

Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

COHEN & STEERS TOTAL RETURN REALTY FUND INC  
Form N-PX  
August 03, 2018

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: 811-07154

NAME OF REGISTRANT: Cohen & Steers Total Return  
Realty Fund, Inc.

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 Park Avenue  
10th Floor  
New York, NY 10017

NAME AND ADDRESS OF AGENT FOR SERVICE: Dana DeVivo  
280 Park Avenue  
10th Floor  
New York, NY 10017

REGISTRANT'S TELEPHONE NUMBER: 212-832-3232

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2017 - 06/30/2018

Cohen & Steers Total Return Realty Fund, Inc.

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AGREE REALTY CORPORATION

Agen

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Security: 008492100  
Meeting Type: Annual  
Meeting Date: 15-May-2018  
Ticker: ADC  
ISIN: US0084921008  
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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>Richard Agree<br>John Rakolta, Jr.<br>Jerome Rossi   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | To ratify the appointment of Grant Thornton<br>LLP as our independent registered public<br>accounting firm for 2018. | Mgmt                 | For               |

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3. To approve, by non-binding vote, executive compensation. Mgmt For

ALEXANDRIA REAL ESTATE EQUITIES, INC. Agen

Security: 015271109  
 Meeting Type: Annual  
 Meeting Date: 22-May-2018  
 Ticker: ARE  
 ISIN: US0152711091

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | Election of Director: Joel S. Marcus  | Mgmt          | For           |
| 1.2    | Election of Director: Steven R. Hash  | Mgmt          | For           |
| 1.3    | Election of Director: John L. Atkins, III   | Mgmt          | For           |
| 1.4    | Election of Director: James P. Cain   | Mgmt          | For           |
| 1.5    | Election of Director: Maria C. Freire   | Mgmt          | For           |
| 1.6    | Election of Director: Richard H. Klein  | Mgmt          | For           |
| 1.7    | Election of Director: James H. Richardson   | Mgmt          | For           |
| 1.8    | Election of Director: Michael A. Woronoff   | Mgmt          | For           |
| 2.     | To vote upon the amendment and restatement of the Company's Amended and Restated 1997 Stock Award and Incentive Plan.   | Mgmt          | For           |
| 3.     | To cast a non-binding, advisory vote on a resolution to approve the compensation of the Company's named executive officers, as more particularly defined in the accompanying proxy statement.                               | Mgmt          | For           |
| 4.     | To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accountants for the fiscal year ending December 31, 2018, as more particularly described in the accompanying proxy statement. | Mgmt          | For           |

AMERICAN CAMPUS COMMUNITIES, INC. Agen

Security: 024835100  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018

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Ticker: ACC  
 ISIN: US0248351001

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: William C. Bayless, Jr.   | Mgmt          | For           |
| 1b.    | Election of Director: William Blakeley Chandlee III   | Mgmt          | For           |
| 1c.    | Election of Director: G. Steven Dawson  | Mgmt          | For           |
| 1d.    | Election of Director: Cydney C. Donnell   | Mgmt          | For           |
| 1e.    | Election of Director: Edward Lowenthal  | Mgmt          | For           |
| 1f.    | Election of Director: Oliver Luck   | Mgmt          | For           |
| 1g.    | Election of Director: C. Patrick Oles, Jr.  | Mgmt          | For           |
| 1h.    | Election of Director: John T. Rippel  | Mgmt          | For           |
| 2.     | Approval of the American Campus Communities, Inc. 2018 Incentive Award Plan                   | Mgmt          | For           |
| 3.     | Ratification of Ernst & Young as our independent auditors for 2018                            | Mgmt          | For           |
| 4.     | To provide a non-binding advisory vote approving the Company's executive compensation program | Mgmt          | For           |

APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual  
 Meeting Date: 01-May-2018  
 Ticker: AIV  
 ISIN: US03748R1014

| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | Election of Director: Terry Considine    | Mgmt          | For           |
| 1.2    | Election of Director: Thomas L. Keltner  | Mgmt          | For           |
| 1.3    | Election of Director: J. Landis Martin   | Mgmt          | For           |
| 1.4    | Election of Director: Robert A. Miller   | Mgmt          | For           |
| 1.5    | Election of Director: Kathleen M. Nelson | Mgmt          | For           |
| 1.6    | Election of Director: Ann Sperling       | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1.7 | Election of Director: Michael A. Stein  | Mgmt | For |
| 1.8 | Election of Director: Nina A. Tran  | Mgmt | For |
| 2.  | Ratification of the selection of Ernst & Young LLP to serve as the independent registered public accounting firm for the year ending December 31, 2018. | Mgmt | For |
| 3.  | Advisory vote on executive compensation.  | Mgmt | For |
| 4.  | Approval of the Second Amended and Restated 2015 Stock Award and Incentive Plan.  | Mgmt | For |
| 5.  | Amendment of Aimco's Charter to permit the Board to grant waivers of the "Look Through Ownership Limit" up to 20%.                                      | Mgmt | For |

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AVALONBAY COMMUNITIES, INC.

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Agen

Security: 053484101  
Meeting Type: Annual  
Meeting Date: 23-May-2018  
Ticker: AVB  
ISIN: US0534841012  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: Glyn F. Aeppel  | Mgmt          | For           |
| 1b.    | Election of Director: Terry S. Brown  | Mgmt          | For           |
| 1c.    | Election of Director: Alan B. Buckelew  | Mgmt          | For           |
| 1d.    | Election of Director: Ronald L. Havner, Jr.   | Mgmt          | For           |
| 1e.    | Election of Director: Stephen P. Hills  | Mgmt          | For           |
| 1f.    | Election of Director: Richard J. Lieb   | Mgmt          | For           |
| 1g.    | Election of Director: Timothy J. Naughton   | Mgmt          | For           |
| 1h.    | Election of Director: Peter S. Rummell  | Mgmt          | For           |
| 1i.    | Election of Director: H. Jay Sarles   | Mgmt          | For           |
| 1j.    | Election of Director: Susan Swanezy   | Mgmt          | For           |
| 1k.    | Election of Director: W. Edward Walter  | Mgmt          | For           |
| 2.     | To ratify the selection of Ernst & Young LLP as the Company's independent auditors for the year ending December 31, 2018. | Mgmt          | For           |
| 3.     | To adopt a resolution approving, on a   | Mgmt          | For           |

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non-binding advisory basis, the compensation paid to the Company's Named Executive Officers, as disclosed pursuant to Item 402 of Regulation S-K, including the Compensation Discussion and Analysis, compensation tables and narrative discussion set forth in the proxy statement.

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 BOSTON PROPERTIES, INC.

