	Mgmt	For
02	ELECTION OF DIRECTOR: PATRICIA ALBJERG GRAHAM	Mgmt	For
03	ELECTION OF DIRECTOR: F.H. MERELLI	Mgmt	For
04	RATIFICATION OF ERNST & YOUNG AS APACHE'S INDEPENDENT AUDITORS.	Mgmt	For

 APPLE INC.

Agen

 Security: 037833100
 Meeting Type: Annual
 Meeting Date: 25-Feb-2010
 Ticker: AAPL

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ISIN: US0378331005

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM V. CAMPBELL MILLARD S. DREXLER ALBERT A. GORE, JR. STEVEN P. JOBS ANDREA JUNG A.D. LEVINSON, PH.D. JEROME B. YORK	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
02	TO APPROVE AMENDMENTS TO THE APPLE INC. 2003 EMPLOYEE STOCK PLAN.	Mgmt	For
03	TO APPROVE AMENDMENTS TO THE APPLE INC. 1997 DIRECTOR STOCK OPTION PLAN.	Mgmt	For
04	TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
05	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2010.	Mgmt	For
06	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED "SUSTAINABILITY REPORT," IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
07	TO CONSIDER A SHAREHOLDER PROPOSAL ENTITLED "AMEND CORPORATE BYLAWS ESTABLISHING A BOARD COMMITTEE ON SUSTAINABILITY," IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against

ARM HLDGS PLC

Agen

Security: G0483X122
Meeting Type: AGM
Meeting Date: 14-May-2010
Ticker:
ISIN: GB0000595859

Prop.#	Proposal	Proposal Type	Proposal Vote
1	Receive the annual report and accounts for the YE 31 DEC 2009	Mgmt	For
2	Declare a final dividend	Mgmt	For
3	Approve the Directors remuneration report	Mgmt	For
4	Re-elect Kathleen O'Donovan as a Director	Mgmt	For
5	Re-elect Young Sohn as a Director	Mgmt	For

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6	Re-elect Warren East as a Director	Mgmt	For
7	Re-appoint PricewaterhouseCoopers LLP as the Auditors of the Company	Mgmt	For
8	Authorize the Directors to fix the remuneration of the Auditors	Mgmt	For
9	Authorize the Directors to allot share capital	Mgmt	For
S.10	Approve to disapply pre-emption rights	Mgmt	For
S.11	Authorize the Company to make market purchases of its own shares	Mgmt	For
S.12	Authorize the Company to hold general meetings on 14 days notice	Mgmt	For
S.13	Adopt new Articles of Association	Mgmt	For

 ASahi BREWERIES, LTD.

Agen

 Security: J02100113
 Meeting Type: AGM
 Meeting Date: 26-Mar-2010
 Ticker:
 ISIN: JP3116000005

Prop.#	Proposal	Proposal Type	Proposal Vote
	Please reference meeting materials.	Non-Voting	No vote
1.	Approve Appropriation of Retained Earnings	Mgmt	For
2.1	Appoint a Director	Mgmt	For
2.2	Appoint a Director	Mgmt	For
2.3	Appoint a Director	Mgmt	For
2.4	Appoint a Director	Mgmt	For
2.5	Appoint a Director	Mgmt	For
2.6	Appoint a Director	Mgmt	For
2.7	Appoint a Director	Mgmt	For
2.8	Appoint a Director	Mgmt	For
2.9	Appoint a Director	Mgmt	For
2.10	Appoint a Director	Mgmt	For
2.11	Appoint a Director	Mgmt	For

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2.12	Appoint a Director	Mgmt	For
2.13	Appoint a Director	Mgmt	For
2.14	Appoint a Director	Mgmt	For
3.	Renewal of the Plan against Large-Scale Purchases of the Shares in the Company	Mgmt	For

ASX LTD

Agen

Security: Q0604U105
 Meeting Type: AGM
 Meeting Date: 30-Sep-2009
 Ticker:
 ISIN: AU000000ASX7

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	To receive the financial report, Directors' report and Auditor's report for ASX and its controlled entities for the YE 30 JUN 2009	Non-Voting	No vote
2.	To receive the financial report and the Auditor's report for the National Guarantee Fund for the YE 30 JUN 2009	Non-Voting	No vote
3.	Adopt the remuneration report for the YE 30 JUN 2009	Mgmt	For
4.A	Re-elect Roderic Holliday-Smith as a Director of ASX, who retires by rotation	Mgmt	For
4.B	Re-elect Jillian Segal as a Director of ASX, who retires by rotation	Mgmt	For
4.C	Re-elect Peter Warne as a Director of ASX, who retires by rotation	Mgmt	For
4.D	Elect Peter Marriott as a Director of ASX in accordance with the Constitution	Mgmt	For

AT&T INC.

