

SECURITIES AND EXCHANGE COMMISSION

FORM N-PX

Annual report of proxy voting record of registered management investment companies filed on
Form N-PX

Filing Date: **2008-08-29** | Period of Report: **2008-06-30**
SEC Accession No. **0001105607-08-000181**

([HTML Version](#) on [secdatabase.com](#))

FILER

WADDELL & REED ADVISORS VANGUARD FUND INC

CIK: **101868** | IRS No.: **430911139** | State of Incorporation: **MD** | Fiscal Year End: **0630**
Type: **N-PX** | Act: **40** | File No.: **811-01806** | Film No.: **081047641**

Mailing Address

*P O BOX 29217
6300 LAMAR AVENUE
SHAWNEE MISSION KS
66201-9217*

Business Address

*6300 LAMAR AVENUE
P O BOX 29217
SHAWNEE MISSION KS 66202
9132362000*

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 811-1806

WADDELL & REED ADVISORS VANGUARD FUND, INC.

(Exact Name as Specified in Charter)

6300 Lamar Avenue, Overland Park, Kansas

66202-4200

(Address of Principal Executive Office)

(Zip Code)

Kristen A. Richards, 6300 Lamar Avenue, Overland Park, Kansas 66202-4200

(Name and Address of Agent for Service)

Registrant's Telephone Number, including Area Code (913) 236-2000

Date of fiscal year end: June 30

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

WADDELL & REED ADVISORS VANGUARD FUND, INC.

Proxy Voting Record

Vote Summary Report

Jul 01, 2007 - Jun 30, 2008

29 W&R Advisors Vanguard

Mtg	Company/	Mgmt	Vote	Record		
Date/Type	Ballot Issues	Security	Rec	Cast	Date	Prpnt
04/25/08 - A	Abbott Laboratories *ABT*	002824100			02/26/08	
	1 Elect Directors		For	For		Mgmt
	2 Ratify Auditors		For	For		Mgmt

3	Amend Human Rights Policy to Address Access to Medicines	Against	Against	ShrHoldr
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr

04/09/08 - A **Adobe Systems Inc. *ADBE*** 00724F101 02/11/08

1	Elect Director Edward W. Barnholt	For	For	Mgmt
2	Elect Director Michael R. Cannon	For	For	Mgmt
3	Elect Director James E. Daley	For	For	Mgmt
4	Elect Director Charles M. Geschke	For	For	Mgmt
5	Elect Director Shantanu Narayen	For	For	Mgmt
6	Elect Director Delbert W. Yocam	For	For	Mgmt
7	Amend Omnibus Stock Plan	For	For	Mgmt
8	Ratify Auditors	For	For	Mgmt

05/05/08 - A **AFLAC Incorporated *AFL*** 001055102 02/27/08

1	Elect Directors	For	For	Mgmt
2	Increase Authorized Common Stock	For	For	Mgmt

3	Amend Executive Incentive Bonus Plan	For	For	Mgmt
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Mgmt
5	Ratify Auditors	For	For	Mgmt

05/06/08 - A **Allergan, Inc. *AGN***

018490102

03/14/08

1	Elect Directors	For	For	Mgmt
2	Approve Omnibus Stock Plan	For	For	Mgmt
3	Ratify Auditors	For	For	Mgmt
4	Pay For Superior Performance	Against	Against	ShrHoldr
5	Report on Animal Testing	Against	Against	ShrHoldr

03/04/08 - A **Apple, Inc. *AAPL***

037833100

01/15/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr
4	Amend Bylaws to Establish a Board Committee on Sustainability	Against	Against	ShrHoldr

05/06/08 - A **Baxter International Inc. *BAX***

071813109

03/07/08

1	Elect Director Wayne T. Hockmeyer	For	For	Mgmt
2	Elect Director Joseph B. Martin	For	For	Mgmt
3	Elect Director Robert L. Parkinson	For	For	Mgmt
4	Elect Director Thomas T. Stallkamp	For	For	Mgmt
5	Elect Director Albert P.L. Stroucken	For	For	Mgmt
6	Ratify Auditors	For	For	Mgmt

