

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

ROYCE FOCUS TRUST INC
Form N-PX
August 30, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

Investment Company Act file number 811-05379

Royce Focus Trust, Inc.

(Exact name of registrant as specified in charter)

1414 Avenue of the Americas
New York, NY

10019

(Address of principal executive offices)

(Zip code)

Charles M. Royce, President
Royce Focus Trust, Inc.
1414 Avenue of the Americas
New York, NY 10019

(Name and address of agent for service)

Registrant's telephone number, including area code: 212-486-1445

Date of fiscal year end: 12/31

Date of reporting period: 07/01/2003 - 06/30/2004

ITEM 1. PROXY VOTING RECORD

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
- (i) Whether the registrant cast its vote for or against management.

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

ROYCE FOCUS TRUST, INC.

ALLEGHANY CORPORATION		Meeting Type: Annual		Agenda: 932106481
CUSIP: 017175100		Meeting Date: 4/23/2004		ISIN:
Ticker: Y				
Proposal		Type	Vote	For/A Mana
01	JAMES F. WILL	Mgmt	For	
	THOMAS S. JOHNSON	Mgmt	For	
	ALLAN P. KIRBY, JR.	Mgmt	For	
02	RATIFICATION OF KPMG LLP AS INDEPENDENT AUDITORS FOR ALLEGHANY CORPORATION FOR THE YEAR 2004.	Mgmt	For	

ANAREN, INC.		Meeting Type: Annual		Agenda: 932047346
CUSIP: 032744104		Meeting Date: 11/6/2003		ISIN:
Ticker: ANEN				
Proposal		Type	Vote	For/A Mana
01	JAMES G. GOULD	Mgmt	For	
	CARL W. GERST, JR.	Mgmt	For	
	DALE F. ECK	Mgmt	For	
02	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS.	Mgmt	For	

BIG LOTS, INC.		Meeting Type: Annual		Agenda: 932131509
CUSIP: 089302103		Meeting Date: 5/18/2004		ISIN:
Ticker: BLI				
Proposal		Type	Vote	For/A Mana
01	MICHAEL J. POTTER	Mgmt	For	
	ALBERT J. BELL	Mgmt	For	
	DAVID T. KOLLAT	Mgmt	For	
	BRENDA J. LAUDERBACK	Mgmt	For	
	SHELDON M. BERMAN	Mgmt	For	
	NED MANSOUR	Mgmt	For	
	RUSSELL SOLT	Mgmt	For	
	DENNIS B. TISHKOFF	Mgmt	For	
	PHILIP E. MALLOTT	Mgmt	For	

TOM BROWN, INC.		Meeting Type: Annual		Agenda: 932130305
CUSIP: 115660201		Meeting Date: 5/6/2004		ISIN:
Ticker: TBI				
Proposal		Type	Vote	For/A Mana
01	JOHN C. LINEHAN	Mgmt	For	
	ROBERT H. WHILDEN, JR.	Mgmt	For	
	JAMES B. WALLACE	Mgmt	For	

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

	WAYNE W. MURDY	Mgmt	For
	JAMES D. LIGHTNER	Mgmt	For
	HENRY GROPPE	Mgmt	For
	DAVID M. CARMICHAEL	Mgmt	For
	EDWARD W. LEBARON, JR.	Mgmt	For
02	TO APPROVE THE AMENDMENT TO ARTICLE FOURTH OF THE COMPANY S CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK, \$.10 PAR VALUE PER SHARE.	Mgmt	For

CALLAWAY GOLF COMPANY		Agenda: 932143491
CUSIP: 131193104	Meeting Type: Annual	
Ticker: ELY	Meeting Date: 5/25/2004	ISIN:

Proposal	Type	Vote	For/A Mana
01	RONALD S. BEARD	Mgmt	For
	YOTARO KOBAYASHI	Mgmt	For
	RICHARD L. ROSENFELD	Mgmt	For
	ANTHONY S. THORNLEY	Mgmt	For
	JOHN C. CUSHMAN, III	Mgmt	For
	WILLIAM C. BAKER	Mgmt	For
	SAMUEL H. ARMACOST	Mgmt	For
	RONALD A. DRAPEAU	Mgmt	For
02	TO APPROVE THE CALLAWAY GOLF COMPANY 2004 EQUITY INCENTIVE PLAN.	Mgmt	For
03	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE CALLAWAY GOLF COMPANY EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For