Agen

Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 30-Apr-2010
 Ticker: T
 ISIN: US00206R1023

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Mgmt	For
1B	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Mgmt	For
1C	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1D	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Mgmt	For
1E	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Mgmt	For
1F	ELECTION OF DIRECTOR: JAMES P. KELLY	Mgmt	For
1G	ELECTION OF DIRECTOR: JON C. MADONNA	Mgmt	For
1H	ELECTION OF DIRECTOR: LYNN M. MARTIN	Mgmt	For
1I	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1J	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1K	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Mgmt	For
1L	ELECTION OF DIRECTOR: PATRICIA P. UPTON	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
03	CUMULATIVE VOTING.	Shr	Against
04	PENSION CREDIT POLICY.	Shr	Against
05	ADVISORY VOTE ON COMPENSATION.	Shr	Against
06	SPECIAL STOCKHOLDER MEETINGS.	Shr	Against

 AUTONOMY CORPORATION PLC, CAMBRIDGE

Agen

 Security: G0669T101
 Meeting Type: AGM
 Meeting Date: 24-Mar-2010
 Ticker:
 ISIN: GB0055007982

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive and adopt the accounts of the Company for the FYE 31 DEC 2009 together with the Directors' report, the Directors' remuneration report and the Auditors' report on those accounts and the auditable part of the remuneration report	Mgmt	For
2.	Approve the Directors' remuneration report included in the annual report and accounts for the YE	Mgmt	For

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31 DEC 2009

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| 3. | Approve the appointment of Robert Webb as a Director, such appointment having occurred after the conclusion of the last AGM of the Company | Mgmt | For |
| 4. | Re-elect Sushovan Hussain as a Director of the Company | Mgmt | For |
| 5. | Re-elect Michael Lynch as a Director of the Company | Mgmt | For |
| 6. | Re-elect John McMonigall as a Director of the Company | Mgmt | For |
| 7. | Re-elect Richard Perle as a Director of the Company | Mgmt | For |
| 8. | Re-elect Barry Ariko as a Director of the Company | Mgmt | For |
| 9. | Re-appoint Deloitte LLP as the Auditors of the Company in accordance with Section 489 of the Companies Act 2006 to hold office until the conclusion of the next general meeting at which the accounts of the Company are laid | Mgmt | For |
| 10. | Authorize the Directors of the Company to determine the Auditors' remuneration for the ensuing year | Mgmt | For |
| 11. | Authorize the Directors of the Company, in accordance with Section 551 of the Companies Act 2006 [the "Act"], to allot equity securities [within the meaning of Section 560 of the Act]: [a] up to an aggregate nominal amount of GBP 267,640.32; and [b] up to an aggregate nominal amount of GBP 267,640.32 in connection with a rights issue [as specified in the Listing Rules issued by the Financial Services Authority pursuant to Part VI of the Financial Services and Markets Act 2000], to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or Stock Exchange; [Authority expires at the conclusion of the Company's AGM in 2011]; and the Directors may allot equity securities after the expiry of this authority in pursuance of such an offer or agreement made prior to such expiry | Mgmt | For |
| S.12 | Authorize the Directors, subject to the passing of Resolution 11 above of the notice of meeting of which this resolution forms part, pursuant to Section 570 of the Companies Act 2006 [the "Act"] to allot equity securities [within the meaning of Section 560 of the Act]: [a] pursuant | Mgmt | For |

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to the authority conferred by Resolution 11[a] of the notice of meeting of which this resolution forms part, as if Section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to: [i] the allotment of equity securities in connection with any rights issue or other issue or offer by way of rights [including, without limitation, under an open offer or similar arrangement] to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or Stock Exchange; and [ii] the allotment of equity securities [otherwise than pursuant to this resolution above] up to an aggregate nominal value of GBP 40,146.05; and [b] pursuant to the authority conferred by Resolution 11[b] of the notice of meeting of which this resolution forms part, as if Section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities in connection with a rights issue [as defined in the Listing Rules issued by the Financial Services Authority pursuant to Part VI of the Financial Services and Markets Act 2000] to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or Stock Exchange; [Authority expires at the conclusion of the AGM of the Company s AGM in 2011]; and the Directors may allot equity securities after the expiry of this authority in pursuance of such an offer or agreement made prior to such expiry