11/15/07 - A **Cisco Systems, Inc. *CSCO***

17275R102

09/17/07

1	Elect Director Carol A. Bartz	For	For	Mgmt
2	Elect Director M. Michele Burns	For	For	Mgmt
3	Elect Director Michael D. Capellas	For	For	Mgmt
4	Elect Director Larry R. Carter	For	For	Mgmt
5	Elect Director John T. Chambers	For	For	Mgmt
6	Elect Director Brian L. Halla	For	For	Mgmt
7	Elect Director Dr. John L. Hennessy	For	For	Mgmt

8	Elect Director Richard M. Kovacevich	For	For	Mgmt
9	Elect Director Roderick C. McGeary	For	For	Mgmt
10	Elect Director Michael K. Powell	For	For	Mgmt
11	Elect Director Steven M. West	For	For	Mgmt
12	Elect Director Jerry Yang	For	For	Mgmt
13	Amend Omnibus Stock Plan	For	For	Mgmt
14	Approve Executive Incentive Bonus Plan	For	For	Mgmt
15	Ratify Auditors	For	For	Mgmt
16	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	ShrHoldr
17	Pay For Superior Performance	Against	Against	ShrHoldr
18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr
19	Report on Internet Fragmentation	Against	Against	ShrHoldr

07/09/07 - S

CME Group Inc. *CME*

167760107

05/29/07

1	Approve Merger Agreement	For	For	Mgmt
2	Adjourn Meeting	For	For	Mgmt

05/07/08 - A **CME Group Inc. *CME***

12572Q105

03/10/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt

05/08/08 - A **Colgate-Palmolive Co. *CL***

194162103

03/10/08

1	Elect Director John T. Cahill	For	For	Mgmt
2	Elect Director Jill K. Conway	For	For	Mgmt
3	Elect Director Ian M. Cook	For	For	Mgmt
4	Elect Director Ellen M. Hancock	For	For	Mgmt
5	Elect Director David W. Johnson	For	For	Mgmt
6	Elect Director Richard J. Kogan	For	For	Mgmt
7	Elect Director Delano E. Lewis	For	For	Mgmt
8	Elect Director Reuben Mark	For	For	Mgmt
9	Elect Director J. Pedro Reinhard	For	For	Mgmt
10	Elect Director Stephen I. Sadove	For	For	Mgmt
11	Ratify Auditors	For	For	Mgmt

12	Increase Authorized Common Stock	For	For	Mgmt
----	----------------------------------	-----	-----	------

11/14/07 - S	Deere & Co. *DE*	244199105	09/24/07
--------------	-----------------------------	-----------	----------

1	Approve Increase in Common Stock and a Stock Split	For	For	Mgmt
---	--	-----	-----	------

02/27/08 - A	Deere & Co. *DE*	244199105	12/31/07
--------------	-----------------------------	-----------	----------

1	Elect Director T. Kevin Dunnigan	For	For	Mgmt
---	----------------------------------	-----	-----	------

2	Elect Director Charles O. Holliday, Jr.	For	For	Mgmt
---	---	-----	-----	------

3	Elect Director Dipak C. Jain	For	For	Mgmt
---	------------------------------	-----	-----	------

4	Elect Director Joachim Milberg	For	For	Mgmt
---	--------------------------------	-----	-----	------

5	Elect Director Richard B. Myers	For	For	Mgmt
---	---------------------------------	-----	-----	------

6	Amend Executive Incentive Bonus Plan	For	For	Mgmt
---	--------------------------------------	-----	-----	------

7	Ratify Auditors	For	For	Mgmt
---	-----------------	-----	-----	------

07/26/07 - A	Electronic Arts Inc. *ERTS*	285512109	06/01/07
--------------	------------------------------------	-----------	----------

