

SECURITIES AND EXCHANGE COMMISSION

FORM N-PX

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

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FILER

ALLIANCEBERNSTEIN LARGE CAP GROWTH FUND INC

CIK: **889508** | IRS No.: **000000000** | State of Incorpor.: **MD** | Fiscal Year End: **0731**
Type: **N-PX** | Act: **40** | File No.: **811-06730** | Film No.: **081047349**

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-06730

AllianceBernstein Large Cap Growth Fund, Inc.
(Exact name of registrant as specified in charter)

AllianceBernstein L.P.
1345 Avenue of the Americas, New York, New York 10105
(Address of Principal Executive Office) (Zip Code)

Registrant's Telephone Number, including Area Code:
(800) 221-5672

EMILIE D. WRAPP
AllianceBernstein L.P.
1345 Avenue of the Americas
New York, New York 10105
(Name and address of agent for service)

Copies of communications to:
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1200 G Street, N.W.
Washington, D.C. 20005

Date of fiscal year end: July 31

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

Item 1. Proxy Voting Record.

***** FORM N-Px REPORT *****

ICA File Number: 811-06730
Reporting Period: 07/01/2007 - 06/30/2008
AllianceBernstein Large Cap Growth Fund

===== ALLIANCEBERNSTEIN LARGE CAP GROWTH FUND =====

ABB LTD.

Ticker: ABB Security ID: 000375204
 Meeting Date: MAY 8, 2008 Meeting Type: Annual
 Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE ANNUAL FINANCIAL STATEMENTS FOR 2007.	For	For	Management
2	APPROVAL OF THE DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT.	For	For	Management
3	APPROVAL OF APPROPRIATION OF AVAILABLE EARNINGS AND RELEASE OF LEGAL RESERVES.	For	For	Management
4	APPROVAL OF THE CREATION OF ADDITIONAL CONTINGENT SHARE CAPITAL.	For	For	Management
5	APPROVAL OF THE CAPITAL REDUCTION THROUGH NOMINAL VALUE REPAYMENT.	For	For	Management
6	APPROVAL OF THE AMENDMENT TO THE ARTICLES OF INCORPORATION RELATED TO THE CAPITAL REDUCTION.	For	For	Management
7	APPROVAL OF THE GENERAL AMENDMENTS TO THE ARTICLES OF INCORPORATION: AMENDMENT TO ARTICLE 8 PARA. 1 OF THE ARTICLES OF INCORPORATION.	For	For	Management
8	APPROVAL OF THE GENERAL AMENDMENTS TO THE ARTICLES OF INCORPORATION: AMENDMENT TO ARTICLE 19(I) OF THE ARTICLES OF INCORPORATION.	For	For	Management
9	APPROVAL OF THE GENERAL AMENDMENTS TO THE ARTICLES OF INCORPORATION: AMENDMENT TO ARTICLE 20 OF THE ARTICLES OF INCORPORATION.	For	For	Management
10	APPROVAL OF THE GENERAL AMENDMENTS TO THE ARTICLES OF INCORPORATION: AMENDMENT TO ARTICLE 22 PARA. 1 OF THE ARTICLES OF INCORPORATION.	For	For	Management
11	APPROVAL OF THE GENERAL AMENDMENTS TO THE ARTICLES OF INCORPORATION: AMENDMENT TO ARTICLE 28 OF THE ARTICLES OF INCORPORATION.	For	For	Management
12	APPROVAL OF THE ELECTIONS TO THE BOARD OF DIRECTORS, AS SET FORTH IN THE COMPANY S	For	For	Management

NOTICE OF MEETING ENCLOSED HEREWITH:
HUBERTUS VON GRUNBERG, GERMAN, RE-ELECT
AS A DIRECTOR.

13 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
ROGER AGNELLI, BRAZILIAN, RE-ELECT AS A
DIRECTOR.