Agen

Security: 101121101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: BXP  
 ISIN: US1011211018  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Kelly A. Ayotte  | Mgmt          | For           |
| 1b.    | Election of Director: Bruce W. Duncan  | Mgmt          | For           |
| 1c.    | Election of Director: Karen E. Dykstra   | Mgmt          | For           |
| 1d.    | Election of Director: Carol B. Einiger   | Mgmt          | For           |
| 1e.    | Election of Director: Jacob A. Frenkel   | Mgmt          | For           |
| 1f.    | Election of Director: Joel I. Klein  | Mgmt          | For           |
| 1g.    | Election of Director: Douglas T. Linde   | Mgmt          | For           |
| 1h.    | Election of Director: Matthew J. Lustig  | Mgmt          | For           |
| 1i.    | Election of Director: Owen D. Thomas   | Mgmt          | For           |
| 1j.    | Election of Director: Martin Turchin   | Mgmt          | For           |
| 1k.    | Election of Director: David A. Twardock  | Mgmt          | For           |
| 2.     | To approve, by non-binding, advisory resolution, the Company's named executive officer compensation.   | Mgmt          | For           |
| 3.     | To ratify the Audit Committee's appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |

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 BRIXMOR PROPERTY GROUP INC

Agen

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Security: 11120U105  
 Meeting Type: Annual  
 Meeting Date: 08-May-2018  
 Ticker: BRX  
 ISIN: US11120U1051

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1    | Election of Director: James M. Taylor Jr.   | Mgmt          | For           |
| 1.2    | Election of Director: John G. Schreiber   | Mgmt          | For           |
| 1.3    | Election of Director: Michael Berman  | Mgmt          | For           |
| 1.4    | Election of Director: Sheryl M. Crosland  | Mgmt          | For           |
| 1.5    | Election of Director: Thomas W. Dickson   | Mgmt          | For           |
| 1.6    | Election of Director: Daniel B. Hurwitz   | Mgmt          | For           |
| 1.7    | Election of Director: William D. Rahm   | Mgmt          | For           |
| 1.8    | Election of Director: Gabrielle Sulzberger  | Mgmt          | For           |
| 2.     | To ratify the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for 2018. | Mgmt          | For           |
| 3.     | To approve, on a non-binding advisory basis, the compensation paid to our named executive officers.               | Mgmt          | For           |

CORECIVIC, INC.

Agen

Security: 21871N101  
 Meeting Type: Annual  
 Meeting Date: 10-May-2018  
 Ticker: CXW  
 ISIN: US21871N1019

| Prop.# | Proposal                                | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: Donna M. Alvarado | Mgmt          | For           |
| 1b.    | Election of Director: Robert J. Dennis  | Mgmt          | For           |
| 1c.    | Election of Director: Mark A. Emkes     | Mgmt          | For           |
| 1d.    | Election of Director: Damon T. Hininger | Mgmt          | For           |
| 1e.    | Election of Director: Stacia A. Hylton  | Mgmt          | For           |
| 1f.    | Election of Director: Harley G. Lappin  | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1g. | Election of Director: Anne L. Mariucci   | Mgmt | For |
| 1h. | Election of Director: Thurgood Marshall, Jr.   | Mgmt | For |
| 1i. | Election of Director: Charles L. Overby  | Mgmt | For |
| 1j. | Election of Director: John R. Prann, Jr.   | Mgmt | For |
| 2.  | Ratification of the appointment by our Audit Committee of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For |
| 3.  | Advisory vote to approve the compensation of our Named Executive Officers.   | Mgmt | For |

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CROWN CASTLE INTERNATIONAL CORP

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Agen

Security: 22822V101  
Meeting Type: Annual  
Meeting Date: 17-May-2018  
Ticker: CCI  
ISIN: US22822V1017  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: P. Robert Bartolo  | Mgmt          | For           |
| 1b.    | Election of Director: Jay A. Brown   | Mgmt          | For           |
| 1c.    | Election of Director: Cindy Christy  | Mgmt          | For           |
| 1d.    | Election of Director: Ari Q. Fitzgerald  | Mgmt          | For           |
| 1e.    | Election of Director: Robert E. Garrison II  | Mgmt          | For           |
| 1f.    | Election of Director: Andrea J. Goldsmith  | Mgmt          | For           |
| 1g.    | Election of Director: Lee W. Hogan   | Mgmt          | For           |
| 1h.    | Election of Director: Edward C. Hutcheson, Jr.                                     | Mgmt          | For           |
| 1i.    | Election of Director: J. Landis Martin   | Mgmt          | For           |
| 1j.    | Election of Director: Robert F. McKenzie   | Mgmt          | For           |
| 1k.    | Election of Director: Anthony J. Melone  | Mgmt          | For           |
| 1l.    | Election of Director: W. Benjamin Moreland   | Mgmt          | For           |
| 2.     | The ratification of the appointment of PricewaterhouseCoopers LLP as the Company's | Mgmt          | For           |

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independent registered public accountants  
for fiscal year 2018.

- |    |   |      |     |
|----|---|------|-----|
| 3. | The non-binding, advisory vote to approve the compensation of the Company's named executive officers. | Mgmt | For |
|----|---|------|-----|

CYRUSONE INC.

Agen

Security: 23283R100  
Meeting Type: Annual  
Meeting Date: 09-May-2018  
Ticker: CONE  
ISIN: US23283R1005

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>David H. Ferdman<br>John W. Gamble, Jr.<br>Michael A. Klayko<br>T. Tod Nielsen<br>Alex Shumate<br>William E. Sullivan<br>Lynn A. Wentworth<br>Gary J. Wojtaszek | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | Advisory vote to approve the compensation of the Company's named executive officers.  | Mgmt   | For  |
| 3.     | Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018.              | Mgmt   | For  |

DIGITAL REALTY TRUST, INC.

Agen

Security: 253868103  
Meeting Type: Annual  
Meeting Date: 08-May-2018  
Ticker: DLR  
ISIN: US2538681030

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | Election of Director: Laurence A. Chapman | Mgmt          | For           |
| 1B.    | Election of Director: Michael A. Coke     | Mgmt          | For           |
| 1C.    | Election of Director: Kevin J. Kennedy    | Mgmt          | For           |



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|     |  |      |     |
|-----|--|------|-----|
| 1D. | Election of Director: William G. LaPerch   | Mgmt | For |
| 1E. | Election of Director: Afshin Mohebbi   | Mgmt | For |
| 1F. | Election of Director: Mark R. Patterson  | Mgmt | For |
| 1G. | Election of Director: Mary Hogan Preusse   | Mgmt | For |
| 1H. | Election of Director: John T. Roberts, Jr.   | Mgmt | For |
| 1I. | Election of Director: Dennis E. Singleton  | Mgmt | For |
| 1J. | Election of Director: A. William Stein   | Mgmt | For |
| 2.  | To ratify the selection of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018.                              | Mgmt | For |
| 3.  | To approve, on a non-binding, advisory basis, the compensation of the Company's named executive officers, as more fully described in the accompanying Proxy Statement. | Mgmt | For |

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 DOUGLAS EMMETT, INC.