S.13	Authorize the Company, for the purposes of Section 701 of the Companies Act 2006 to make one or more market purchases [within the meaning of Section 693[4] of that Act] on the London Stock Exchange of ordinary shares of 1/3 pence each in the capital of the Company provided that: [a] the maximum aggregate number of ordinary shares to be purchased is 24,087,628 [representing approximately 10% of the Company's issued ordinary share capital]; [b] the minimum price which may be paid for such shares is 1/3 pence per share; [c] the maximum price which may be paid for an ordinary share shall not be more than 5% above the average of the middle market quotations for an ordinary share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the	Mgmt	For
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date on which the ordinary share is purchased; and [Authority expires at the conclusion of the Company s AGM in 2011]; the Company, before the expiry, may make a contract to purchase ordinary shares which will or may be executed wholly or partly after such expiry

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|------|---|------|-----|
| S.14 | Approve, that the Company may hold general meetings of shareholders [other than AGM's] at not less than 14 clear days' notice, [Authority expires the earlier of the conclusion of the AGM of the Company to be held in 2011 or 15 months after the passing of this resolution] | Mgmt | For |
| S.15 | Adopt the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association, as specified | Mgmt | For |

 AVON PRODUCTS, INC.

 Agen

Security: 054303102
 Meeting Type: Annual
 Meeting Date: 06-May-2010
 Ticker: AVP
 ISIN: US0543031027

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR W. DON CORNWELL V. ANN HAILEY FRED HASSAN ANDREA JUNG MARIA ELENA LAGOMASINO ANN S. MOORE PAUL S. PRESSLER GARY M. RODKIN PAULA STERN LAWRENCE A. WEINBACH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3	APPROVAL OF 2010 STOCK INCENTIVE PLAN.	Mgmt	For

 BAE SYSTEMS PLC

 Agen

Security: G06940103
 Meeting Type: AGM
 Meeting Date: 05-May-2010
 Ticker:
 ISIN: GB0002634946

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the report and accounts	Mgmt	For
2.	Approve the remuneration report	Mgmt	For
3.	Approve the final dividend	Mgmt	For
4.	Re-elect Michael Hartnall as a Director	Mgmt	For
5.	Re-elect Sir peter Mason as a Director	Mgmt	For
6.	Re-elect Richard Olver as a Director	Mgmt	For
7.	Elect Paul Anderson as a Director	Mgmt	For
8.	Elect Linda Hudson as a Director	Mgmt	For
9.	Elect Nicholas Rose as a Director	Mgmt	For
10.	Re-appointment of the Auditors	Mgmt	For
11.	Approve the remuneration of the Auditors	Mgmt	For
12.	Approve the political donations up to specified limits	Mgmt	For
13.	Grant authority to allot issue new shares	Mgmt	For
s.14	Approve the disapplication of pre-emption rights	Mgmt	For
s.15	Grant authority to purchase own shares	Mgmt	For
s.16	Amend the Articles of Association	Mgmt	For
s.17	Approve the notice of general meetings	Mgmt	For

BANCO SANTANDER SA, SANTANDER

Agen

Security: E19790109
Meeting Type: OGM
Meeting Date: 11-Jun-2010
Ticker:
ISIN: ES0113900J37

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING DATE FROM 10 JUN 2010 TO 11 JUN 2010. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	No vote

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1	Approve the annual accounts balance sheet, profit and loss account, state of recognized income and expense, total state of changes in equity, cash flow statement and annual report and the management of Banco Santander, SA and its consolidated group, all with respect to the YE 31 DEC 2009	Mgmt	For
2	Approve the application for tax year 2009	Mgmt	For
3.a	Appointment of D. Becerro de Bengoa Jado Angel as a Director	Mgmt	For
3.b	Re-election of D. Francisco Javier Botin-Sanz De Sautuola and O Shea Tercero as the Directors	Mgmt	For
3.c	Re-election of Ms Isabel Tocino Biscarolasaga as a Director	Mgmt	For
3.d	Re-election of D. Fernando de Asua Alvarez as a Director	Mgmt	For
3.e	Re-election of D. Alfredo Saenz Abad as a Director	Mgmt	For
4	Re-appointment of Auditor for the year 2010	Mgmt	For
5	Authorize the bank and its subsidiaries to acquire own shares pursuant to the provisions of Article 75 of the Companies Act, thereby canceling the unused portion of the authorization granted by the AGM of shareholders on 19 JUN 2009	Mgmt	For
6	Approve the delegation to the Board of Directors of the power to execute the agreement adopted by the Board to increase the share capital in accordance with the provisions of Article 153.1) of the Companies Act, nullifying the authority granted by the said general meeting of 19 JUN 2009	Mgmt	For
7.a	Approve the increased capital by the amount determined under the terms of the deal by issuing new ordinary shares of medium 0.5 par value each, without premium, in the same class and series as those currently in circulation, from voluntary reserves from retained earnings, forecast allowance can express incomplete, with authority to delegate his time in the executive committee, to set the conditions the increase in all matters not covered by the general meeting, make losactos necessary for their execution, adapt the wording of paragraphs 1 and 2 of section 5 of the Bylaws to the new amount of share capital and provide public and private documents as are necessary for the execution of the increase, application to the competent bodies, national and foreign, COTND..	Mgmt	For
CONTD	..CONTD for admission to trading of the new shares on the Stock Exchanges of Madrid, Barcelona,	Non-Voting	No vote

