

Edgar Filing: CENTRAL SECURITIES CORP - Form N-PX

CENTRAL SECURITIES CORP  
Form N-PX  
August 06, 2008

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: 811-179

Central Securities Corporation  
(Exact name of Registrant as specified in charter)

630 Fifth Avenue, Suite 820  
New York, New York 10111  
(Address of principal executive offices)

Registrant's telephone number: 212-698-2020

Date of fiscal year end: December 31

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

Issuer: Arbinet-thexchange  
Ticker: ARBX  
Meeting Date: 8/21/07

CUSIP: 03875P100

Matter Voted On	Proposed By
1-01. Election of Shawn F. O'Donnell as a director of the company.	Management
1-02. Election of Michael J. Ruane as a director of the company.	Management
1-03. Election of Jill Thoerle as a director of the company.	Management

Issuer: Solectron Corporation  
Ticker: SLR  
Meeting Date: 9/27/07

CUSIP: 834182107

Matter Voted On	Proposed By
1. To adopt the agreement and plan of merger dated June 4, 2007, by and among Flextronics International Ltd., Saturn Merger Corp. and Solectron Corporation.	Management
2. To approve the adjournment of the special meeting, if necessary, to solicit additional proxies if there are insufficient votes at the time of the special	Management

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meeting to approve proposal 1.

Issuer: Neoware, Inc.  
Ticker: NWRE  
Meeting Date: 9/27/07

CUSIP: 64065P102

Matter Voted On

Proposed  
By

1. To adopt the agreement and plan of merger dated as of July 23, 2007, among Neoware, Inc. Hewlett-Packard Company and Narwhal Acquisition Corporation.
2. To approve the adjournment of the special meeting, if necessary or appropriate, to solicit additional proxies if there are insufficient votes at

Management

the time of the special meeting to adopt the agreement and plan of merger, dated Management FOR FOR as of July 23, 2007, among Neoware, Inc., Hewlett-Packard Company and Narwhal Acquisition Corporation.

Issuer: Geomet, Inc.  
Ticker: GMET  
Meeting Date: 11/9/07

CUSIP: 37250U201

Matter Voted On

Proposed  
By

- 1-01. Election of J. Hord Armstrong, III as a director of the company.
- 1-02. Election of James C. Crain as a director of the company.
- 1-03. Election of Stanley L. Graves as a director of the company.
- 1-04. Election of Charles D. Haynes as a director of the company.
- 1-05. Election of W. Howard Keenan, Jr. as a director of the company.
- 1-06. Election of Philip G. Malone as a director of the company.
- 1-07. Election of Darby Sere as a director of the company.

Management

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Management

2. To ratify the appointment of Deloitte & Touche LLP as the Company's independent auditor.

Management

Issuer: Sonus Networks, Inc.  
Ticker: SONS

CUSIP: 835916107

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Meeting Date: 11/12/07

Matter Voted On	Proposed By
1-01. Election of Howard E. Janzen as a director of the company.	Management
1-02. Election of Brian Thompson as a director of the company.	Management
2. To ratify the 2007 stock incentive plan.	Management

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Issuer: Agilent Technologies, Inc.  
Ticker: A  
Meeting Date: 2/27/08

CUSIP: 00846U101

Matter Voted On	Proposed By
1-01. Election of Heidi Kunz as a director of the company.	Management
1-02. Election of David M. Lawrence as a director of the company.	Management
1-03. Election of A. Barry Rand as a director of the company.	Management
2. The ratification of the Audit and Finance committee's appointment of PricewaterhouseCoopers as Agilent's independent registered public accounting firm.	Management
3. The approval of the Agilent Technologies, Inc. long-term performance program.	Management

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Issuer: Tyco International Ltd.  
Ticker: TYC  
Meeting Date: 3/13/08

CUSIP: G9143X208

Matter Voted On	Proposed By
1-01. Election of Dennis C. Blair as a director of the company.	Management
1-02. Election of Edward D. Breen as a director of the company.	Management
1-03. Election of Brian Duperreault as a director of the company.	Management
1-04. Election of Bruce S. Gordon as a director of the company.	Management