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 Agen

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 Security: 25960P109  
 Meeting Type: Annual  
 Meeting Date: 31-May-2018  
 Ticker: DEI  
 ISIN: US25960P1093  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>Dan A. Emmett<br>Jordan L. Kaplan<br>Kenneth M. Panzer<br>Christopher H. Anderson<br>Leslie E. Bider<br>Dr. David T. Feinberg<br>Virginia A. McFerran<br>Thomas E. O'Hern<br>William E. Simon, Jr. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for 2018.  | Mgmt   | For   |
| 3.     | To approve, in a non-binding advisory vote, our executive compensation.  | Mgmt   | For   |

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 DUPONT FABROS TECHNOLOGY, INC.

Agen

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 Security: 26613Q106  
 Meeting Type: Special  
 Meeting Date: 13-Sep-2017  
 Ticker: DFT  
 ISIN: US26613Q1067  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | TO APPROVE THE BUSINESS COMBINATION IN WHICH DUPONT FABROS TECHNOLOGY, INC. MERGES WITH AND INTO PENGUINS REIT SUB, LLC, A WHOLLY OWNED SUBSIDIARY OF DIGITAL REALTY TRUST, INC., WITH PENGUINS REIT MERGER SUB, LLC SURVIVING THE MERGER, IN CONNECTION WITH THE AGREEMENT AND PLAN OF MERGER, DATED AS OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt          | For           |
| 2.     | TO APPROVE A NON-BINDING ADVISORY PROPOSAL TO APPROVE CERTAIN COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO CERTAIN EXECUTIVE OFFICERS OF DUPONT FABROS TECHNOLOGY, INC. IN CONNECTION WITH THE MERGER AGREEMENT AND THE OTHER TRANSACTIONS CONTEMPLATED THEREBY.  | Mgmt          | Against       |
| 3.     | TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING TO ANOTHER DATE, TIME OR PLACE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSALS TO APPROVE THE BUSINESS COMBINATION IN WHICH DUPONT FABROS TECHNOLOGY, INC. MERGES WITH AND INTO PENGUINS REIT SUB, LLC, ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).    | Mgmt          | For           |

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 EMPIRE STATE REALTY TRUST, INC.

Agen

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 Security: 292104106  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: ESRT  
 ISIN: US2921041065  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | DIRECTOR<br>Anthony E. Malkin<br>William H. Berkman | Mgmt<br>Mgmt  | For<br>For    |

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|    |   |      |     |
|----|---|------|-----|
|    | Leslie D. Biddle  | Mgmt | For |
|    | Thomas J. DeRosa  | Mgmt | For |
|    | Steven J. Gilbert   | Mgmt | For |
|    | S. Michael Giliberto  | Mgmt | For |
|    | James D. Robinson IV  | Mgmt | For |
| 2. | To approve, on a non-binding, advisory basis, the compensation of our named executive officers.   | Mgmt | For |
| 3. | To ratify the selection of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For |

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EQUINIX, INC.

Agen

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Security: 29444U700  
 Meeting Type: Annual  
 Meeting Date: 07-Jun-2018  
 Ticker: EQIX  
 ISIN: US29444U7000

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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>Thomas Bartlett<br>Nanci Caldwell<br>Gary Hromadko<br>Scott Kriens<br>William Luby<br>Irving Lyons, III<br>Christopher Paisley<br>Peter Van Camp         | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | To approve by a non-binding advisory vote the compensation of the Company's named executive officers.  | Mgmt   | For  |
| 3.     | To ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt   | For  |
| 4.     | Stockholder proposal related proxy access reform.  | Shr  | Against  |

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EQUITY LIFESTYLE PROPERTIES, INC.

Agen

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Security: 29472R108  
 Meeting Type: Annual

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Meeting Date: 01-May-2018  
 Ticker: ELS  
 ISIN: US29472R1086

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>Philip Calian<br>David Contis<br>Constance Freedman<br>Thomas Heneghan<br>Tao Huang<br>Marguerite Nader<br>Sheli Rosenberg<br>Howard Walker<br>Samuel Zell | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | Ratification of the selection of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for 2018.  | Mgmt   | For  |
| 3.     | Approval on a non-binding, advisory basis of our executive compensation as disclosed in the Proxy Statement.   | Mgmt   | For  |

### EQUITY RESIDENTIAL

Agen

Security: 29476L107  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2018  
 Ticker: EQR  
 ISIN: US29476L1070

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>Charles L. Atwood<br>Linda Walker Bynoe<br>Connie K. Duckworth<br>Mary Kay Haben<br>Bradley A. Keywell<br>John E. Neal<br>David J. Neithercut<br>Mark S. Shapiro<br>Gerald A. Spector<br>Stephen E. Sterrett<br>Samuel Zell | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | Ratification of the selection of Ernst & Young LLP as the Company's independent auditor for 2018.   | Mgmt   | For  |
| 3.     | Approve Executive Compensation.   | Mgmt   | For  |

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 ESSEX PROPERTY TRUST, INC.

Agen

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 Security: 297178105  
 Meeting Type: Annual  
 Meeting Date: 15-May-2018  
 Ticker: ESS  
 ISIN: US2971781057  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>Keith R. Guericke<br>Amal M. Johnson<br>Irving F. Lyons, III<br>George M. Marcus<br>Thomas E. Robinson<br>Michael J. Schall<br>Byron A. Scordelis<br>Janice L. Sears | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | Ratification of the appointment of KPMG LLP as the independent registered public accounting firm for the Company for the year ending December 31, 2018.                          | Mgmt   | For  |
| 3.     | Advisory vote to approve the Company's named executive officer compensation.   | Mgmt   | For  |
| 4.     | Approval of the Company's 2018 Stock Award and Incentive Compensation Plan.  | Mgmt   | For  |

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 EXTRA SPACE STORAGE INC.