1	Elect Director Leonard S. Coleman	For	For	Mgmt
---	-----------------------------------	-----	-----	------

2	Elect Director Gary M. Kusin	For	For	Mgmt
---	------------------------------	-----	-----	------

3	Elect Director Gregory B. Maffei	For	For	Mgmt
4	Elect Director Timothy Mott	For	For	Mgmt
5	Elect Director Vivek Paul	For	For	Mgmt
6	Elect Director Lawrence F. Probst, III	For	For	Mgmt
7	Elect Director John S. Riccitiello	For	For	Mgmt
8	Elect Director Richard A. Simonson	For	For	Mgmt
9	Elect Director Linda J. Sreere	For	For	Mgmt
10	Amend Omnibus Stock Plan	For	For	Mgmt
11	Amend Qualified Employee Stock Purchase Plan	For	For	Mgmt
12	Approve Executive Incentive Bonus Plan	For	For	Mgmt
13	Ratify Auditors	For	For	Mgmt

02/05/08 - A **Emerson Electric Co. *EMR*** 291011104 11/27/07

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt

04/15/08 - A **Genentech, Inc. *DNA*** 368710406 02/19/08

1	Elect Directors	For	For	Mgmt
2	Amend Qualified Employee Stock Purchase Plan	For	For	Mgmt
3	Ratify Auditors	For	For	Mgmt

05/07/08 - A * **General Dynamics Corp. *GD*** 369550108 03/10/08

1	Elect Director Nicholas D. Chabraja	For	For	Mgmt
2	Elect Director James S. Crown	For	For	Mgmt
3	Elect Director William P. Fricks	For	For	Mgmt
4	Elect Director Charles H. Goodman	For	For	Mgmt
5	Elect Director Jay L. Johnson	For	For	Mgmt
6	Elect Director George A. Joulwan	For	For	Mgmt
7	Elect Director Paul G. Kaminski	For	For	Mgmt
8	Elect Director John M. Keane	For	For	Mgmt
9	Elect Director Deborah J. Lucas	For	For	Mgmt
10	Elect Director Lester L. Lyles	For	For	Mgmt
11	Elect Director Carl E. Mundy, Jr.	For	For	Mgmt

12	Elect Director J. Christopher Reyes	For	For	Mgmt
13	Elect Director Robert Walmsley	For	For	Mgmt
14	Ratify Auditors	For	For	Mgmt
15	Adopt Ethical Criteria for Military Contracts	Against	Against	ShrHoldr
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	ShrHoldr

05/08/08 - A **Gilead Sciences, Inc. *GILD*** 375558103 03/19/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Amend Omnibus Stock Plan	For	For	Mgmt
4	Increase Authorized Common Stock	For	For	Mgmt

05/08/08 - A **Google Inc *GOOG*** 38259P508 03/11/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Amend Omnibus Stock Plan	For	For	Mgmt
4	Adopt Internet Censorship Policies	Against	Against	ShrHoldr

5	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	ShrHoldr
---	---	---------	---------	----------

03/19/08 - A	Hewlett-Packard Co. *HPQ*	428236103	01/22/08
--------------	----------------------------------	-----------	----------

1	Elect Director Lawrence T. Babbio, Jr.	For	For	Mgmt
2	Elect Director Sari M. Baldauf	For	For	Mgmt
3	Elect Director Richard A. Hackborn	For	For	Mgmt
4	Elect Director John H. Hammergren	For	For	Mgmt
5	Elect Director Mark V. Hurd	For	For	Mgmt
6	Elect Director Joel Z. Hyatt	For	For	Mgmt
7	Elect Director John R. Joyce	For	For	Mgmt
8	Elect Director Robert L. Ryan	For	For	Mgmt
9	Elect Director Lucille S. Salhany	For	For	Mgmt
10	Elect Director G. Kennedy Thompson	For	For	Mgmt
11	Ratify Auditors	For	For	Mgmt

03/04/08 - A	Joy Global, Inc. *JOYG*	481165108	01/09/08
--------------	--------------------------------	-----------	----------

1	Elect Directors	For	For	Mgmt
2	Increase Authorized Common Stock	For	For	Mgmt
3	Ratify Auditors	For	For	Mgmt

04/30/08 - A **Kohl's Corp. *KSS***

500255104

03/05/08

1	Elect Director Steven A. Burd	For	For	Mgmt
2	Elect Director Wayne Embry	For	For	Mgmt
3	Elect Director John F. Herma	For	For	Mgmt
4	Elect Director William S. Kellogg	For	For	Mgmt
5	Elect Director Kevin Mansell	For	For	Mgmt
6	Elect Director R. Lawrence Montgomery	For	For	Mgmt
7	Elect Director Frank V. Sica	For	For	Mgmt
8	Elect Director Peter M. Sommerhauser	For	For	Mgmt
9	Elect Director Stephanie A. Streeter	For	For	Mgmt
10	Elect Director Stephen E. Watson	For	For	Mgmt
11	Ratify Auditors	For	For	Mgmt

