

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.

-----  
AGREE REALTY CORPORATION

Agen

-----  
Security: 008492100  
Meeting Type: Annual  
Meeting Date: 15-May-2018  
Ticker: ADC  
ISIN: US0084921008  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Richard Agree John Rakolta, Jr. Jerome Rossi	Mgmt Mgmt Mgmt	For For For
2.	To ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for 2018.	Mgmt	For

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

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

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

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

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

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

-----  
AVALONBAY COMMUNITIES, INC.

Agen

-----  
Security: 053484101  
Meeting Type: Annual  
Meeting Date: 23-May-2018  
Ticker: AVB  
ISIN: US0534841012  
-----

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

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

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.

-----  
 BOSTON PROPERTIES, INC.

Agen

Security: 101121101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: BXP  
 ISIN: US1011211018  
 -----

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

-----  
 BRIXMOR PROPERTY GROUP INC

Agen

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

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

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

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

-----  
CROWN CASTLE INTERNATIONAL CORP

Agen

-----  
Security: 22822V101  
Meeting Type: Annual  
Meeting Date: 17-May-2018  
Ticker: CCI  
ISIN: US22822V1017  
-----

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

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

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 David H. Ferdman John W. Gamble, Jr. Michael A. Klayko T. Tod Nielsen Alex Shumate William E. Sullivan Lynn A. Wentworth Gary J. Wojtaszek	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For 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



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

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

-----  
 DOUGLAS EMMETT, INC.

Agem

-----  
 Security: 25960P109  
 Meeting Type: Annual  
 Meeting Date: 31-May-2018  
 Ticker: DEI  
 ISIN: US25960P1093  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Dan A. Emmett Jordan L. Kaplan Kenneth M. Panzer Christopher H. Anderson Leslie E. Bider Dr. David T. Feinberg Virginia A. McFerran Thomas E. O'Hern William E. Simon, Jr.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For 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

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

-----  
 DUPONT FABROS TECHNOLOGY, INC.

Agen

-----  
 Security: 26613Q106  
 Meeting Type: Special  
 Meeting Date: 13-Sep-2017  
 Ticker: DFT  
 ISIN: US26613Q1067  
 -----

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

-----  
 EMPIRE STATE REALTY TRUST, INC.

Agen

-----  
 Security: 292104106  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: ESRT  
 ISIN: US2921041065  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Anthony E. Malkin William H. Berkman	Mgmt Mgmt	For For

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

	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

---

EQUINIX, INC.

Agen

---

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

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Thomas Bartlett Nanci Caldwell Gary Hromadko Scott Kriens William Luby Irving Lyons, III Christopher Paisley Peter Van Camp	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For 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

---

EQUITY LIFESTYLE PROPERTIES, INC.

Agen

---

Security: 29472R108  
 Meeting Type: Annual

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

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Philip Calian David Contis Constance Freedman Thomas Heneghan Tao Huang Marguerite Nader Sheli Rosenberg Howard Walker Samuel Zell	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For 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 Charles L. Atwood Linda Walker Bynoe Connie K. Duckworth Mary Kay Haben Bradley A. Keywell John E. Neal David J. Neithercut Mark S. Shapiro Gerald A. Spector Stephen E. Sterrett Samuel Zell	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For 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

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

-----  
 ESSEX PROPERTY TRUST, INC.

Agen

-----  
 Security: 297178105  
 Meeting Type: Annual  
 Meeting Date: 15-May-2018  
 Ticker: ESS  
 ISIN: US2971781057  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Keith R. Guericke Amal M. Johnson Irving F. Lyons, III George M. Marcus Thomas E. Robinson Michael J. Schall Byron A. Scordelis Janice L. Sears	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For 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

-----  
 EXTRA SPACE STORAGE INC.

Agen

-----  
 Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: EXR  
 ISIN: US30225T1025  
 -----

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

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

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

-----  
 FOUR CORNERS PROPERTY TRUST, INC.

Agen

-----  
 Security: 35086T109  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2018  
 Ticker: FCPT  
 ISIN: US35086T1097  
 -----

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

-----  
 GAMING & LEISURE PROPERTIES, INC.