Agen

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 Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: EXR  
 ISIN: US30225T1025  
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| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Kenneth M. Woolley | Mgmt          | For           |
| 1b.    | Election of Director: Joseph D. Margolis | Mgmt          | For           |
| 1c.    | Election of Director: Roger B. Porter    | Mgmt          | For           |
| 1d.    | Election of Director: Ashley Dreier      | Mgmt          | For           |
| 1e.    | Election of Director: Spencer F. Kirk    | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1f. | Election of Director: Dennis J. Letham   | Mgmt | For |
| 1g. | Election of Director: Diane Olmstead   | Mgmt | For |
| 2.  | Ratification of the appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm. | Mgmt | For |
| 3.  | Advisory vote on the compensation of the Company's named executive officers.   | Mgmt | For |

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 FOUR CORNERS PROPERTY TRUST, INC.

Agen

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 Security: 35086T109  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2018  
 Ticker: FCPT  
 ISIN: US35086T1097  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: William H. Lenehan   | Mgmt          | For           |
| 1b.    | Election of Director: Douglas B. Hansen  | Mgmt          | For           |
| 1c.    | Election of Director: John S. Moody  | Mgmt          | For           |
| 1d.    | Election of Director: Marran H. Ogilvie  | Mgmt          | For           |
| 1e.    | Election of Director: Paul E. Szurek   | Mgmt          | For           |
| 1f.    | Election of Director: Charles L. Jemley  | Mgmt          | For           |
| 1g.    | Election of Director: Eric S. Hirschhorn   | Mgmt          | For           |
| 2.     | Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |
| 3.     | To approve, on a non-binding advisory basis, the compensation of our named executive officers.   | Mgmt          | For           |

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 GAMING & LEISURE PROPERTIES, INC.

Agen

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 Security: 36467J108  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2018  
 Ticker: GLPI  
 ISIN: US36467J1088  
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| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 1.     | DIRECTOR<br>David A. Handler<br>Joseph W. Marshall, III<br>James B. Perry<br>Barry F. Schwartz<br>Earl C. Shanks<br>E. Scott Urdang                       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 2.     | To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the current fiscal year.            | Mgmt   | For                                    |
| 3.     | To approve, on a non-binding advisory basis, the Company's executive compensation.  | Mgmt   | For                                    |
| 4.     | To approve an amendment and restatement of the Company's Articles of Incorporation to adopt a majority voting standard in uncontested director elections. | Mgmt   | For                                    |

GGP INC.

Agen

Security: 36174X101  
Meeting Type: Annual  
Meeting Date: 19-Jun-2018  
Ticker: GGP  
ISIN: US36174X1019

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Richard B. Clark     | Mgmt          | For           |
| 1b.    | Election of Director: Mary Lou Fiala       | Mgmt          | For           |
| 1c.    | Election of Director: J. Bruce Flatt       | Mgmt          | For           |
| 1d.    | Election of Director: Janice R. Fukakusa   | Mgmt          | For           |
| 1e.    | Election of Director: John K. Haley        | Mgmt          | For           |
| 1f.    | Election of Director: Daniel B. Hurwitz    | Mgmt          | For           |
| 1g.    | Election of Director: Brian W. Kingston    | Mgmt          | For           |
| 1h.    | Election of Director: Christina M. Lofgren | Mgmt          | For           |
| 1i.    | Election of Director: Sandeep Mathrani     | Mgmt          | For           |
| 2.     | Approval, on an advisory basis, of the     | Mgmt          | For           |

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compensation paid to the named executive officers.

- |    |   |      |     |
|----|---|------|-----|
| 3. | Ratification of the selection of independent registered public accounting firm. | Mgmt | For |
|----|---|------|-----|

-----  
 GRAMERCY PROPERTY TRUST

Agen

Security: 385002308  
 Meeting Type: Annual  
 Meeting Date: 12-Jun-2018  
 Ticker: GPT  
 ISIN: US3850023082

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>Charles E. Black<br>Gordon F. DuGan<br>Allan J. Baum<br>Z. Jamie Behar<br>Thomas D. Eckert<br>James L. Francis<br>Gregory F. Hughes<br>Jeffrey E. Kelter<br>Louis P. Salvatore | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | To ratify the selection of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018.  | Mgmt   | For   |
| 3.     | To approve, on an advisory basis, the compensation of our named executive officers.  | Mgmt   | For   |

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 HEALTHCARE TRUST OF AMERICA, INC.

Agen

Security: 42225P501  
 Meeting Type: Annual  
 Meeting Date: 12-Jul-2017  
 Ticker: HTA  
 ISIN: US42225P5017

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>SCOTT D. PETERS | Mgmt          | For           |



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|     |   |      |        |
|-----|---|------|--------|
| 1B. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>W. BRADLEY BLAIR, II   | Mgmt | For    |
| 1C. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>MAURICE J. DEWALD  | Mgmt | For    |
| 1D. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>WARREN D. FIX  | Mgmt | For    |
| 1E. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>PETER N. FOSS  | Mgmt | For    |
| 1F. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>DANIEL S. HENSON   | Mgmt | For    |
| 1G. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>LARRY L. MATHIS  | Mgmt | For    |
| 1H. | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>GARY T. WESCOMBE   | Mgmt | For    |
| 2.  | TO APPROVE, ON AN ADVISORY BASIS, THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS.   | Mgmt | For    |
| 3.  | TO RECOMMEND, ON AN ADVISORY BASIS, THE<br>FREQUENCY OF FUTURE ADVISORY VOTES TO<br>APPROVE THE COMPENSATION OF OUR NAMED<br>EXECUTIVE OFFICERS.  | Mgmt | 1 Year |
| 4.  | TO CONSIDER AND VOTE UPON THE RATIFICATION<br>OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP<br>AS OUR INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING<br>DECEMBER 31, 2017. | Mgmt | For    |

-----  
HIGHWOODS PROPERTIES, INC.

Agen

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Security: 431284108  
Meeting Type: Annual  
Meeting Date: 09-May-2018  
Ticker: HIW  
ISIN: US4312841087  
-----

| Prop.# | Proposal             | Proposal<br>Type | Proposal Vote |
|--------|----------------------|------------------|---------------|
| 1.     | DIRECTOR             |                  |               |
|        | Charles A. Anderson  | Mgmt             | For           |
|        | Gene H. Anderson     | Mgmt             | For           |
|        | Carlos E. Evans      | Mgmt             | For           |
|        | Edward J. Fritsch    | Mgmt             | For           |
|        | David J. Hartzell    | Mgmt             | For           |
|        | Sherry A. Kellett    | Mgmt             | For           |
|        | Anne H. Lloyd        | Mgmt             | For           |
|        | O. Temple Sloan, Jr. | Mgmt             | For           |

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|    |  |      |     |
|----|--|------|-----|
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2018 | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt | For |

-----  
 HOST HOTELS & RESORTS, INC.