12	Require a Majority Vote for the Election of Directors	Against	For	ShrHoldr
13	Pay For Superior Performance	Against	Against	ShrHoldr

06/05/08 - A **Las Vegas Sands Corp *LVS*** 517834107 04/21/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Amend Omnibus Stock Plan	For	For	Mgmt
4	Amend Executive Incentive Bonus Plan	For	For	Mgmt

06/03/08 - A **MasterCard Incorporated *MA*** 57636Q104 04/09/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt

05/22/08 - A **McDonald's Corp. *MCD*** 580135101 03/24/08

1	Elect Director Ralph Alvarez	For	For	Mgmt
2	Elect Director Susan E. Arnold	For	For	Mgmt
3	Elect Director Richard H. Lenny	For	For	Mgmt

4	Elect Director Cary D. McMillan	For	For	Mgmt
5	Elect Director Sheila A. Penrose	For	For	Mgmt
6	Elect Director James A. Skinner	For	For	Mgmt
7	Ratify Auditors	For	For	Mgmt

08/17/07 - A **Microchip Technology Incorporated** 595017104 06/21/07
MCHP

1	Elect Directors	For	For	Mgmt
2	Amend Omnibus Stock Plan	For	For	Mgmt
3	Ratify Auditors	For	For	Mgmt

01/16/08 - A **Monsanto Co. *MON*** 61166W101 11/19/07

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Separate Chairman and CEO Positions	Against	Against	ShrHoldr
4	Amend Bylaws to Not Indemnify Directors for Social and Environmental Liabilities	Against	Against	ShrHoldr

Meeting for ADR Holders

1	APPROVAL OF THE ANNUAL ACCOUNTS	For	For	Mgmt
2	APPROVAL OF THE DISTRIBUTION OF THE PROFIT FOR THE YEAR, PAYMENT OF DIVIDEND	For	For	Mgmt
3	APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS, AND THE PRESIDENT, FROM LIABILITY	For	For	Mgmt
4	APPROVAL OF THE REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS	For	For	Mgmt
5	APPROVAL OF THE NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS	For	For	Mgmt
6	Elect Directors	For	For	Mgmt
7	APPROVAL OF THE AUDITOR REMUNERATION	For	For	Mgmt
8	APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2008	For	For	Mgmt
9	APPROVAL OF THE AUTHORIZATION TO THE BOARD OF DIRECTORS TO RESOLVE TO REPURCHASE NOKIA SHARES	For	For	Mgmt
10	MARK THE FOR BOX IF YOU WISH TO INSTRUCT NOKIA'S LEGAL COUNSELS TO VOTE IN THEIR DISCRETION ON YOUR BEHALF ONLY UPON ITEM 10	None	Against	Mgmt

1	Elect Director I.M. Cook	For	For	Mgmt
2	Elect Director D. Dublon	For	For	Mgmt
3	Elect Director V.J. Dzau	For	For	Mgmt
4	Elect Director R.L. Hunt	For	For	Mgmt
5	Elect Director A. Ibarguen	For	For	Mgmt
6	Elect Director A.C. Martinez	For	For	Mgmt
7	Elect Director I.K. Nooyi	For	For	Mgmt
8	Elect Director S.P. Rockefeller	For	For	Mgmt
9	Elect Director J.J. Schiro	For	For	Mgmt
10	Elect Director L.G. Trotter	For	For	Mgmt
11	Elect Director D.Vasella	For	For	Mgmt
12	Elect Director M.D. White	For	For	Mgmt
13	Ratify Auditors	For	For	Mgmt
14	Report on Recycling	Against	Against	ShrHoldr
15	Report on Genetically Engineered Products	Against	Against	ShrHoldr