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1-05. Election of Rajiv L. Gupta as a director of the company.	Management
1-06. Election of John A. Krol as a director of the company.	Management
1-07. Election of Brendan R. O'Neill as a director of the company.	Management
1-08. Election of William S. Stavropoulos as a director of the company.	Management
1-09. Election of Sandra S. Wijnberg as a director of the company.	Management
1-10. Election of Jerome B. York as a director of the company.	Management
1-11. Election of Timothy M. Donahue as a director of the company.	Management
2. Re-appointment of Deloitte & Touche as Tyco's independent auditors and authorization for the audit committee of the board of directors to set the auditors remuneration.	Management
3. Amendments to the Company's bye-laws.	Management

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Issuer: Analog Devices, Inc.  
Ticker: ADI  
Meeting Date: 3/11/08

CUSIP: 032654105

Matter Voted On	Proposed By
1-01. Election of John L. Doyle as a director of the company.	Management
1-02. Election of Paul J. Severino as a director of the company.	Management
1-03. Election of Ray Stata as a director of the company.	Management
2. To ratify the selection of Ernst & Young LLP as the company's independent registered public accounting firm for the fiscal year ending November 1, 2008.	Management
3. To approve amendments to the company's articles of organization and by-laws Management FOR FOR to require a majority vote for uncontested elections of directors.	

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Issuer: Coherent, Inc.  
Ticker: COHR  
Meeting Date: 3/19/08

CUSIP: 192479103

Matter Voted On	Proposed By
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1-03. Election of David R. Whitwam as a director of the company.	Management
2. Ratification of Ernst & Young LLP as independent auditors of the corporation for 2008.	Management
3. Approval of the re-adoption of the Convergys Corporation long-term incentive plan.	Management
4. Proposal regarding majority voting requirement for directors.	Stockholder

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Issuer: Carlisle Companies Inc.  
Ticker: CSL  
Meeting Date: 4/21/08

CUSIP: 142339100

Matter Voted On	Proposed By
1-01. Election of Robert G. Bohn as a director of the company.	Management
1-02. Election of Peter L.A. Janieson as a director of the company.	Management
1-03. Election of Peter F. Krogh as a director of the company.	Management
1-04. Election of Anthony W. Ruggiero as a director of the company.	Management

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Issuer: Nexen Inc.  
Ticker: NXY  
Meeting Date: 4/25/08

CUSIP: 65334H102

Matter Voted On	Proposed By
1-01. Election of C.W. Fischer as a director of the company.	Management
1-02. Election of D.G. Flanagan as a director of the company.	Management
1-03. Election of D.A. Hentschel as a director of the company.	Management
1-04. Election of S.B. Jackson as a director of the company.	Management
1-05. Election of K.J. Jenkins as a director of the company.	Management
1-06. Election of A.A. McLellan as a director of the company.	Management
1-07. Election of E.P. Newell as a director of the company.	Management
1-08. Election of T.C. O'Neill as a director of the company.	Management

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1-09. Election of F.M. Saville as a director of the company.	Management
1-10. Election of R.M. Thomson as a director of the company.	Management
1-11. Election of J.M. Willson as a director of the company.	Management
1-12. Election of V.J. Zaleschuk as a director of the company.	Management
2. Proposal to appoint Deloitte & Touche LLP as independent auditors for 2008.	Management
3. Proposal to approve the continuation, amendment and restatement of the shareholder rights plan.	Management
4. Proposal on majority vote for director elections.	Shareholder

Issuer: Bank of New York Mellon Corp.  
Ticker: BK  
Meeting Date: 4/8/08

CUSIP: 064058100

Matter Voted On	Proposed By
1-01. Election of Frank J. Biondi as a director of the company.	Management
1-02. Election of Ruth E. Bruch as a director of the company.	Management
1-03. Election of Nicholas M. Donofrio as a director of the company.	Management
1-04. Election of Steven G. Elliott as a director of the company.	Management
1-05. Election of Gerald L. Hassell as a director of the company.	Management
1-06. Election of Edmund F. Kelly as a director of the company.	Management
1-07. Election of Robert P. Kelly as a director of the company.	Management
1-08. Election of Richard J. Kogan as a director of the company.	Management
1-09. Election of Michael J. Kowalski as a director of the company.	Management
1-10. Election of John A. Luke, Jr. as a director of the company.	Management
1-11. Election of Robert Mehrabian as a director of the company.	Management
1-12. Election of Mark A. Nordenberg as a director of the company.	Management
1-13. Election of Catherine A. Rein as a director of the company.	Management
1-14. Election of Thomas A. Renyi as a director of the company.	Management
1-15. Election of William C. Richardson as a director of the company.	Management