CEVA, INC.		Agenda: 932126089
CUSIP: 157210105	Meeting Type: Annual	
Ticker: CEVA	Meeting Date: 5/5/2004	ISIN:

Proposal	Type	Vote	For/A Mana
01	ZVI LIMON	Mgmt	For
	SVEN-CHRISTER NILSSON	Mgmt	For
	BRIAN LONG	Mgmt	For
	ELIYAHU AYALON	Mgmt	For
	LOUIS SILVER	Mgmt	For
	CHESTER J. SILVESTRI	Mgmt	For
	DAN TOCATLY	Mgmt	For
	BRUCE A. MANN	Mgmt	For
	PETER MCMANAMON	Mgmt	For
02	TO AMEND OUR 2002 STOCK INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF OUR COMMON STOCK RESERVED FOR ISSUANCE UNDER THAT PLAN FROM 1,800,000 TO 3,300,000 AND TO ADD A PER PARTICIPANT LIMIT PER YEAR OF UP TO THE NUMBER OF SHARES REMAINING AVAILABLE FRO	Mgmt	Against
03	TO RATIFY THE SELECTION OF ERNST & YOUNG CHARTERED ACCOUNTANTS AS THE COMPANY S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR.	Mgmt	For

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

CHARMING SHOPPES, INC. Meeting Type: Annual Agenda: 932179066
 CUSIP: 161133103 Meeting Date: 6/24/2004 ISIN:
 Ticker: CHRS

Proposal	Type	Vote	For/A Mana
01 PAMELA S. LEWIS	Mgmt	For	
KATHERINE M. HUDSON	Mgmt	For	
JOSEPH L. CASTLE, II	Mgmt	For	
02 PROPOSAL TO APPROVE THE 2004 STOCK AWARD AND INCENTIVE PLAN.	Mgmt	For	

COVANCE INC. Meeting Type: Annual Agenda: 932110707
 CUSIP: 222816100 Meeting Date: 4/29/2004 ISIN:
 Ticker: CVD

Proposal	Type	Vote	For/A Mana
01 ROBERT M. BAYLIS	Mgmt	For	
01 IRWIN LERNER	Mgmt	For	
02 SHAREHOLDER PROPOSAL CONCERNING ANNUAL ELECTION OF DIRECTORS.	Shr	For	A
03 TO ACT UPON SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING.	Mgmt	For	

DYCOM INDUSTRIES, INC. Meeting Type: Annual Agenda: 932060976
 CUSIP: 267475101 Meeting Date: 11/25/2003 ISIN:
 Ticker: DY

Proposal	Type	Vote	For/A Mana
01 STEVEN E. NIELSEN	Mgmt	For	
STEPHEN C. COLEY	Mgmt	For	
02 THE APPROVAL OF THE COMPANY S 2003 LONG-TERM INCENTIVE PLAN.	Mgmt	For	

EFUNDS CORPORATION Meeting Type: Annual Agenda: 932136749
 CUSIP: 28224R101 Meeting Date: 5/20/2004 ISIN:
 Ticker: EFD

Proposal	Type	Vote	For/A Mana
01 RICHARD J. ALMEIDA	Mgmt	For	
SHEILA A. PENROSE	Mgmt	For	
02 TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT AUDITORS OF THE COMPANY.	Mgmt	For	

ENSIGN RESOURCE SERVICE GROUP INC. Meeting Type: Annual Agenda: 932155282
 CUSIP: 29357T104 Meeting Date: 5/19/2004 ISIN:
 Ticker: ERSGF

Proposal	Type	Vote	For/A Mana
----------	------	------	---------------

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

01	SETTING THE NUMBER OF DIRECTORS OF THE CORPORATION AT NINE (9) AND THE ELECTION OF THE DIRECTORS NOMINATED IN THE ACCOMPANYING INFORMATION CIRCULAR.	Mgmt	For
02	THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS FOR THE CORPORATION FOR THE ENSUING FISCAL YEAR AND THE AUTHORIZATION IN FAVOUR OF THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For

EXAR CORPORATION CUSIP: 300645108 Ticker: EXAR	Meeting Type: Annual Meeting Date: 9/4/2003	Agenda: 932031800 ISIN:
--	--	----------------------------

Proposal	Type	Vote	For/A Mana
01 FRANK P. CARRUBBA	Mgmt	For	
02 TO APPROVE AN AMENDMENT TO THE COMPANY S 1996 NON-EMPLOYEE DIRECTORS STOCK OPTION PLAN, AS AMENDED, TO INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER SUCH PLAN BY 500,000 SHARES.	Mgmt	For	