14 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
LOUIS R. HUGHES, AMERICAN, RE-ELECT AS A
DIRECTOR.

15 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH: HANS
ULRICH MARKI, SWISS, RE-ELECT AS A
DIRECTOR.

16 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
MICHEL DE ROSEN, FRENCH, RE-ELECT AS A
DIRECTOR.

17 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
MICHAEL TRESCHOW, SWEDISH, RE-ELECT AS A
DIRECTOR.

18 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
BERND W. VOSS, GERMAN, RE-ELECT AS A
DIRECTOR.

19 APPROVAL OF THE ELECTIONS TO THE BOARD OF For For Management
DIRECTORS, AS SET FORTH IN THE COMPANY S
NOTICE OF MEETING ENCLOSED HEREWITH:
JACOB WALLEMBERG, SWEDISH, RE-ELECT AS A
DIRECTOR.

20 APPROVAL OF THE ELECTION OF THE AUDITORS. For For Management
21 IN CASE OF AD-HOC MOTIONS DURING THE For Abstain Management
ANNUAL GENERAL MEETING, I AUTHORIZE MY
PROXY TO ACT AS FOLLOWS.

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100
Meeting Date: APR 25, 2008 Meeting Type: Annual
Record Date: FEB 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.S. Austin	For	For	Management
1.2	Elect Director W.M. Daley	For	For	Management
1.3	Elect Director W.J. Farrell	For	For	Management
1.4	Elect Director H.L. Fuller	For	For	Management
1.5	Elect Director W.A. Osborn	For	For	Management
1.6	Elect Director D.A.L. Owen	For	For	Management
1.7	Elect Director B. Powell, Jr.	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott, III	For	For	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Human Rights Policy to Address Access to Medicines	Against	Against	Shareholder
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder

ADOBE SYSTEMS INC.

Ticker: ADBE Security ID: 00724F101
Meeting Date: APR 9, 2008 Meeting Type: Annual
Record Date: FEB 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Edward W. Barnholt	For	For	Management
2	Elect Director Michael R. Cannon	For	For	Management
3	Elect Director James E. Daley	For	For	Management
4	Elect Director Charles M. Geschke	For	For	Management
5	Elect Director Shantanu Narayen	For	For	Management
6	Elect Director Delbert W. Yocam	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Ratify Auditors	For	For	Management

AIR PRODUCTS & CHEMICALS, INC.

Ticker: APD Security ID: 009158106
Meeting Date: JAN 24, 2008 Meeting Type: Annual
Record Date: NOV 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Donahue	For	For	Management

1.2	Elect Director Ursula O. Fairbairn	For	For	Management
1.3	Elect Director John P. Jones III	For	For	Management
1.4	Elect Director Lawrence S. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

ALCON INC.

Ticker: ACL Security ID: H01301102
Meeting Date: MAY 6, 2008 Meeting Type: Annual
Record Date: MAR 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE 2007 ANNUAL REPORT AND ACCOUNTS OF ALCON, INC. AND THE 2007 CONSOLIDATED FINANCIAL STATEMENTS OF ALCON, INC. AND SUBSIDIARIES	For	For	Management
2	APPROPRIATION OF AVAILABLE EARNINGS AND PROPOSED DIVIDEND TO SHAREHOLDERS FOR THE FINANCIAL YEAR 2007	For	For	Management
3	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2007	For	For	Management
4	ELECTION OF KPMG KLYNVELD PEAT MARWICK GOERDELER SA, ZURICH, AS GROUP AND PARENT COMPANY AUDITORS	For	For	Management
5	ELECTION OF OBT AG, ZURICH, AS SPECIAL AUDITORS	For	For	Management
6	ELECTION TO THE BOARD OF DIRECTORS: PAUL BULCKE	For	For	Management
7	ELECTION TO THE BOARD OF DIRECTORS: THOMAS G. PLASKETT	For	For	Management
8	ELECTION TO THE BOARD OF DIRECTORS: PAUL POLMAN	For	For	Management
9	ELECTION TO THE BOARD OF DIRECTORS: CARY R. RAYMENT	For	For	Management
10	ELECTION TO THE BOARD OF DIRECTORS: James Singh	For	For	Management
11	ELECTION TO THE BOARD OF DIRECTORS: Dr. Daniel Vasella	For	For	Management
12	APPROVAL OF SHARE CANCELLATION	For	For	Management