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1-16. Election of Samuel C. Scott as a director of the company.	Management
1-17. Election of John P. Surma as a director of the company.	Management
1-18. Election of Wesley W. Von Schack as a director of the company.	Management
2. Proposal to approve the adoption of long-term incentive plan.	Management
3. Proposal to approve the adoption of employee stock purchase plan.	Management
4. Proposal to approve the adoption of executive incentive compensation plan.	Management
5. Ratification of appointment of KPMG LLP as independent registered public accountants.	Management
6. Proposal with respect to cumulative voting.	Shareholder
7. Proposal requesting annual vote on advisory resolution to ratify executive compensation.	Shareholder

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Issuer: Abbott Laboratories  
 Ticker: ABT  
 Meeting Date: 4/25/08

CUSIP: 002824100

	Proposed By
Matter Voted On	
1-01. Election of R.S. Austin as a director of the company.	Management
1-02. Election of W.M. Daley as a director of the company.	Management
1-03. Election of W.J. Farrell as a director of the company.	Management
1-04. Election of H.L. Fuller as a director of the company.	Management
1-05. Election of W.A. Osborn as a director of the company.	Management
1-06. Election of D.A.L. Owen as a director of the company.	Management
1-07. Election of B. Powell Jr. as a director of the company.	Management
1-08. Election of W.A. Reynolds as a director of the company.	Management
1-09. Election of R.S. Roberts as a director of the company.	Management
1-10. Election of S.C. Scott III as a director of the company.	Management
1-11. Election of W.D. Smithburg as a director of the company.	Management
1-12. Election of G.F. Tilton as a director of the company.	Management
1-13. Election of M.D. White as a director of the company.	Management
2. Ratification of Deloitte & Touche LLP as auditors.	Management
3. Proposal regarding access to medicines.	Shareholder



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4. Proposal regarding advisory vote.

Shareholder

Issuer: Intel Corporation  
Ticker: INTC  
Meeting Date: 5/21/08

CUSIP: 458140100

Matter Voted On

Proposed  
By

- 1-01. Election of Craig R. Barrett as a director of the company.
- 1-02. Election of Charlene Barshefsky as a director of the company.
- 1-03. Election of Carol A. Bartz as a director of the company.
- 1-04. Election of Susan L. Decker as a director of the company.
- 1-05. Election of Reed E. Hundt as a director of the company.
- 1-06. Election of Paul S. Otellini as a director of the company.
- 1-07. Election of James D. Plummer as a director of the company.
- 1-08. Election of David S. Pottruck as a director of the company.
- 1-09. Election of Jane E. Shaw as a director of the company.
- 1-10. Election of John L. Thornton as a director of the company.
- 1-11. Election of David B. Yoffe as a director of the company.
- 2. Ratification of Ernst & Young LLP as independent registered public accounting firm for the current year.
- 3. Proposal to amend the bylaws to establish a board committee on sustainability.

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Shareholder

Issuer: Rohm and Haas Company  
Ticker: ROH  
Meeting Date: 5/5/08

CUSIP: 775371107

Matter Voted On

Proposed  
By

- 1-01. Election of W.J. Avery as a director of the company.
- 1-02. Election of R.L.Gupta as a director of the company.
- 1-03. Election of D.W. Haas as a director of the company.
- 1-04. Election of T.W. Haas as a director of the company.
- 1-05. Election of R.L. Keyser as a director of the company.
- 1-06. Election of R.L. Mills as a director of the company.
- 1-07. Election of S.O. Moose as a director of the company.

Management  
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Management

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1-08. Election of G.S. Omenn as a director of the company.	Management
1-09. Election of G.L. Rogers as a director of the company.	Management
1-10. Election of R.H. Schmitz as a director of the company.	Management
1-11. Election of G.M. Whitesides as a director of the company.	Management
1-12. Election of M.C. Whittington as a director of the company.	Management
2. Ratification of PricewaterhouseCoopers LLP as independent registered public accounting firm for 2008.	Management

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Issuer: Murphy Oil Corporation  
Ticker: MUR  
Meeting Date: 5/14/08