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	Bilbao and Valencia, through the automated quotation system continuous market and the Stock foreign securities traded in the shares of Banco Santander Lisbon, London, Milan, Buenos Aires, Mexico and, through ADSs, in the New York Stock Exchange, as required at each one of them		
7.b	Approve to increased capital by the amount determined under the terms of the deal by issuing new ordinary shares of medium 0.5 par value each, without premium, in the same class and series as those currently in circulation, from voluntary reserves from retained earnings, forecast allowance can express incomplete, delegation of powers to the Board of Directors, with authority to delegate his time in the Executive Committee, to set the conditions the increase in all matters not covered by the General Board, perform the acts required for their execution, adapt the wording of paragraphs 1 and 2 of Article 5 of the Bylaws to the new amount of share capital and provide public and private documents as are necessary for the execution of the increase, application to the competent bodies, national and foreign, CONTD..	Mgmt	For
CONTD	..CONT for admission to trading of the new shares on the Stock Exchanges of Madrid, Barcelona, Bilbao and Valencia, through the Automated Quotation System Continuous Market and the Stock foreign securities traded in the shares of Banco Santander Lisbon, London, Milan, Buenos Aires, Mexico and, through ADSs, in the New York Stock Exchange, as required At each one of them	Non-Voting	No vote
8	Approve the delegation to the Board of Directors of the power to issue simple fixed income securities or debt instruments of similar nature including cedulas, promissory notes or warrants, as well as debt securities convertible or exchangeable into shares of society, in relation to fixed income securities convertible or exchangeable into shares of the Company, setting criteria for the determination of the bases and conditions for the conversion and/or exchange and attribution to the Board of Directors of the powers of increase in el capital the amount necessary, so as to exclude the preferential subscription right of shareholders, to rescind the unused portion of the delegation conferred by the agreement Ninth II of the ordinary general meeting of shareholders of 19 JUN 2009	Mgmt	For
9.a	Approve the policy of long-term incentives granted by the Board of Directors, new courses relating to specific actions plans for delivery of Santander for execution by the Bank and Santander Group	Mgmt	For

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companies and linked to the evolution of total return to shareholders or certain requirements for permanence and evolution of the Group

9.b	Approve the incentive scheme for employees of UK Plc Santander, and other Group companies in the UK by the Bank's stock options and linked to the contribution of monetary amounts and certain newspapers stay requirements	Mgmt	For
10	Authorize the Board of Directors to interpret, correct, add, implementation and development of agreements adopted by the Board, so as to substitute the powers received from the Board and granting of powers to the elevation to instrument public of such agreements	Mgmt	For
11	Receive the report on the remuneration policy for Directors	Mgmt	For

 BANK OF AMERICA CORPORATION

----- Agen

Security: 060505104
 Meeting Type: Special
 Meeting Date: 23-Feb-2010
 Ticker: BAC
 ISIN: US0605051046

Prop.#	Proposal	Proposal Type	Proposal Vote
01	A PROPOSAL TO ADOPT AN AMENDMENT TO THE BANK OF AMERICA CORPORATION AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 10 BILLION TO 11.3 BILLION.	Mgmt	For
02	A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES, IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL SET FORTH IN ITEM 1.	Mgmt	For

 BANK OF AMERICA CORPORATION

----- Agen

Security: 060505104
 Meeting Type: Annual
 Meeting Date: 28-Apr-2010
 Ticker: BAC
 ISIN: US0605051046