16	Report on Human Rights Policies Relating to Water Use	Against	Against	ShrHoldr
17	Report on Global Warming	Against	Against	ShrHoldr
18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr

03/11/08 - A **QUALCOMM Inc. *QCOM*** 747525103 01/14/08

1	Elect Directors	For	For	Mgmt
2	Amend Omnibus Stock Plan	For	Against	Mgmt
3	Ratify Auditors	For	For	Mgmt

05/29/08 - A **Raytheon Co. *RTN*** 755111507 04/04/08

1	Elect Director Barbara M. Barrett	For	For	Mgmt
2	Elect Director Vernon E. Clark	For	For	Mgmt
3	Elect Director John M. Deutch	For	For	Mgmt
4	Elect Director Frederic M. Poses	For	For	Mgmt
5	Elect Director Michael C. Ruetters	For	For	Mgmt
6	Elect Director Ronald L. Skates	For	For	Mgmt

7	Elect Director William R. Spivey	For	For	Mgmt
8	Elect Director Linda G. Stuntz	For	For	Mgmt
9	Elect Director William H. Swanson	For	For	Mgmt
10	Ratify Auditors	For	For	Mgmt
11	Establish SERP Policy	Against	Against	ShrHoldr
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr

07/17/07 - A **Research In Motion Ltd *RIM*** 760975102 05/29/07

1	Elect Directors Michael Lazaridis, James Balsillie, James Estill, David Kerr, Roger Martin, John E. Richardson, Barbara Stymiest, and John Wetmore	For	For	Mgmt
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Remuneration of Auditors	For	For	Mgmt
3	Amend Stock Option Plan	For	For	Mgmt

04/09/08 - A **Schlumberger Ltd. *SLB*** 806857108 02/20/08

Meeting for ADR Holders

1	Elect Directors	For	For	Mgmt
---	-----------------	-----	-----	------

2	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS	For	For	Mgmt
3	APPROVAL OF ADOPTION OF THE SCHLUMBERGER 2008 STOCK INCENTIVE PLAN	For	For	Mgmt
4	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	For	For	Mgmt

05/13/08 - A **Smith International, Inc. *SII*** 832110100 03/14/08

1	Elect Directors	For	For	Mgmt
2	Amend Omnibus Stock Plan	For	For	Mgmt
3	Increase Authorized Common Stock	For	For	Mgmt
4	Ratify Auditors	For	For	Mgmt

04/23/08 - A **Stryker Corp. *SYK*** 863667101 02/29/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Approve Qualified Employee Stock Purchase Plan	For	For	Mgmt

04/16/08 - A **The Coca-Cola Company *KO*** 191216100 02/22/08

1	Elect Director Herbert A. Allen	For	For	Mgmt
2	Elect Director Ronald W. Allen	For	For	Mgmt
3	Elect Director Cathleen P. Black	For	For	Mgmt
4	Elect Director Barry Diller	For	For	Mgmt
5	Elect Director Alexis M. Herman	For	For	Mgmt
6	Elect Director E. Neville Isdell	For	For	Mgmt
7	Elect Director Muhtar Kent	For	For	Mgmt
8	Elect Director Donald R. Keough	For	For	Mgmt
9	Elect Director Donald F. McHenry	For	For	Mgmt
10	Elect Director Sam Nunn	For	For	Mgmt
11	Elect Director James D. Robinson III	For	For	Mgmt
12	Elect Director Peter V. Ueberroth	For	For	Mgmt
13	Elect Director Jacob Wallenberg	For	For	Mgmt
14	Elect Director James B. Williams	For	For	Mgmt
15	Ratify Auditors	For	For	Mgmt
16	Approve Stock Option Plan	For	For	Mgmt

17	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr
18	Require Independent Board Chairman	Against	For	ShrHoldr
19	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	ShrHoldr