CUSIP: 626717102

Matter Voted On	Proposed By
1-01. Election of F.W. Blue as a director of the company.	Management
1-02. Election of C.P. Deming as a director of the company.	Management
1-03. Election of R.A. Hermes as a director of the company.	Management
1-04. Election of J.V. Kelley as a director of the company.	Management
1-05. Election of R.M. Murphy as a director of the company.	Management
1-06. Election of W.C. Nolan, Jr. as a director of the company.	Management
1-07. Election of I.B. Ramberg as a director of the company.	Management
1-08. Election of N.E. Schmale as a director of the company.	Management
1-09. Election of D.J.H. Smith as a director of the company.	Management
1-10. Election of C.G. Theus as a director of the company.	Management
2. Proposed 2008 stock plan for non-employee directors.	Management
3. Proposal concerning the company's non-discrimination in employment policy.	Stockholder
4. Vote to approve the appointment of KPMG LLP as independent registered public accounting firm.	Management

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Issuer: Dover Corporation  
Ticker: DOV  
Meeting Date: 5/1/08

CUSIP: 260003108

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Matter Voted On	Proposed By
1-01. Election of D.H. Benson as a director of the company.	Management
1-02. Election of R.W. Cremin as a director of the company.	Management
1-03. Election of T.J.M. Ergas as a director of the company.	Management
1-04. Election of P.T. Francis as a director of the company.	Management
1-05. Election of K.C. Graham as a director of the company.	Management
1-06. Election of R.L. Hoffman as a director of the company.	Management
1-07. Election of J.L. Koley as a director of the company.	Management
1-08. Election of R.K. Lochridge as a director of the company.	Management
1-09. Election of B.G. Rethore as a director of the company.	Management
1-10. Election of M.B. Stubbs as a director of the company.	Management
1-11. Election of M.A. Winston as a director of the company.	Management
2. Proposal to re-approve the Executive Officer Annual Incentive Plan and the performance goals set therein.	Management
3. Proposal regarding a sustainability report.	Stockholder
4. Proposal regarding a climate change report.	Stockholder

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Issuer: Berry Petroleum Company  
 Ticker: BRY  
 Meeting Date: 5/14/08

CUSIP: 085789105

Matter Voted On	Proposed By
1-01. Election of J. Bryant as a director of the company.	Management
1-02. Election of R. Busch as a director of the company.	Management
1-03. Election of W. Bush as a director of the company.	Management
1-04. Election of S. Cropper as a director of the company.	Management
1-05. Election of J. Gaul as a director of the company.	Management

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1-06. Election of R. Heinemann as a director of the company.	Management
1-07. Election of T. Jamieson as a director of the company.	Management
1-08. Election of J. Keller as a director of the company.	Management
1-09. Election of R. Robinson as a director of the company.	Management
1-10. Election of M. Young as a director of the company.	Management
2. Ratification of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm.	Management

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Issuer: GeoMet, Inc.  
Ticker: GMET  
Meeting Date: 5/09/08

CUSIP: 37250U201

Matter Voted On	Proposed By
1-01. Election of J. Hord Armstrong III as a director of the company.	Management
1-02. Election of James C. Crain as a director of the company.	Management
1-03. Election of Stanley L. Graves as a director of the company.	Management
1-04. Election of Charles D. Haynes as a director of the company.	Management
1-05. Election of W. Howard Keenan as a director of the company.	Management
1-06. Election of Philip G. Malone as a director of the company.	Management
1-07. Election of J. Darby Sere as a director of the company.	Management

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Issuer: Motorola, Inc.  
Ticker: MOT  
Meeting Date: 5/05/08

CUSIP: 620076109

Matter Voted On	Proposed By
1-01. Election of G. Brown as a director of the company.	Management
1-02. Election of D. Dorman as a director of the company.	Management
1-03. Election of W. Hambrecht as a director of the company.	Management

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1-04. Election of J. Lewent as a director of the company.	Management
1-05. Election of K. Meister as a director of the company.	Management
1-06. Election of T. Meredith as a director of the company.	Management
1-07. Election of N. Negroponte as a director of the company.	Management
1-08. Election of S. Scott III as a director of the company.	Management
1-09. Election of R. Sommer as a director of the company.	Management
1-10. Election of J. Stengel as a director of the company.	Management
1-11. Election of A. Vinciguerra as a director of the company.	Management
1-12. Election of D. Warner III as a director of the company.	Management
1-13. Election of J. White as a director of the company.	Management
1-14. Election of M. White as a director of the company.	Management
2. Ratification of appointment of independent registered public accounting firm.	Management
3. Proposal regarding say-on-pay.	Stockholder
4. Proposal regarding policy to recoup unearned management bonuses.	Stockholder
5. Proposal regarding a global set of corporation standards at Motorola.	Stockholder