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: SUSAN S. BIES	Mgmt	For
1B	ELECTION OF DIRECTOR: WILLIAM P. BOARDMAN	Mgmt	For
1C	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1D	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Mgmt	For
1E	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1F	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1G	ELECTION OF DIRECTOR: D. PAUL JONES, JR.	Mgmt	For
1H	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1I	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1J	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Mgmt	For
1K	ELECTION OF DIRECTOR: DONALD E. POWELL	Mgmt	For
1L	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Mgmt	For
1M	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Mgmt	For
02	A PROPOSAL TO RATIFY THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2010	Mgmt	For
03	A PROPOSAL TO ADOPT AN AMENDMENT TO THE BANK OF AMERICA AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 11.3 BILLION TO 12.8 BILLION	Mgmt	For
04	AN ADVISORY (NON-BINDING) VOTE APPROVING EXECUTIVE COMPENSATION	Mgmt	For
05	A PROPOSAL TO APPROVE AN AMENDMENT TO THE 2003 KEY ASSOCIATE STOCK PLAN	Mgmt	For
06	STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT	Shr	Against
07	STOCKHOLDER PROPOSAL - NON-DEDUCTIBLE PAY	Shr	Against
08	STOCKHOLDER PROPOSAL - SPECIAL STOCKHOLDER MEETINGS	Shr	Against
09	STOCKHOLDER PROPOSAL - ADVISORY VOTE ON EXECUTIVE COMPENSATION	Shr	Against
10	STOCKHOLDER PROPOSAL - SUCCESSION PLANNING	Shr	Against
11	STOCKHOLDER PROPOSAL - DERIVATIVES TRADING	Shr	Against
12	STOCKHOLDER PROPOSAL - RECOUP INCENTIVE COMPENSATION	Shr	Against

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BANK OF NEW YORK MELLON CORP.

Agen

Security: 064058100
 Meeting Type: Annual
 Meeting Date: 13-Apr-2010
 Ticker: BK
 ISIN: US0640581007

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RUTH E. BRUCH NICHOLAS M. DONOFRIO GERALD L. HASSELL EDMUND F. KELLY ROBERT P. KELLY RICHARD J. KOGAN MICHAEL J. KOWALSKI JOHN A. LUKE, JR. ROBERT MEHRABIAN MARK A. NORDENBERG CATHERINE A. REIN WILLIAM C. RICHARDSON SAMUEL C. SCOTT III JOHN P. SURMA WESLEY W. VON SCHACK	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For For
02	PROPOSAL TO APPROVE THE ADVISORY (NON-BINDING) RESOLUTION RELATING TO 2009 EXECUTIVE COMPENSATION.	Mgmt	For
03	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT.	Mgmt	For
04	STOCKHOLDER PROPOSAL WITH RESPECT TO CUMULATIVE VOTING.	Shr	Against
05	STOCKHOLDER PROPOSAL REQUESTING ADOPTION OF POLICY REQUIRING FIVE-YEAR LOCK-UP PERIOD FOR SENIOR EXECUTIVES' EQUITY INCENTIVE AWARDS.	Shr	Against
06	STOCKHOLDER PROPOSAL REQUESTING STOCKHOLDER APPROVAL OF CERTAIN FUTURE SEVERANCE AGREEMENTS WITH SENIOR EXECUTIVES.	Shr	For

BANK OF PIRAEUS

Agen

Security: X06397107
 Meeting Type: OGM
 Meeting Date: 19-May-2010
 Ticker:
 ISIN: GRS014013007

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Prop.#	Proposal	Proposal Type	Proposal Vote
1	Approve the financial statements of 2009,with the reports of Board of the Directors, Auditors	Mgmt	For
2	Approve the dismissal of Board of Directors and Chartered Auditor from any compensational responsibility for 2009	Mgmt	For
3	Election of Chartered Auditors ordinary and substitute for 2010	Mgmt	For
4	Approve the payment of salaries and compensations to Board of Directors Members for 2009 and pre-approval for salaries payment to Board of Directors Members for 2010	Mgmt	For
5	Approve the determination of Audit Committee according to Article 37 of Law 3693/2008	Mgmt	For
6	Authorize the Board of Directors Members and Company's Managers to participate in other Company's Management according to Article 23 of Law 2190/1920	Mgmt	For
7	Various announcements	Mgmt	Abstain

 BASF SE

 Agen

Security: D06216101
 Meeting Type: AGM
 Meeting Date: 29-Apr-2010
 Ticker:
 ISIN: DE0005151005