04/10/08 - A **The Goldman Sachs Group, Inc. *GS*** 38141G104 02/11/08

1	Elect Directors Lloyd C. Blankfein	For	For	Mgmt
2	Elect Directors John H. Bryan	For	For	Mgmt
3	Elect Directors Gary D. Cohn	For	For	Mgmt
4	Elect Directors Claes Dahlback	For	For	Mgmt
5	Elect Directors Stephen Friedman	For	For	Mgmt
6	Elect Directors William W. George	For	For	Mgmt
7	Elect Directors Rajat K. Gupta	For	For	Mgmt
8	Elect Directors James A. Johnson	For	For	Mgmt
9	Elect Directors Lois D. Juliber	For	For	Mgmt
10	Elect Directors Edward M. Liddy	For	For	Mgmt
11	Elect Directors Ruth J. Simmons	For	For	Mgmt

12	Elect Directors Jon Winkelried	For	For	Mgmt
13	Ratify Auditors	For	For	Mgmt
14	Prohibit Executive Stock-Based Awards	Against	Against	ShrHoldr
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr
16	Prepare Sustainability Report	Against	Against	ShrHoldr

05/06/08 - A **The Manitowoc Company, Inc. *MTW*** 563571108 02/29/08

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt

05/20/08 - A **Thermo Fisher Scientific Inc. *TMO*** 883556102 03/28/08

1	Elect Director Scott M. Sperling	For	For	Mgmt
2	Elect Director Bruce L. Koepfgen	For	For	Mgmt
3	Elect Director Michael E. Porter	For	For	Mgmt
4	Approve Omnibus Stock Plan	For	For	Mgmt
5	Approve Executive Incentive Bonus Plan	For	For	Mgmt

6	Ratify Auditors	For	For	Mgmt
---	-----------------	-----	-----	------

04/09/08 - A **United Technologies Corp. *UTX*** 913017109 02/12/08

1	Elect Directors	For	For	Mgmt
---	-----------------	-----	-----	------

2	Ratify Auditors	For	For	Mgmt
---	-----------------	-----	-----	------

3	Amend Omnibus Stock Plan	For	For	Mgmt
---	--------------------------	-----	-----	------

4	Adopt Principles for Health Care Reform	Against	Against	ShrHoldr
---	---	---------	---------	----------

5	Improve Human Rights Standards or Policies	Against	Against	ShrHoldr
---	--	---------	---------	----------

6	Pay For Superior Performance	Against	Against	ShrHoldr
---	------------------------------	---------	---------	----------

7	Report on Foreign Military Sales	Against	Against	ShrHoldr
---	----------------------------------	---------	---------	----------

03/12/08 - A **Wm. Wrigley Jr. Co. *WWY*** 982526105 01/15/08

1	Elect Director John Rau	For	For	Mgmt
---	-------------------------	-----	-----	------

2	Elect Director Richard K. Smucker	For	For	Mgmt
---	-----------------------------------	-----	-----	------

3	Elect Director William Wrigley, Jr.	For	For	Mgmt
---	-------------------------------------	-----	-----	------

4	Ratify Auditors	For	For	Mgmt
---	-----------------	-----	-----	------

1	Elect Directors	For	For	Mgmt
2	Ratify Auditors	For	For	Mgmt
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Mgmt
4	Amend Omnibus Stock Plan	For	For	Mgmt
5	Adopt MacBride Principles	Against	Against	ShrHoldr
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	ShrHoldr
7	Report on Sustainability and Food Safety in the Supply Chain	Against	Against	ShrHoldr
8	Report on Animal Welfare Policies	Against	Against	ShrHoldr

1	Elect Director David C. Dvorak	For	For	Mgmt
2	Elect Director Robert A. Hagemann	For	For	Mgmt
3	Elect Director Arthur J. Higgins	For	For	Mgmt
4	Elect Director Cecil B. Pickett	For	For	Mgmt

5	Ratify Auditors	For	For	Mgmt
6	Amend Executive Incentive Bonus Plan	For	For	Mgmt
7	Eliminate Supermajority Vote Requirement	For	For	Mgmt

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.

WADDELL & REED ADVISORS VANGUARD FUND, INC.

(Registrant)

By: /s/Kristen A. Richards

Kristen A. Richards, Vice President and Assistant Secretary

Date: August 29, 2008

By: /s/Henry J. Herrmann

Henry J. Herrmann, President and Principal Executive Officer

Date: August 29, 2008