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 Agen

Security: 44107P104  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: HST  
 ISIN: US44107P1049  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | Election of Director: Mary L. Baglivo                     | Mgmt          | For           |
| 1B     | Election of Director: Sheila C. Bair                      | Mgmt          | For           |
| 1C     | Election of Director: Ann M. Korologos                    | Mgmt          | For           |
| 1D     | Election of Director: Richard E. Marriott                 | Mgmt          | For           |
| 1E     | Election of Director: Sandeep L. Mathrani                 | Mgmt          | For           |
| 1F     | Election of Director: John B. Morse, Jr.                  | Mgmt          | For           |
| 1G     | Election of Director: Mary Hogan Preusse                  | Mgmt          | For           |
| 1H     | Election of Director: Walter C. Rakowich                  | Mgmt          | For           |
| 1I     | Election of Director: James F. Risoleo                    | Mgmt          | For           |
| 1J     | Election of Director: Gordon H. Smith                     | Mgmt          | For           |
| 1K     | Election of Director: A. William Stein                    | Mgmt          | For           |
| 2.     | Advisory resolution to approve executive compensation.    | Mgmt          | For           |
| 3.     | Stockholder proposal for an annual sustainability report. | Shr           | Against       |

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 HUDSON PACIFIC PROPERTIES, INC.

-----  
 Agen

Security: 444097109  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: HPP  
 ISIN: US4440971095  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: Victor J. Coleman   | Mgmt          | For           |
| 1b.    | Election of Director: Theodore R. Antenucci   | Mgmt          | For           |
| 1c.    | Election of Director: Andrea Wong   | Mgmt          | For           |
| 1d.    | Election of Director: Richard B. Fried  | Mgmt          | For           |
| 1e.    | Election of Director: Jonathan M. Glaser  | Mgmt          | For           |
| 1f.    | Election of Director: Robert L. Harris  | Mgmt          | For           |
| 1g.    | Election of Director: Mark D. Linehan   | Mgmt          | For           |
| 1h.    | Election of Director: Robert M. Moran   | Mgmt          | For           |
| 1i.    | Election of Director: Michael Nash  | Mgmt          | For           |
| 1j.    | Election of Director: Barry A. Porter   | Mgmt          | For           |
| 2.     | The ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |
| 3.     | The advisory approval of the Company's executive compensation, as more fully described in the enclosed proxy statement.   | Mgmt          | For           |

-----  
 INVITATION HOMES INC.

Agen

Security: 46187W107  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: INVH  
 ISIN: US46187W1071  
 -----

| Prop.# | Proposal              | Proposal Type | Proposal Vote |
|--------|-----------------------|---------------|---------------|
| 1.     | DIRECTOR              |               |               |
|        | Bryce Blair           | Mgmt          | For           |
|        | Frederick C. Tuomi    | Mgmt          | For           |
|        | Richard D. Bronson    | Mgmt          | For           |
|        | Kenneth A. Caplan     | Mgmt          | For           |
|        | Michael D. Fascitelli | Mgmt          | For           |
|        | Robert G. Harper      | Mgmt          | For           |
|        | Jeffrey E. Kelter     | Mgmt          | For           |
|        | John B. Rhea          | Mgmt          | For           |
|        | Janice L. Sears       | Mgmt          | For           |
|        | William J. Stein      | Mgmt          | For           |
|        | Barry S. Sternlicht   | Mgmt          | For           |

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|  |      |     |
|--|------|-----|
| 2. Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2018. | Mgmt | For |
|--|------|-----|

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KILROY REALTY CORPORATION Agen

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Security: 49427F108  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: KRC  
 ISIN: US49427F1084

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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: John Kilroy   | Mgmt          | For           |
| 1b.    | Election of Director: Edward Brennan, PhD   | Mgmt          | For           |
| 1c.    | Election of Director: Jolie Hunt  | Mgmt          | For           |
| 1d.    | Election of Director: Scott Ingraham  | Mgmt          | For           |
| 1e.    | Election of Director: Gary Stevenson  | Mgmt          | For           |
| 1f.    | Election of Director: Peter Stoneberg   | Mgmt          | For           |
| 2.     | Approval, on an advisory basis, of the compensation of the Company's named executive officers.  | Mgmt          | For           |
| 3.     | Ratification of the appointment of Deloitte & Touche LLP as the Company's independent auditor for the fiscal year ending December 31, 2018. | Mgmt          | For           |

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LAMAR ADVERTISING COMPANY Agen

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Security: 512816109  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: LAMR  
 ISIN: US5128161099

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| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>John E. Koerner, III<br>Marshall A. Loeb<br>Stephen P. Mumbrow<br>Thomas V. Reifenheiser | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |

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|   |      |     |
|---|------|-----|
| Anna Reilly   | Mgmt | For |
| Kevin P. Reilly, Jr.  | Mgmt | For |
| Wendell Reilly  | Mgmt | For |
| 2. Ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for fiscal 2018. | Mgmt | For |

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LIFE STORAGE, INC.

Agen

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Security: 53223X107  
Meeting Type: Annual  
Meeting Date: 31-May-2018  
Ticker: LSI  
ISIN: US53223X1072  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>David L. Rogers<br>Charles E. Lannon<br>Stephen R. Rusmisel<br>Arthur L. Havener, Jr.<br>Mark G. Barberio<br>Carol Hansell<br>Dana Hamilton<br>Edward J. Pettinella | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2018.                                       | Mgmt   | For  |
| 3.     | Proposal to approve the compensation of the Company's executive officers.   | Mgmt   | For  |

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MID-AMERICA APARTMENT COMMUNITIES, INC.

Agen

-----  
Security: 59522J103  
Meeting Type: Annual  
Meeting Date: 22-May-2018  
Ticker: MAA  
ISIN: US59522J1034  
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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: H. Eric Bolton, Jr. | Mgmt          | For           |
| 1b.    | Election of Director: Russell R. French   | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1c. | Election of Director: Alan B. Graf, Jr.  | Mgmt | For |
| 1d. | Election of Director: Toni Jennings  | Mgmt | For |
| 1e. | Election of Director: James K. Lowder  | Mgmt | For |
| 1f. | Election of Director: Thomas H. Lowder   | Mgmt | For |
| 1g. | Election of Director: Monica McGurk  | Mgmt | For |
| 1h. | Election of Director: Claude B. Nielsen  | Mgmt | For |
| 1i. | Election of Director: Philip W. Norwood  | Mgmt | For |
| 1j. | Election of Director: W. Reid Sanders  | Mgmt | For |
| 1k. | Election of Director: Gary Shorb   | Mgmt | For |
| 1l. | Election of Director: David P. Stockert  | Mgmt | For |
| 2.  | Advisory (non-binding) vote to approve the compensation of our named executive officers as disclosed in the proxy statement. | Mgmt | For |
| 3.  | Vote to approve the Second Amended and Restated Mid-America Apartment Communities, Inc. 2013 Stock Incentive Plan.           | Mgmt | For |
| 4.  | Ratification of appointment of Ernst & Young LLP as independent registered public accounting firm for fiscal year 2018.      | Mgmt | For |