FLORIDA ROCK INDUSTRIES, INC. CUSIP: 341140101 Ticker: FRK	Meeting Type: Annual Meeting Date: 2/4/2004	Agenda: 932083936 ISIN:
--	--	----------------------------

Proposal	Type	Vote	For/A Mana
01 LUKE E. FICHTHORN III*	Mgmt	For	
WILLIAM H. WALTON III**	Mgmt	For	
TILLIE K. FOWLER*	Mgmt	For	
THOMPSON S. BAKER II*	Mgmt	For	
FRANCIS X. KNOTT*	Mgmt	For	

GLAMIS GOLD LTD. CUSIP: 376775102 Ticker: GLG	Meeting Type: Special Meeting Date: 5/6/2004	Agenda: 932121320 ISIN:
---	---	----------------------------

Proposal	Type	Vote	For/A Mana
01 THE RESOLUTION FIXING THE SIZE OF THE BOARD OF DIRECTORS AT 6.	Mgmt	For	
02 KENNETH F. WILLIAMSON	Mgmt	For	
P. RANDY REIFEL	Mgmt	For	
C. KEVIN MCARTHUR	Mgmt	For	
JEAN DEPATIE	Mgmt	For	
A. IAN S. DAVIDSON	Mgmt	For	
A. DAN ROVIG	Mgmt	For	
03 THE RESOLUTION TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITOR OF THE COMPANY AT A REMUNERATION TO BE FIXED BY THE BOARD OF DIRECTORS.	Mgmt	For	

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

04	THE RESOLUTION TO INCREASE THE NUMBER OF COMMON SHARES ALLOCATED FOR ISSUANCE UNDER THE INCENTIVE SHARE PURCHASE OPTION PLAN BY 3,500,000.	Mgmt	For
05	THE RESOLUTION TO ESTABLISH AN EQUITY INCENTIVE PLAN AS DESCRIBED IN THE INFORMATION CIRCULAR FOR THE MEETING AND THE ALLOCATION OF 1,000,000 COMMON SHARES FOR ISSUANCE UNDER THE EQUITY INCENTIVE PLAN.	Mgmt	For

GOLDCORP INC. CUSIP: 380956409 Ticker: GG	Meeting Type: Annual Meeting Date: 6/16/2004	Agenda: 932180627 ISIN:
---	---	----------------------------

Proposal	Type	Vote	For/A Mana
01	M.L. STEIN	Mgmt	For
	D.R. BEATTY	Mgmt	For
	R.M. GOLDSACK	Mgmt	For
	S.R. HORNE	Mgmt	For
	J.P. HUTCH	Mgmt	For
	B.W. JONES	Mgmt	For
	DR. D.R.M. QUICK	Mgmt	For
	R.R. MCEWEN	Mgmt	For
02	RE-APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITOR OF THE CORPORATION AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE AUDITOR.	Mgmt	For

HECLA MINING COMPANY CUSIP: 422704106 Ticker: HL	Meeting Type: Annual Meeting Date: 5/7/2004	Agenda: 932101621 ISIN:
--	--	----------------------------

Proposal	Type	Vote	For/A Mana
01	JORGE E. ORDONEZ C.	Mgmt	For
	CHARLES L. MCALPINE	Mgmt	For
	TED CRUMLEY	Mgmt	For
02	PROPOSAL TO APPROVE THE AMENDMENT OF THE CORPORATION S 1995 STOCK INCENTIVE PLAN TO INCREASE THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED UNDER THE PLAN FROM 6,000,000 TO 11,000,000.	Mgmt	For

INPUT/OUTPUT, INC. CUSIP: 457652105 Ticker: IO	Meeting Type: Annual Meeting Date: 6/22/2004	Agenda: 932179496 ISIN:
--	---	----------------------------

Proposal	Type	Vote	For/A Mana
01	BRUCE S. APPELBAUM	Mgmt	For

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

02	FRANKLIN MYERS TO APPROVE THE ADOPTION OF THE INPUT/OUTPUT, INC. 2004 LONG-TERM INCENTIVE PLAN.	Mgmt Mgmt	For For
03	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS I/O S INDEPENDENT AUDITORS FOR 2004.	Mgmt	For

LEXICON GENETICS INCORPORATED CUSIP: 528872104 Ticker: LEXG	Meeting Type: Annual Meeting Date: 5/19/2004	Agenda: 932159305 ISIN:
---	---	----------------------------