Agen

-----  
 Security: 36467J108  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2018  
 Ticker: GLPI  
 ISIN: US36467J1088  
 -----

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR David A. Handler Joseph W. Marshall, III James B. Perry Barry F. Schwartz Earl C. Shanks E. Scott Urdang	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For 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

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

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 Charles E. Black Gordon F. DuGan Allan J. Baum Z. Jamie Behar Thomas D. Eckert James L. Francis Gregory F. Hughes Jeffrey E. Kelter Louis P. Salvatore	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	To ratify the selection of Ernst & Young LLP as 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

-----  
 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: SCOTT D. PETERS	Mgmt	For



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

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

-----  
HIGHWOODS PROPERTIES, INC.

Agen

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

Prop.#	Proposal	Proposal 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

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

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.

-----  
 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

-----  
 HUDSON PACIFIC PROPERTIES, INC.

-----  
 Agen

Security: 444097109  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: HPP  
 ISIN: US4440971095  
 -----

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

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

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

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

---

KILROY REALTY CORPORATION Agen

---

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

---

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

---

LAMAR ADVERTISING COMPANY Agen

---

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

---

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

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

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

-----  
LIFE STORAGE, INC.

Agen

-----  
Security: 53223X107  
Meeting Type: Annual  
Meeting Date: 31-May-2018  
Ticker: LSI  
ISIN: US53223X1072  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR David L. Rogers Charles E. Lannon Stephen R. Rusmisel Arthur L. Havener, Jr. Mark G. Barberio Carol Hansell Dana Hamilton Edward J. Pettinella	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For 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

-----  
MID-AMERICA APARTMENT COMMUNITIES, INC.

Agen

-----  
Security: 59522J103  
Meeting Type: Annual  
Meeting Date: 22-May-2018  
Ticker: MAA  
ISIN: US59522J1034  
-----

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

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

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

-----  
 NATIONAL HEALTH INVESTORS, INC.  
 -----

Agen

Security: 63633D104  
 Meeting Type: Annual  
 Meeting Date: 04-May-2018  
 Ticker: NHI  
 ISIN: US63633D1046  
 -----

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

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

December 31, 2018.

-----  
 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

-----  
 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

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

	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

-----  
 PROLOGIS, INC.

Agen

-----  
 Security: 74340W103  
 Meeting Type: Annual  
 Meeting Date: 02-May-2018  
 Ticker: PLD  
 ISIN: US74340W1036  
 -----

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



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

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		

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

	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

---

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.

---

RLJ LODGING TRUST

---

Agen

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

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Robert L. Johnson Leslie D. Hale Evan Bayh Arthur Collins Nathaniel A. Davis Patricia L. Gibson Robert M. La Forgia Robert J. McCarthy Glenda G. McNeal	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For 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

---

SABRA HEALTH CARE REIT, INC.

---

Agen

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

---

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

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

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

-----  
SIMON PROPERTY GROUP, INC.

Agem

Security: 828806109  
Meeting Type: Annual  
Meeting Date: 08-May-2018  
Ticker: SPG  
ISIN: US8288061091  
-----

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

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

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 |

-----  
 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           |

-----  
 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           |

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

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 |

---

SUN COMMUNITIES, INC.

Agen

Security: 866674104  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: SUI  
 ISIN: US8666741041

---

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

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

authorized under the plan.

-----  
 SUNSTONE HOTEL INVESTORS, INC.

Agen

-----  
 Security: 867892101  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: SHO  
 ISIN: US8678921011  
 -----

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

-----  
 UDR, INC.

Agen

-----  
 Security: 902653104  
 Meeting Type: Annual  
 Meeting Date: 24-May-2018  
 Ticker: UDR  
 ISIN: US9026531049  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Katherine A.	Mgmt	For

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

Cattanach

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

-----  
VORNADO REALTY TRUST

-----  
Agen

Security: 929042109  
Meeting Type: Annual  
Meeting Date: 17-May-2018  
Ticker: VNO  
ISIN: US9290421091  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	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



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

- |    |   |      |     |
|----|---|------|-----|
| 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 |

---

WEINGARTEN REALTY INVESTORS

Agen

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

---

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