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 NATIONAL HEALTH INVESTORS, INC.  
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Agen

Security: 63633D104  
 Meeting Type: Annual  
 Meeting Date: 04-May-2018  
 Ticker: NHI  
 ISIN: US63633D1046  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | Election of Director: Robert T. Webb   | Mgmt          | For           |
| 2.     | Approve the Second Amendment to the 2012 Stock Option Plan.  | Mgmt          | For           |
| 3.     | Approve the advisory resolution approving the compensation of the named executive officers as disclosed in the accompanying proxy statement. | Mgmt          | For           |
| 4.     | Ratify the audit committee's selection of BDO USA, LLP as independent registered public accounting firm for year ending                      | Mgmt          | For           |

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December 31, 2018.

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 PEBBLEBROOK HOTEL TRUST

Agen

Security: 70509V100  
 Meeting Type: Annual  
 Meeting Date: 29-Jun-2018  
 Ticker: PEB  
 ISIN: US70509V1008

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Trustee: Jon E. Bortz  | Mgmt          | For           |
| 1b.    | Election of Trustee: Cydney C. Donnell   | Mgmt          | For           |
| 1c.    | Election of Trustee: Ron E. Jackson  | Mgmt          | For           |
| 1d.    | Election of Trustee: Phillip M. Miller   | Mgmt          | For           |
| 1e.    | Election of Trustee: Michael J. Schall   | Mgmt          | For           |
| 1f.    | Election of Trustee: Earl E. Webb  | Mgmt          | For           |
| 1g.    | Election of Trustee: Laura H. Wright   | Mgmt          | For           |
| 2.     | Ratification of the appointment of KPMG LLP to serve as our independent registered public accountants for the year ending December 31, 2018. | Mgmt          | For           |
| 3.     | Approval, by advisory and non-binding vote, of our named executive officers' compensation ("Say-On-Pay").                                    | Mgmt          | For           |

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 PHYSICIANS REALTY TRUST

Agen

Security: 71943U104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: DOC  
 ISIN: US71943U1043

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 1.     | DIRECTOR            |               |               |
|        | John T. Thomas      | Mgmt          | For           |
|        | Tommy G. Thompson   | Mgmt          | For           |
|        | Stanton D. Anderson | Mgmt          | For           |
|        | Mark A. Baumgartner | Mgmt          | For           |

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|    |   |      |     |
|----|---|------|-----|
|    | Albert C. Black, Jr.  | Mgmt | For |
|    | William A. Ebinger MD   | Mgmt | For |
|    | Pamela J. Kessler   | Mgmt | For |
|    | Richard A. Weiss  | Mgmt | For |
| 2. | To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For |
| 3. | To approve, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the accompanying proxy statement.             | Mgmt | For |

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 PROLOGIS, INC.

Agen

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 Security: 74340W103  
 Meeting Type: Annual  
 Meeting Date: 02-May-2018  
 Ticker: PLD  
 ISIN: US74340W1036  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Hamid R. Moghadam  | Mgmt          | For           |
| 1b.    | Election of Director: Cristina G. Bitá   | Mgmt          | For           |
| 1c.    | Election of Director: George L. Fotiades   | Mgmt          | For           |
| 1d.    | Election of Director: Lydia H. Kennard   | Mgmt          | For           |
| 1e.    | Election of Director: J. Michael Losh  | Mgmt          | For           |
| 1f.    | Election of Director: Irving F. Lyons III  | Mgmt          | For           |
| 1g.    | Election of Director: David P. O'Connor  | Mgmt          | For           |
| 1h.    | Election of Director: Olivier Piani  | Mgmt          | For           |
| 1i.    | Election of Director: Jeffrey L. Skelton   | Mgmt          | For           |
| 1j.    | Election of Director: Carl B. Webb   | Mgmt          | For           |
| 1k.    | Election of Director: William D. Zollars   | Mgmt          | For           |
| 2.     | Advisory Vote to Approve the Company's Executive Compensation for 2017   | Mgmt          | For           |
| 3.     | Ratification of the Appointment of KPMG LLP as the Company's Independent Registered Public Accounting Firm for the year 2018 | Mgmt          | For           |



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PUBLIC STORAGE

Agen

Security: 74460D109  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2018  
 Ticker: PSA  
 ISIN: US74460D1090

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | Election of Trustee: Ronald L. Havner, Jr.  | Mgmt          | For           |
| 1B.    | Election of Trustee: Tamara Hughes Gustavson  | Mgmt          | For           |
| 1C.    | Election of Trustee: Uri P. Harkham   | Mgmt          | For           |
| 1D.    | Election of Trustee: Leslie S. Heisz  | Mgmt          | For           |
| 1E.    | Election of Trustee: B. Wayne Hughes, Jr.   | Mgmt          | For           |
| 1F.    | Election of Trustee: Avedick B. Poladian  | Mgmt          | For           |
| 1G.    | Election of Trustee: Gary E. Pruitt   | Mgmt          | For           |
| 1H.    | Election of Trustee: Ronald P. Spogli   | Mgmt          | For           |
| 1I.    | Election of Trustee: Daniel C. Staton   | Mgmt          | For           |
| 2.     | Advisory vote to approve executive compensation.  | Mgmt          | For           |
| 3.     | To approve an amendment to the Company's Declaration of Trust to allow shareholders to amend the Company's bylaws.  | Mgmt          | For           |
| 4.     | Ratification of appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |

QTS REALTY TRUST, INC.