Proposal	Type	Vote	For/A Mana
01	ALAN S. NIES, MD ROBERT J. LEFKOWITZ, MD	Mgmt Mgmt	For For
02	RATIFICATION AND APPROVAL OF THE COMPANY S EXISTING 2000 EQUITY INCENTIVE PLAN SO THAT GRANTS UNDER THE PLAN WILL REMAIN EXEMPT FROM A CAP ON DEDUCTIBLE COMPENSATION IMPOSED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
03	RATIFICATION AND APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2004.	Mgmt	For

LIGHTSPAN, INC. CUSIP: 53226T103 Ticker: LSPN	Meeting Type: Annual Meeting Date: 8/21/2003	Agenda: 932032802 ISIN:
---	---	----------------------------

Proposal	Type	Vote	For/A Mana
01	TO APPROVE A SERIES OF ALTERNATIVE AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION, AS AMENDED, TO EFFECT AT THE DISCRETION OF THE BOARD OF DIRECTORS A REVERSE STOCK SPLIT OF THE COMMON STOCK WHEREBY EACH OUTSTANDING 7, 9 OR	Mgmt	For
02	BARRY J. SCHIFFMAN LOIS HARRISON-JONES ELIZABETH R. COPPINGER	Mgmt Mgmt Mgmt	For For For
03	TO RATIFY SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR ITS FISCAL YEAR ENDING JANUARY 31, 2004.	Mgmt	For

LIGHTSPAN, INC. CUSIP: 53226T202 Ticker: LSPN	Meeting Type: Special Meeting Date: 11/17/2003	Agenda: 932057335 ISIN:
---	---	----------------------------

For/A

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

Proposal	Type	Vote	Mana
01 TO ADOPT THE AGREEMENT AND PLAN OF MERGER, (THE MERGER AGREEMENT), DATED AS OF SEPTEMBER 9, 2003, AMONG PLATO LEARNING, INC. (PLATO), LSPN MERGER CORP., A WHOLLY-OWNED SUBSIDIARY OF PLATO (MERGER SUB), AND THE COMPANY, AND TO APPROVE THE MERGER BETW	Mgmt	For	
02 TO GRANT MANAGEMENT, IN THEIR DISCRETION, AUTHORITY TO TRANSACT ANY OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING.	Mgmt	For	

LINCOLN ELECTRIC HOLDINGS, INC.
 CUSIP: 533900106
 Ticker: LECO

Meeting Type: Annual
 Meeting Date: 4/29/2004

Agenda: 932124364

ISIN:

For/A
 Mana

Proposal	Type	Vote	Mana
01 RANKO CUCUZ	Mgmt	For	
KATHRYN JO LINCOLN	Mgmt	For	
ANTHONY A. MASSARO	Mgmt	For	
GEORGE H. WALLS, JR.	Mgmt	For	
02 RATIFICATION OF INDEPENDENT AUDITORS.	Mgmt	For	

MATTHEWS INTERNATIONAL CORPORATION
 CUSIP: 577128101
 Ticker: MATW

Meeting Type: Annual
 Meeting Date: 2/19/2004

Agenda: 932086071

ISIN:

For/A
 Mana

Proposal	Type	Vote	Mana
01 DAVID J. DECARLO**	Mgmt	For	
01 GLENN R. MAHONE*	Mgmt	For	
JOHN P. O'LEARY, JR.**	Mgmt	For	
ROBERT J. KAVANAUGH**	Mgmt	For	
02 TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS TO AUDIT THE RECORDS OF THE COMPANY FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2004.	Mgmt	For	

MERIDIAN GOLD INC.
 CUSIP: 589975101
 Ticker: MDG

Meeting Type: Special
 Meeting Date: 5/11/2004

Agenda: 932144215

ISIN:

For/A
 Mana

Proposal	Type	Vote	Mana
01 THE ELECTION OF THE NOMINEES PROPOSED BY MANAGEMENT AS DIRECTORS OF THE CORPORATION.	Mgmt	For	
02 THE APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION AND TO	Mgmt	For	

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

PLATO LEARNING, INC. Agenda: 932091426
 CUSIP: 72764Y100 Meeting Type: Annual
 Ticker: TUTR Meeting Date: 3/4/2004 ISIN:

Proposal	Type	Vote	For/A Mana
01 RUTH L. GREENSTEIN	Mgmt	For	
02 RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING OCTOBER 31, 2004.	Mgmt	For	