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
Meeting Date: MAY 28, 2008 Meeting Type: Annual
Record Date: APR 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Elizabeth E. Bailey	For	For	Management
2	Elect Director Gerald L. Baliles	For	For	Management
3	Elect Director Dinyar S. Devitre	For	For	Management
4	Elect Director Thomas F. Farrell II	For	For	Management
5	Elect Director Robert E. R. Huntley	For	For	Management
6	Elect Director Thomas W. Jones	For	For	Management
7	Elect Director George Munoz	For	For	Management
8	Elect Director Michael E. Szymanczyk	For	For	Management
9	Ratify Auditors	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
11	Provide for Cumulative Voting	Against	Against	Shareholder
12	Adopt the Marketing and Advertising Provisions of the U.S. Master Settlement Agreement Globally	Against	Against	Shareholder
13	Cease Advertising Campaigns Oriented to Prevent Youth Smoking	Against	Against	Shareholder
14	Implement the "Two Cigarette" Marketing Approach	Against	Against	Shareholder
15	Adopt Principles for Health Care Reform	Against	Against	Shareholder

AMERICA MOVIL, S.A.B. DE C.V.

Ticker: AMX Security ID: 02364W105
Meeting Date: APR 29, 2008 Meeting Type: Special
Record Date: MAR 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPOINTMENT OR, AS THE CASE MAY BE, REELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY THAT THE HOLDERS OF THE SERIES L SHARES ARE ENTITLED TO APPOINT. ADOPTION OF RESOLUTIONS THEREON.	For	Abstain	Management
2	APPOINTMENT OF DELEGATES TO EXECUTE AND, IF APPLICABLE, FORMALIZE THE RESOLUTIONS ADOPTED BY THE MEETING. ADOPTION OF RESOLUTIONS THEREON.	For	For	Management

APPLE, INC.

Ticker: AAPL Security ID: 037833100
Meeting Date: MAR 4, 2008 Meeting Type: Annual
Record Date: JAN 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William V. Campbell	For	For	Management
1.2	Elect Director Millard S. Drexler	For	For	Management
1.3	Elect Director Albert A. Gore, Jr.	For	For	Management
1.4	Elect Director Steven P. Jobs	For	For	Management
1.5	Elect Director Andrea Jung	For	For	Management
1.6	Elect Director Arthur D. Levinson	For	For	Management
1.7	Elect Director Eric E. Schmidt	For	For	Management
1.8	Elect Director Jerome B. York	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
4	Amend Bylaws to Establish a Board Committee on Sustainability	Against	Against	Shareholder

BAKER HUGHES INCORPORATED

Ticker: BHI Security ID: 057224107
Meeting Date: APR 24, 2008 Meeting Type: Annual
Record Date: FEB 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry D. Brady	For	For	Management
1.2	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1.3	Elect Director Chad C. Deaton	For	For	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director Anthony G. Fernandes	For	For	Management
1.6	Elect Director Claire W. Gargalli	For	For	Management
1.7	Elect Director Pierre H. Jungels	For	For	Management
1.8	Elect Director James A. Lash	For	For	Management
1.9	Elect Director James F. McCall	For	For	Management
1.10	Elect Director J. Larry Nichols	For	For	Management
1.11	Elect Director H. John Riley, Jr.	For	For	Management
1.12	Elect Director Charles L. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Other Business	For	Against	Management

BROADCOM CORP.