Agen

Security: 74736A103  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: QTS  
 ISIN: US74736A1034

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
| 1.     | DIRECTOR |               |               |

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|    |   |      |          |
|----|---|------|----------|
|    | Chad L. Williams  | Mgmt | For      |
|    | John W. Barter  | Mgmt | For      |
|    | William O. Grabe  | Mgmt | Withheld |
|    | Catherine R. Kinney   | Mgmt | For      |
|    | Peter A. Marino   | Mgmt | For      |
|    | Scott D. Miller   | Mgmt | For      |
|    | Philip P. Trahanas  | Mgmt | For      |
|    | Stephen E. Westhead   | Mgmt | For      |
| 2. | To approve, on a non-binding advisory basis, the compensation paid to the Company's named executive officers.   | Mgmt | Against  |
| 3. | To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For      |

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 REGENCY CENTERS CORPORATION

Agen

-----  
 Security: 758849103  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2018  
 Ticker: REG  
 ISIN: US7588491032  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: Martin E. Stein, Jr.  | Mgmt          | For           |
| 1b.    | Election of Director: Joseph F. Azrack  | Mgmt          | For           |
| 1c.    | Election of Director: Bryce Blair   | Mgmt          | For           |
| 1d.    | Election of Director: C. Ronald Blankenship   | Mgmt          | For           |
| 1e.    | Election of Director: Deirdre J. Evens  | Mgmt          | For           |
| 1f.    | Election of Director: Mary Lou Fiala  | Mgmt          | For           |
| 1g.    | Election of Director: Peter D. Linneman   | Mgmt          | For           |
| 1h.    | Election of Director: David P. O'Connor   | Mgmt          | For           |
| 1i.    | Election of Director: Lisa Palmer   | Mgmt          | For           |
| 1j.    | Election of Director: John C. Schweitzer  | Mgmt          | For           |
| 1k.    | Election of Director: Thomas G. Wattles   | Mgmt          | For           |
| 2.     | Adoption of an advisory resolution approving executive compensation for fiscal year 2017. | Mgmt          | For           |
| 3.     | Ratification of appointment of KPMG LLP as the Company's independent accountants for      | Mgmt          | For           |

## Edgar Filing: COHEN & STEERS TOTAL RETURN REALTY FUND INC - Form N-PX

the year ending December 31, 2018.

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RLJ LODGING TRUST

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Agen

Security: 74965L101  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: RLJ  
 ISIN: US74965L1017

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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>Robert L. Johnson<br>Leslie D. Hale<br>Evan Bayh<br>Arthur Collins<br>Nathaniel A. Davis<br>Patricia L. Gibson<br>Robert M. La Forgia<br>Robert J. McCarthy<br>Glenda G. McNeal | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | To ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for our fiscal year ending December 31, 2018.                                  | Mgmt   | For   |
| 3.     | To approve (on a non-binding basis) the compensation of our named executive officers.   | Mgmt   | For   |
| 4.     | To recommend (on a non-binding basis) the frequency of the advisory vote related to the compensation of our named executive officers.   | Mgmt   | 1 Year  |

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SABRA HEALTH CARE REIT, INC.

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Agen

Security: 78573L106  
 Meeting Type: Annual  
 Meeting Date: 21-Jun-2018  
 Ticker: SBRA  
 ISIN: US78573L1061

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| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Craig A. Barbarosh | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1b. | Election of Director: Robert A. Ettl   | Mgmt | For |
| 1c. | Election of Director: Michael J. Foster  | Mgmt | For |
| 1d. | Election of Director: Ronald G. Geary  | Mgmt | For |
| 1e. | Election of Director: Raymond J. Lewis   | Mgmt | For |
| 1f. | Election of Director: Jeffrey A. Malehorn  | Mgmt | For |
| 1g. | Election of Director: Richard K. Matros  | Mgmt | For |
| 1h. | Election of Director: Milton J. Walters  | Mgmt | For |
| 2.  | Ratification of the appointment of PricewaterhouseCoopers LLP as Sabra's independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt | For |
| 3.  | Approval, on an advisory basis, of the compensation of Sabra's named executive officers.   | Mgmt | For |

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SIMON PROPERTY GROUP, INC.

Agem

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Security: 828806109  
Meeting Type: Annual  
Meeting Date: 08-May-2018  
Ticker: SPG  
ISIN: US8288061091  
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| Prop.# | Proposal                                     | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1a.    | Election of Director: Glyn F. Aeppel         | Mgmt          | For           |
| 1b.    | Election of Director: Larry C. Glasscock     | Mgmt          | For           |
| 1c.    | Election of Director: Karen N. Horn, Ph.D.   | Mgmt          | For           |
| 1d.    | Election of Director: Allan Hubbard          | Mgmt          | For           |
| 1e.    | Election of Director: Reuben S. Leibowitz    | Mgmt          | For           |
| 1f.    | Election of Director: Gary M. Rodkin         | Mgmt          | For           |
| 1g.    | Election of Director: Stefan M. Selig        | Mgmt          | For           |
| 1h.    | Election of Director: Daniel C. Smith, Ph.D. | Mgmt          | For           |
| 1i.    | Election of Director: J. Albert Smith, Jr.   | Mgmt          | For           |
| 1j.    | Election of Director: Marta R. Stewart       | Mgmt          | For           |
| 2.     | An advisory vote to approve the              | Mgmt          | For           |

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compensation of our Named Executive Officers.

- |    |   |      |         |
|----|---|------|---------|
| 3. | Ratification of Ernst & Young LLP as our independent registered public accounting firm for 2018.  | Mgmt | For     |
| 4. | A shareholder proposal that any future employment agreement with our CEO does not provide any termination benefits following a change in control. | Shr  | Against |

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SL GREEN REALTY CORP.

Agen

Security: 78440X101  
 Meeting Type: Annual  
 Meeting Date: 31-May-2018  
 Ticker: SLG  
 ISIN: US78440X1019

- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: John H. Alschuler   | Mgmt          | For           |
| 1b.    | Election of Director: Lauren B. Dillard   | Mgmt          | For           |
| 1c.    | Election of Director: Stephen L. Green  | Mgmt          | For           |
| 2.     | To approve, on a non-binding advisory basis, our executive compensation.  | Mgmt          | For           |
| 3.     | To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |

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STARWOOD WAYPOINT HOMES

Agen

Security: 85572F105  
 Meeting Type: Special  
 Meeting Date: 14-Nov-2017  
 Ticker: SFR  
 ISIN: US85572F1057

- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | A PROPOSAL TO APPROVE THE MERGER OF STARWOOD WAYPOINT HOMES ("SFR") WITH AND INTO IH MERGER SUB, LLC ("MERGER SUB") WITH MERGER SUB CONTINUING AS THE SURVIVING | Mgmt          | For           |

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ENTITY PURSUANT TO THAT CERTAIN AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 9, 2017 (THE "MERGER AGREEMENT"), BY AND AMONG SFR, ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

- |    |   |      |     |
|----|---|------|-----|
| 2. | A NON-BINDING ADVISORY PROPOSAL TO APPROVE COMPENSATION ARRANGEMENTS FOR CERTAIN SFR EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER AGREEMENT AND THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT (THE "COMPENSATION PROPOSAL") | Mgmt | For |
| 3. | A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SFR SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL VOTES FOR THE APPROVAL OF THE REIT MERGER PROPOSAL (THE "ADJOURNMENT PROPOSAL").                | Mgmt | For |

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 SUN COMMUNITIES, INC.