PROASSURANCE CORPORATION Agenda: 932150787
 CUSIP: 74267C106 Meeting Type: Annual
 Ticker: PRA Meeting Date: 5/19/2004 ISIN:

Proposal	Type	Vote	For/A Mana
01 PAUL R. BUTRUS	Mgmt	For	
VICTOR T. ADAMO	Mgmt	For	
02 APPROVAL OF THE PROASSURANCE CORPORATION 2004 EQUITY INCENTIVE PLAN.	Mgmt	For	

RICHARDSON ELECTRONICS, LTD. Agenda: 932044922
 CUSIP: 763165107 Meeting Type: Annual
 Ticker: RELL Meeting Date: 10/15/2003 ISIN:

Proposal	Type	Vote	For/A Mana
01 SAMUEL RUBINOVITZ	Mgmt	For	
BRUCE W. JOHNSON	Mgmt	For	
AD KETELAARS	Mgmt	For	
DARIO SACOMANI	Mgmt	For	
ARNOLD R. ALLEN	Mgmt	For	
JACQUES BOUYER	Mgmt	For	
SCOTT HODES	Mgmt	For	
HAROLD L. PURKEY	Mgmt	For	
JOHN PETERSON	Mgmt	For	
EDWARD J. RICHARDSON	Mgmt	For	
02 PROPOSAL TO APPROVE THE AMENDMENT TO THE RICHARDSON ELECTRONICS, LTD. EMPLOYEES 1999 STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES SUBJECT TO THE PLAN BY 100,000.	Mgmt	Abstain	A
03 PROPOSAL TO APPROVE RATIFICATION OF THE ENGAGEMENT OF KPMG LLP AS THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS OF RICHARDSON ELECTRONICS, LTD. FOR THE FISCAL YEAR ENDING MAY 31, 2004.	Mgmt	For	

RITCHIE BROS. AUCTIONEERS INC. Agenda: 932110454
 CUSIP: 767744105 Meeting Type: Special
 Ticker: RBA Meeting Date: 4/16/2004 ISIN:

For/A

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

Proposal	Type	Vote	Mana
01 PETER JAMES BLAKE	Mgmt	For	
01 CLIFFORD RUSSELL CMOLIK	Mgmt	For	
ERIC PATEL	Mgmt	For	
CHARLES EDWARD CROFT	Mgmt	For	
DAVID EDWARD RITCHIE	Mgmt	For	
GEORGE EDWARD MOUL	Mgmt	For	
02 TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITOR FOR THE COMPANY AND TO AUTHORIZE THE DIRECTORS TO FIX THE AUDITOR S REMUNERATION.	Mgmt	For	
03 TO PASS THE RESOLUTION, THE FULL TEXT OF WHICH IS SET OUT IN SCHEDULE A TO THE INFORMATION CIRCULAR, AS A SPECIAL RESOLUTION APPROVING AN AMENDMENT TO THE ARTICLES OF AMALGAMATION OF THE COMPANY TO SUBDIVIDE THE COMPANY S ISSUED AND OUTSTANDING COMMON SHA	Mgmt	For	
04 TO APPROVE AND CONFIRM THE ADOPTION OF THE EXECUTIVE LONG-TERM INCENTIVE PLAN BY THE COMPANY.	Mgmt	Against	A

SIMPSON MANUFACTURING CO., INC.
 CUSIP: 829073105
 Ticker: SSD

Meeting Type: Annual
 Meeting Date: 4/7/2004

Agenda: 932103904
 ISIN:

Proposal	Type	Vote	For/A Mana
01 PETER N. LOURAS, JR.	Mgmt	For	
STEPHEN B. LAMSON	Mgmt	For	
02 APPROVAL OF THE AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE FROM 40,000,000 TO 80,000,000.	Mgmt	For	
03 RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS.	Mgmt	For	

SYNTEL, INC.
 CUSIP: 87162H103
 Ticker: SYNT

Meeting Type: Annual
 Meeting Date: 6/3/2004

Agenda: 932163974
 ISIN:

Proposal	Type	Vote	For/A Mana
01 VASANT RAVAL	Mgmt	For	
GEORGE R. MRKONIC	Mgmt	For	

TESCO CORPORATION
 CUSIP: 88157K101
 Ticker: TESOF

Meeting Type: Annual
 Meeting Date: 5/6/2004

Agenda: 932145697
 ISIN:

Proposal	Type	Vote	For/A Mana
----------	------	------	---------------

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

04	THEIR REMUNERATION AS SUCH. THE ORDINARY RESOLUTION REFERRED TO RATIFY AN AMENDMENT TO BY-LAW NUMBER 1.	Mgmt	For
05	THE STOCK OPTION RESOLUTION DESCRIBED IN THE INFORMATION CIRCULAR.	Mgmt	For
06	THE STOCK OPTION ROLLING PLAN RESOLUTION DESCRIBED IN THE INFORMATION CIRCULAR.	Mgmt	For

VIASAT, INC.		Agenda: 932034262
CUSIP: 92552V100	Meeting Type: Annual	
Ticker: VSAT	Meeting Date: 9/11/2003	ISIN:

Proposal		Type	Vote	For/A Mana
01	ROBERT W. JOHNSON	Mgmt	For	
	WILLIAM A. OWENS	Mgmt	For	
02	TO APPROVE THE SECOND AMENDED AND RESTATED 1996 EQUITY PARTICIPATION PLAN OF VIASAT, INC.	Mgmt	For	

VIVUS, INC.		Agenda: 932156638
CUSIP: 928551100	Meeting Type: Annual	
Ticker: VVUS	Meeting Date: 6/14/2004	ISIN:

Proposal		Type	Vote	For/A Mana
01	VIRGIL A. PLACE, M.D.	Mgmt	For	
	LELAND F. WILSON	Mgmt	For	
	MARK B. LOGAN	Mgmt	For	
01	MARIO M. ROSATI	Mgmt	For	
	L M DAIRIKI SHORTLIFFE	Mgmt	For	
	GRAHAM STRACHAN	Mgmt	For	
02	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF VIVUS INC. FOR FISCAL 2004.	Mgmt	For	
03	TO TRANSACT SUCH OTHER BUSINESS, IN THEIR DISCRETION, AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENTS THEREOF.	Mgmt	For	

WEST CORPORATION		Agenda: 932141687
CUSIP: 952355105	Meeting Type: Annual	
Ticker: WSTC	Meeting Date: 5/13/2004	ISIN:

Proposal		Type	Vote	For/A Mana
01	MARY E. WEST	Mgmt	For	
	GEORGE H. KRAUSS	Mgmt	For	
02	RATIFY THE APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For	

WINNEBAGO INDUSTRIES, INC.		Agenda: 932073466
CUSIP: 974637100	Meeting Type: Annual	
Ticker: WGO	Meeting Date: 1/13/2004	ISIN:

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

Proposal		Type	Vote	For/A Mana
01	JOSEPH W. ENGLAND IRVIN E. AAL	Mgmt	For	
02	APPROVAL OF WINNEBAGO INDUSTRIES, INC. 2004 INCENTIVE COMPENSATION PLAN.	Mgmt	For	

WOODWARD GOVERNOR COMPANY
 CUSIP: 980745103 Meeting Type: Annual
 Ticker: WGOV Meeting Date: 1/28/2004
 Agenda: 932074040
 ISIN:

Proposal		Type	Vote	For/A Mana
01	MICHAEL H. JOYCE JAMES R. RULSEH JOHN D. COHN	Mgmt Mgmt Mgmt	For For For	

YANKEE CANDLE COMPANY, INC.
 CUSIP: 984757104 Meeting Type: Annual
 Ticker: YCC Meeting Date: 6/16/2004
 Agenda: 932164344
 ISIN:

Proposal		Type	Vote	For/A Mana
01	MICHAEL F. HINES RONALD L. SARGENT DALE F. FREY	Mgmt Mgmt Mgmt	For For For	
02	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR.	Mgmt	For	

ZENITH NATIONAL INSURANCE CORP.
 CUSIP: 989390109 Meeting Type: Annual
 Ticker: ZNT Meeting Date: 5/26/2004
 Agenda: 932134276
 ISIN:

Proposal		Type	Vote	For/A Mana
01	STANLEY R. ZAX MAX M. KAMPELMAN ROBERT J. MILLER LEON E. PANETTA CATHERINE B. REYNOLDS ALAN I. ROTHENBERG WILLIAM S. SESSIONS GERALD TSAI, JR. MICHAEL WM. ZAVIS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For	
02	PROPOSAL TO APPROVE 2004 RESTRICTED STOCK PLAN.	Mgmt	For	

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

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-PX

undersigned, thereunto duly authorized.

(Registrant) Royce Focus Trust, Inc.

By (Signature) /S/ Charles M. Royce

Name Charles M. Royce

Title President

Date 8-30-2004