Prop.#	Proposal	Proposal Type	Proposal Vote
	AS A CONDITION OF VOTING, GERMAN MARKET REGULATIONS REQUIRE THAT YOU DISCLOSE WHETHER YOU HAVE A CONTROLLING OR PERSONAL INTEREST IN THIS COMPANY. SHOULD EITHER BE THE CASE, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE SO THAT WE MAY LODGE YOUR INSTRUCTIONS ACCORDINGLY. IF YOU DO NOT HAVE A CONTROLLING OR PERSONAL INTEREST, SUBMIT YOUR VOTE AS USUAL THANK YOU	Non-Voting	No vote
	PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 08.04.2010 , WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE - 1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU	Non-Voting	No vote
1.	Presentation of the Financial Statements of	Non-Voting	No vote

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BASF SE and the BASF Group for the financial year 2009; presentation of the Management's Analyses of BASF SE and the BASF Group for the financial year 2009 including the explanatory reports on the data according to Section 289 (4) and Section 315 (4) of the German Commercial Code; presentation of the Report of the Supervisory Board

2.	Adoption of a resolution on the appropriation of profit	Mgmt	For
3.	Adoption of a resolution giving formal approval to the actions of the members of the Supervisory Board	Mgmt	For
4.	Adoption of a resolution giving formal approval to the actions of the members of the Board of Executive Directors	Mgmt	For
5.	Election of the auditor for the financial year 2010	Mgmt	For
6.	Adoption of a resolution on the change of bearer shares to registered shares and appropriate amendment of the Statutes	Mgmt	For
7.	Approval of the transmission of information by telecommunication and appropriate amendment of the Statutes	Mgmt	For
8.	Adoption of a resolution on the approval of the system of the remuneration of the members of the Board of Executive Directors	Mgmt	For
9.A	Adoption of a resolution on the amendment of Article 17, Nos. 2	Mgmt	For
9.B	Adoption of a resolution on the amendment of Article 17, Nos. 3	Mgmt	For
9.C	Adoption of a resolution on the amendment of Article 18, No. 2	Mgmt	For
	COUNTER PROPOSALS HAVE BEEN RECEIVED FOR THIS MEETING. A LINK TO THE COUNTER PROPOSAL INFORMATION IS AVAILABLE IN THE MATERIAL URL SECTION OF THE APPLICATION. IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES AT THE COMPANY'S MEETING.	Non-Voting	No vote

 BEIERSDORF AG, HAMBURG

Agen

 Security: D08792109
 Meeting Type: AGM
 Meeting Date: 29-Apr-2010
 Ticker:
 ISIN: DE0005200000

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Prop.#	Proposal	Proposal Type	Proposal Vote
	<p>AS A CONDITION OF VOTING, GERMAN MARKET REGULATIONS REQUIRE THAT YOU DISCLOSE WHETHER YOU HAVE A CONTROLLING OR PERSONAL INTEREST IN THIS COMPANY. SHOULD EITHER BE THE CASE, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE SO THAT WE MAY LODGE YOUR INSTRUCTIONS ACCORDINGLY. IF YOU DO NOT HAVE A CONTROLLING OR PERSONAL INTEREST, SUBMIT YOUR VOTE AS NORMAL. THANK YOU</p>	Non-Voting	No vote
	<p>PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 08 APR 2010, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE - 1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU</p>	Non-Voting	No vote
1.	<p>Presentation of the financial statements and annual report for the 2009 FY with the report of the Supervisory Board, the group financial statements, the group annual report, and the reports pursuant to Sections 289(4) and 315(4) of the German Commercial Code</p>	Non-Voting	No vote
2.	<p>Resolution on the appropriation of the distributable profit of EUR 190,517,406.18 as follows: Payment of a dividend of EUR 0.70 per no-par share EUR 31,744,117.38 shall be allocated to the revenue reserves Ex-dividend and payable date: 30 APR 2010</p>	Mgmt	For
3.	<p>Ratification of the acts of the Board of Managing Directors</p>	Mgmt	For
4.	<p>Ratification of the acts of the Supervisory Board</p>	Mgmt	For
5.	<p>Appointment of Auditors for the 2010 FY: Ernst + Young GmbH, Stuttgart</p>	Mgmt	For
6.	<p>Authorization to acquire own shares the company shall be authorized to acquire own shares of up to 10% of its share capital, at prices not deviating more than 20% from the market price of the shares, on or before 28 APR 2015 the Board of Managing Directors shall be authorized, to dispose of the shares in a manner other than through the stock exchange or by way of an offer to all shareholders if the shares are sold at a price not materially below their market price, to use the shares in connection with mergers and acquisitions and for the satisfaction of conversion and/or option rights, and to retire the shares</p>	Mgmt	For
7.	<p>Resolution on the revocation of the existing authorized capital I, the creation of a new</p>	Mgmt	For