Issuer: Xerox Corporation  
 Ticker: XRX  
 Meeting Date: 5/22/08

CUSIP: 984121103

	Proposed By
Matter Voted On	
11-01. Election of Glenn A. Britt as a director of the company.	Management
1-02. Election of Ursula M. Burns as a director of the company.	Management
1-03. Election of Richard J. Harrington as a director of the company.	Management
1-04. Election of William Curt Hunter as a director of the company.	Management
1-05. Election of Vernon E. Jordon, Jr. as a director of the company.	Management
1-06. Election of Robert A. McDonald as a director of the company.	Management
1-07. Election of Anne M. Mulcahy as a director of the company.	Management
1-08. Election of N.J. Nicholas, Jr. as a director of the company.	Management
1-09. Election of Ann N. Reese as a director of the company.	Management

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1-10. Election of Mary Agnes Wilderotter as a director of the company.	Management
2. Ratification of the selection of PricewaterhouseCoopers LLP as company's independent registered public accounting firm for 2008.	Management
3. Approve amendment of certificate of incorporation requiring majority voting for election of directors in non-contested election.	Management
4. Proposal relating to reporting of compliance with the vendor code of conduct.	Stockholder

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Issuer: American International Group, Inc.	CUSIP: 026874107
Ticker: AIG	
Meeting Date: 5/14/08	

Matter Voted On	Proposed By
1-01. Election of Stephen F. Bollenbach as a director of the company.	Management
1-02. Election of Martin S. Feldstein as a director of the company.	Management
1-03. Election of Ellen V. Futter as a director of the company.	Management
1-04. Election of Richard C. Holdbrooke as a director of the company.	Management
1-05. Election of Fred H. Langhammer as a director of the company.	Management
1-06. Election of George L. Miles, Jr. as a director of the company.	Management
1-07. Election of Morris W. Offit as a director of the company.	Management
1-08. Election of James F. Orr III as a director of the company.	Management
1-09. Election of Virginia M. Rometty as a director of the company.	Management
1-10. Election of Martin J. Sullivan as a director of the company.	Management
1-11. Election of Michael H. Sutton as a director of the company.	Management
1-12. Election of Edmund S.W. Tse as a director of the company.	Management
1-13. Election of Robert B. Willumstad as a director of the company.	Management
2. Ratification of the selection of PricewaterhouseCoopers LLP as AIG's independent registered public accounting firm for 2008.	Management
3. Proposal relating to the human right to water.	Stockholder
4. Proposal relating to the reporting of political contributions.	Stockholder

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Issuer: White Mountains Insurance Group Ltd.  
Ticker: WTM  
Meeting Date: 5/29/08

CUSIP: G9618E107

Matter Voted On	Proposed By
1-01. Election of R. Barrette as a director of the company.	Management
1-02. Election of Y. Brouillette as a director of the company.	Management
1-03. Election of G. Gillespie III as a director of the company.	Management
1-04. Election of J. Gillespie as a director of the company.	Management
2. Amendment to the company's bye-law 62 regarding 5% shareholder transfer restriction.	Management
3. Amendment to bye-laws 39 and 52 regarding notice of general meetings and proxies, respectively.	Management
4. Appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm.	Management

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Issuer: Vical Incorporated  
Ticker: VICL  
Meeting Date: 5/22/08

CUSIP: 925602104

Matter Voted On	Proposed By
1-01. Election of Robert C. Merton as a director of the company.	Management
1-02. Election of Vijay B. Samant as a director of the company.	Management
2. To ratify the appointment of Ernst & Young LLP as independent registered auditors for 2008.	Management

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Issuer: Arbinet-thexchange, Inc.  
Ticker: ARBX  
Meeting Date: 6/19/08

CUSIP: 03875P100

Proposed

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Matter Voted On	By
1-01. Election of William M. Freeman as a director of the company.	Management
1-02. Election of John B. Penney as a director of the company.	Management

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Issuer: Sonus Networks, Inc. CUSIP: 835916107  
Ticker: SONS  
Meeting Date: 6/20/08