Agen

Security: 866674104  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: SUI  
 ISIN: US8666741041  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | Election of Director: Gary A. Shiffman   | Mgmt          | For           |
| 1B.    | Election of Director: Meghan G. Baivier  | Mgmt          | For           |
| 1C.    | Election of Director: Stephanie W. Bergeron  | Mgmt          | For           |
| 1D.    | Election of Director: Brian M. Hermelin  | Mgmt          | For           |
| 1E.    | Election of Director: Ronald A. Klein  | Mgmt          | For           |
| 1F.    | Election of Director: Clunet R. Lewis  | Mgmt          | For           |
| 1G.    | Election of Director: Arthur A. Weiss  | Mgmt          | For           |
| 2.     | Ratify the selection of Grant Thornton LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018.              | Mgmt          | For           |
| 3.     | To approve, by non-binding vote, executive compensation.   | Mgmt          | For           |
| 4.     | To approve the First Amendment to Sun Communities, Inc. First Amended and Restated 2004 Non-Employee Director Option Plan to increase the number of shares | Mgmt          | For           |

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authorized under the plan.

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 SUNSTONE HOTEL INVESTORS, INC.

Agen

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 Security: 867892101  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: SHO  
 ISIN: US8678921011  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1    | Election of Director: John V. Arabia   | Mgmt          | For           |
| 1.2    | Election of Director: W. Blake Baird   | Mgmt          | For           |
| 1.3    | Election of Director: Andrew Batinovich  | Mgmt          | For           |
| 1.4    | Election of Director: Z. Jamie Behar   | Mgmt          | For           |
| 1.5    | Election of Director: Thomas A. Lewis, Jr.   | Mgmt          | For           |
| 1.6    | Election of Director: Murray J. McCabe   | Mgmt          | For           |
| 1.7    | Election of Director: Douglas M. Pasquale  | Mgmt          | For           |
| 1.8    | Election of Director: Keith P. Russell   | Mgmt          | For           |
| 2.     | Ratification of the Audit Committee's appointment of Ernst & Young LLP to act as the independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |
| 3.     | Advisory vote to approve the compensation of Sunstone's named executive officers, as set forth in Sunstone's Proxy Statement for the 2018 Annual Meeting of Stockholders.        | Mgmt          | For           |

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 UDR, INC.

Agen

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 Security: 902653104  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: UDR  
 ISIN: US9026531049  
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| Prop.# | Proposal                           | Proposal Type | Proposal Vote |
|--------|------------------------------------|---------------|---------------|
| 1a.    | Election of Director: Katherine A. | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1b. | Election of Director: Robert P. Freeman   | Mgmt | For |
| 1c. | Election of Director: Jon A. Grove  | Mgmt | For |
| 1d. | Election of Director: Mary Ann King   | Mgmt | For |
| 1e. | Election of Director: James D. Klingbeil  | Mgmt | For |
| 1f. | Election of Director: Clint D. McDonnough   | Mgmt | For |
| 1g. | Election of Director: Robert A. McNamara  | Mgmt | For |
| 1h. | Election of Director: Mark R. Patterson   | Mgmt | For |
| 1i. | Election of Director: Lynne B. Sagalyn  | Mgmt | For |
| 1j. | Election of Director: Thomas W. Toomey  | Mgmt | For |
| 2.  | To ratify the appointment of Ernst & Young LLP to serve as independent registered public accounting firm for the year ending December 31, 2018. | Mgmt | For |
| 3.  | Advisory vote to approve named executive officer compensation.  | Mgmt | For |
| 4.  | To approve an amendment to the Charter to remove a restriction on stockholders' ability to amend the bylaws.                                    | Mgmt | For |

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VORNADO REALTY TRUST

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Agen

Security: 929042109  
Meeting Type: Annual  
Meeting Date: 17-May-2018  
Ticker: VNO  
ISIN: US9290421091  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | DIRECTOR<br>Steven Roth  | Mgmt          | For           |
|        | Michael D. Fascitelli  | Mgmt          | For           |
|        | Michael Lynne  | Mgmt          | For           |
|        | David M. Mandelbaum  | Mgmt          | For           |
|        | Mandakini Puri   | Mgmt          | For           |
|        | Daniel R. Tisch  | Mgmt          | For           |
|        | Russell B. Wight, Jr.  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt          | For           |



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|----|---|------|-----|
| 3. | APPROVAL OF AN AMENDMENT TO THE COMPANY'S DECLARATION OF TRUST TO PERMIT SHAREHOLDERS TO VOTE ON AMENDMENTS TO THE COMPANY'S BYLAWS TO THE EXTENT PROVIDED IN THE BYLAWS AND CONFIRM THE POWER OF SHAREHOLDERS TO VOTE ON CERTAIN ADDITIONAL MATTERS. | Mgmt | For |
| 4. | NON-BINDING, ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.   | Mgmt | For |

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WEINGARTEN REALTY INVESTORS

Agen

Security: 948741103  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2018  
 Ticker: WRI  
 ISIN: US9487411038

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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1a.    | Election of Director: Andrew M. Alexander   | Mgmt          | For           |
| 1b.    | Election of Director: Stanford Alexander  | Mgmt          | For           |
| 1c.    | Election of Director: Shelaghmichael Brown  | Mgmt          | For           |
| 1d.    | Election of Director: James W. Crownover  | Mgmt          | For           |
| 1e.    | Election of Director: Stephen A. Lasher   | Mgmt          | For           |
| 1f.    | Election of Director: Thomas L. Ryan  | Mgmt          | For           |
| 1g.    | Election of Director: Douglas W. Schnitzer  | Mgmt          | For           |
| 1h.    | Election of Director: C. Park Shaper  | Mgmt          | For           |
| 1i.    | Election of Director: Marc J. Shapiro   | Mgmt          | For           |
| 2.     | Adoption of the First Amendment to the Weingarten Realty Investors Amended and Restated 2010 Long-Term Incentive Plan.                                      | Mgmt          | For           |
| 3.     | Ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2018. | Mgmt          | For           |
| 4.     | To approve, by non-binding vote, executive compensation.  | Mgmt          | For           |

\* Management position unknown

SIGNATURES

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

|                |   |
|----------------|---|
| (Registrant)   | Cohen & Steers Total Return Realty Fund, Inc. |
| By (Signature) | /s/ Dana DeVivo                               |
| Name           | Dana DeVivo                                   |
| Title          | Assistant Secretary                           |
| Date           | 07/25/2018                                    |