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- authorized capital I, and the corresponding amendment to the Articles of Association the existing authorization to increase the share capital by up to EUR 45,000,000 shall be revoked the Board of Managing Directors shall be authorized, with the consent of the Supervisory Board, to increase the share capital by up to EUR 42,000,000 through the issue of new bearer no-par shares against contributions in cash, on or before 28 APR 2015 [authorized capital I] Shareholders shall be granted subscription rights except for residual amounts, and for the granting of such rights to holders of conversion or option rights
8. Resolution on the revocation of the existing authorized capital II, the creation of a new authorized capital II, and the corresponding amendment to the Articles of Association the existing authorization to increase the share capital by up to EUR 21,000,000 shall be revoked the Board of Managing Directors shall be authorized, with the consent of the Supervisory Board, to increase the share capital by up to EUR 25,000,000 through the issue of new bearer no-par shares against contributions in cash, on or before 28 APR 2015 [authorized capital II] Shareholders shall be granted subscription rights except for residual amounts, for the granting of such rights to holders of conversion or option rights, and for a capital increase of up to 10 % of the share capital if the shares are issued at a price not materially below their market price
9. Resolution on the revocation of the existing authorized capital III, the creation of a new authorized capital III, and the corresponding amendment to the Articles of Association the existing authorization to increase the share capital by up to EUR 21,000,000 shall be revoked the Board of Managing Directors shall be authorized, with the consent of the Supervisory Board, to increase the share capital by up to EUR 25,000,000 through the issue of new bearer no-par shares against contributions in cash and/or kind, on or before 28 2015 [authorized capital II]). Shareholders shall be granted subscription rights except for residual amounts, for the granting of such rights to holders of conversion or option rights, and for the issue of shares against contributions in kind
10. Resolution on the authorization to issue convertible and/or warrant bonds, the creation of contingent capital, and the corresponding amendment to the Articles of Association the existing authorization approved by the shareholders meeting of 18 MAY 2005, to issue bonds and to create a corresponding contingent capital of up to EUR 46,875,000 shall be revoked the Board of Managing Directors shall be authorized, with the consent of the
- | | |
|------|-----|
| Mgmt | For |
| Mgmt | For |
| Mgmt | For |

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Supervisory Board, to issue bearer and/or registered bonds of up to EUR 1,000,000,000, having a term of up to 20 years and conferring conversion and/or option rights for shares of the company, on or before 28 APR 2015. Shareholders shall be granted subscription rights except for the issue of bonds conferring conversion and/or option rights for shares of the company of up to 10% of the share capital at a price not materially below their theoretical market value, for residual amounts, and for the granting of such rights to holders of conversion or option rights the Company's share capital shall be increased accordingly by up to EUR 42,000,000 through the issue of up to 42,000,000 new no-par shares, insofar as conversion and/or option rights are exercised

- | | | | |
|-----|--|------|-----|
| 11. | Amendments to the Articles of association in accordance with the Law on the Implementation of the Shareholder Rights Directive (ARUG)- Section 17(2), in respect of the shareholders meeting being convened at least thirty days prior to the meeting- Section 18(1), in respect of shareholders being entitled to participate in and vote at the shareholders meeting if they register with the company by the sixth day prior to the meeting - Section 18(2), in respect of shareholders being obliged to provide evidence of their share holding as per the statutory record date- Section 18(4), in respect of the Board of Managing Directors being authorized to permit shareholders to absentee vote at a shareholders. meeting- Section 20(2), in respect of proxy-voting instructions also being transmitted electronically | Mgmt | For |
| 12. | Approval of the remuneration system for the Board of Managing Directors for the FY 2010 | Mgmt | For |

 BHP BILLITON LTD, MELBOURNE VIC

 Agen

Security: Q1498M100
 Meeting Type: AGM
 Meeting Date: 26-Nov-2009
 Ticker:
 ISIN: AU000000BHP4

Prop.#	Proposal	Proposal Type	Proposal Vote
	PLEASE NOTE THAT EACH OF BHP BILLITON LIMITED AND BHP BILLITON PLC WILL DISREGARD ANY VOTE CAST ON RESOLUTION 14 BY MR. MARIUS KLOPPERS OR ANY OF HIS ASSOCIATES, UNLESS THE VOTE IS CAST AS PROXY FOR A PERSON ENTITLED TO VOTE IN ACCORDANCE WITH A DIRECTION ON THE PROXY	Non-Voting	No vote

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FORM OR UNLESS THE VOTE IS CAST BY A PERSON
CHAIRING THE MEETING AS PROXY FOR A PERSON
WHO IS ENTITLED TO VOTE IN ACCORDANCE WITH
A DIRECTION ON THE PROXY FORM TO VOTE AS THE
PROXY DECIDES. THANK YOU.