Matter Voted On	Proposed By
1-01. Election of Hassan M. Ahmed as a director of the company.	Management
1-02. Election of John P. Cunningham as a director of the company.	Management
1-03. Election of Paul J. Severino as a director of the company.	Management
2. To ratify the appointment of Deloitte & Touche LLP as Sonus' independent registered public accounting firm for the fiscal year ending December 31, 2008.	Management

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Issuer: McMoRan Exploration Co. CUSIP: 582411104  
Ticker: MMR  
Meeting Date: 6/5/08

Matter Voted On	Proposed By
1-01. Election of Richard C. Adkerson as a director of the company.	Management
1-02. Election of Robert A. Day as a director of the company.	Management
1-03. Election of Gerald J. Ford as a director of the company.	Management
1-04. Election of H. Devon Graham, Jr. as a director of the company.	Management
1-05. Election of Suzanne T. Mestayer a director of the company.	Management
1-06. Election of James R. Moffett as a director of the company.	Management
1-07. Election of B.M. Rankin, Jr. as a director of the company.	Management
2. Ratification of appointment of Ernst & Young LLP as independent auditors.	Management
3. Approval of the proposed 2008 stock incentive plan.	Management

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## Edgar Filing: CENTRAL SECURITIES CORP - Form N-PX

Issuer: Devon Energy Corporation  
Ticker: DVN  
Meeting Date: 6/4/08

CUSIP: 25179M103

Matter Voted On	Proposed By
1-01. Election of David A. Hager as a director of the company.	Management
1-02. Election of John A. Hill as a director of the company.	Management
1-03. Election of Mary P. Ricciardello as a director of the company.	Management
2. Ratification of appointment of the company's independent auditors for 2008.	Management
3. Amend the restated certificate of incorporation to increase the number of authorized shares of common stock.	Management
4. Amend the restated certificate of incorporation to provide for the annual Management FOR FOR election of directors.	Management

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Issuer: Radisys Corporation  
Ticker: RSYS  
Meeting Date: 5/28/08

CUSIP: 750459109

Matter Voted On	Proposed By
1-01. Election of C. Scott Gibson as a director of the company.	Management
1-02. Election of Scott C. Grout as a director of the company.	Management
1-03. Election of Ken J. Bradley as a director of the company.	Management
1-04. Election of Richard J. Faubert as a director of the company.	Management
1-05. Election of Dr. William W. Lattin as a director of the company.	Management
1-06. Election of Kevin C. Melia as a director of the company.	Management
1-07. Election of Carl W. Neun as a director of the company.	Management
1-08. Election of Lorene K. Steffes as a director of the company.	Management
2. Ratification of appointment of KPMG LLP as the independent registered public accounting firm.	Management
3. To approve the long-term incentive plan.	Management
4. To approve an amendment to the 1996 employee stock purchase plan to	Management

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add an additional 500,000 shares that may be issued under this plan.

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Issuer: Roper Industries, Inc.  
Ticker: ROP  
Meeting Date: 6/6/08

CUSIP: 776696106

Matter Voted On	Proposed By
1-01. Election of Richard Wallman as a director of the company.	Management
1-02. Election of Christopher Wright as a director of the company.	Management
2. Approval to authorize an amendment to the Roper Industries, Inc. 2006 incentive plan to increase the number of shares available by 5,000,000 and re-approve a list of qualified business criteria for performance-based awards in order to preserve federal income tax deductions.	Management
3. Ratification of the appointment of PricewaterhouseCoopers LLP as the independent registered accounting firm of the company.	Management

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Issuer: The TriZetto Group, Inc.  
Ticker: TZIX  
Meeting Date: 6/30/08

CUSIP: 896882107

Matter Voted On	Proposed By
1. Proposal to approve and adopt the agreement and plan of merger dated as of April 11, 2008, by and among TZ Holdings, L.P., TZ Merger Sub, Inc. and The TriZetto Group, Inc.	Management
2. Proposal to approve any adjournments of the special meeting if, determined necessary by The TriZetto Group, Inc., to permit further solicitation of proxies if there are not sufficient votes at the time of the special meeting, or at any adjournment or postponement of that meeting, to approve and adopt the agreement and plan of merger.	Management

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SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the

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registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Central Securities Corporation

By (Signature and Title) /s/ Wilmot H. Kidd

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Wilmot H. Kidd  
President

Date: August 6, 2008