1.	To receive the 2009 Financial Statements and Reports for BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
2.	To re-elect Mr. Carlos Cordeiro as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
3.	To re-elect Mr. David Crawford as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
4.	To re-elect The Hon E Gail de Planque as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
5.	To re-elect Mr. Marius Kloppers as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
6.	To re-elect Mr. Don Argus as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
7.	To re-elect Mr. Wayne Murdy as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
8.	Re-appoint KPMG Audit Plc as the Auditor of BHP Billiton Plc	Mgmt	For
9.	To renew the general authority to issue shares in BHP Billiton Plc	Mgmt	For
10.	To renew the disapplication of pre-emption rights in BHP Billiton Plc	Mgmt	For
11.	To approve the repurchase of shares in BHP Billiton Plc	Mgmt	For
12.i	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 30 April 2010	Mgmt	For
12.ii	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 17 June 2010	Mgmt	For
12.iii	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 15 September 2010	Mgmt	For
12.iv	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 11 November 2010	Mgmt	For
13.	To approve the 2009 Remuneration Report	Mgmt	For
14.	To approve the grant of awards to Mr. Marius Kloppers under the GIS and the LTIP	Mgmt	For
	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE	Non-Voting	No vote

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IN TEXT OF THE RESOLUTIONS. IF YOU HAVE ALREADY
SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS
PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR
ORIGINAL INSTRUCTIONS. THANK YOU.

BHP BILLITON PLC

Agen

Security: G10877101
Meeting Type: AGM
Meeting Date: 29-Oct-2009
Ticker:
ISIN: GB0000566504

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	To receive the 2009 Financial Statements and Reports for BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
2.	To re-elect Mr. Carlos Cordeiro as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
3.	To re-elect Mr. David Crawford as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
4.	To re-elect The Hon E Gail de Planque as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
5.	To re-elect Mr. Marius Kloppers as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
6.	To re-elect Mr. Don Argus as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
7.	To re-elect Mr. Wayne Murdy as a Director of BHP Billiton Limited and BHP Billiton Plc	Mgmt	For
8.	Re-appoint KPMG Audit Plc as the Auditor of BHP Billiton Plc	Mgmt	For
9.	To renew the general authority to issue shares in BHP Billiton Plc	Mgmt	For
10.	To renew the disapplication of pre-emption rights in BHP Billiton Plc	Mgmt	For
11.	To approve the repurchase of shares in BHP Billiton Plc	Mgmt	For
12.i	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 30 April 2010	Mgmt	For
12.ii	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 17 June 2010	Mgmt	For

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12iii	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 15 September 2010	Mgmt	For
12.iv	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on 11 November 2010	Mgmt	For
13.	To approve the 2009 Remuneration Report	Mgmt	For
14.	To approve the grant of awards to Mr. Marius Kloppers under the GIS and the LTIP	Mgmt	For
	PLEASE NOTE THAT EACH OF BHP BILLITON LIMITED AND BHP BILLITON PLC WILL DISREGARD ANY VOTE CAST ON RESOLUTION 14 BY MR. MARIUS KLOPPERS OR ANY OF HIS ASSOCIATES, UNLESS THE VOTE IS CAST AS PROXY FOR A PERSON ENTITLED TO VOTE IN ACCORDANCE WITH A DIRECTION ON THE PROXY FORM OR UNLESS THE VOTE IS CAST BY A PERSON CHAIRING THE MEETING AS PROXY FOR A PERSON WHO IS ENTITLED TO VOTE IN ACCORDANCE WITH A DIRECTION ON THE PROXY FORM TO VOTE AS THE PROXY DECIDES. THANK YOU.	Non-Voting	No vote
	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN TEXT OF THE RESOLUTIONS AND INSERTION OF AN ADDITIONAL COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	No vote

 BNP PARIBAS

 Agen

Security: F1058Q238
 Meeting Type: MIX
 Meeting Date: 12-May-2010
 Ticker:
 ISIN: FR0000131104

Prop.#	Proposal	Proposal Type	Proposal Vote
-	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE O	Non-Voting	No vote