Ticker: BRCM Security ID: 111320107
Meeting Date: JUN 19, 2008 Meeting Type: Annual
Record Date: APR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George L. Farinsky	For	For	Management
1.2	Elect Director Nancy H. Handel	For	For	Management
1.3	Elect Director Eddy W. Hartenstein	For	For	Management
1.4	Elect Director John Major	For	For	Management
1.5	Elect Director Scott A. McGregor	For	For	Management
1.6	Elect Director Alan E. Ross	For	For	Management
1.7	Elect Director Henry Samueli	For	For	Management
1.8	Elect Director Robert E. Switz	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Amend Qualified Employee Stock Purchase Plan	For	Against	Management
4	Ratify Auditors	For	For	Management

CAMERON INTERNATIONAL CORP

Ticker: CAM Security ID: 13342B105
Meeting Date: DEC 7, 2007 Meeting Type: Special
Record Date: NOV 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	For	Management

CAMERON INTERNATIONAL CORP

Ticker: CAM Security ID: 13342B105
Meeting Date: MAY 14, 2008 Meeting Type: Annual
Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter J. Fluor	For	Withhold	Management
1.2	Elect Director Jack B. Moore	For	For	Management
1.3	Elect Director David Ross III	For	Withhold	Management
2	Ratify Auditors	For	For	Management

CELGENE CORP.

Ticker: CELG Security ID: 151020104
Meeting Date: JUN 18, 2008 Meeting Type: Annual
Record Date: APR 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Sol J. Barer	For	For	Management
1.2	Elect Director Robert J. Hugin	For	For	Management
1.3	Elect Director Michael D. Casey	For	For	Management
1.4	Elect Director Rodman L. Drake	For	For	Management
1.5	Elect Director A. Hull Hayes, Jr.	For	Withhold	Management
1.6	Elect Director Gilla Kaplan	For	For	Management
1.7	Elect Director James J. Loughlin	For	For	Management
1.8	Elect Director Ernest Mario	For	For	Management
1.9	Elect Director Walter L. Robb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

CHICAGO MERCANTILE EXCHANGE HOLDINGS, INC.

Ticker: CME Security ID: 167760107
Meeting Date: JUL 9, 2007 Meeting Type: Special
Record Date: MAY 29, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102
Meeting Date: NOV 15, 2007 Meeting Type: Annual
Record Date: SEP 17, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carol A. Bartz	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Michael D. Capellas	For	For	Management
4	Elect Director Larry R. Carter	For	For	Management
5	Elect Director John T. Chambers	For	For	Management
6	Elect Director Brian L. Halla	For	For	Management
7	Elect Director Dr. John L. Hennessy	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Roderick C. McGearry	For	For	Management
10	Elect Director Michael K. Powell	For	For	Management
11	Elect Director Steven M. West	For	For	Management
12	Elect Director Jerry Yang	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve Executive Incentive Bonus Plan	For	For	Management
15	Ratify Auditors	For	For	Management
16	Amend Bylaws to Establish a Board	Against	Against	Shareholder

	Committee on Human Rights			
17	Pay For Superior Performance	Against	Against	Shareholder
18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
19	Report on Internet Fragmentation	Against	Against	Shareholder

CME GROUP INC.

Ticker: CME Security ID: 12572Q105
Meeting Date: MAY 7, 2008 Meeting Type: Annual
Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig S. Donohue	For	For	Management
1.2	Elect Director Timothy Bitsberger	For	For	Management
1.3	Elect Director Jackie M.Clegg	For	For	Management
1.4	Elect Director James A. Donaldson	For	For	Management
1.5	Elect Director J. Dennis Hastert	For	For	Management
1.6	Elect Director William P. Miller, II	For	For	Management
1.7	Elect Director Terry L. Savage	For	For	Management
1.8	Elect Director Christopher Stewart	For	For	Management
2	Ratify Auditors	For	For	Management

COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100
Meeting Date: APR 16, 2008 Meeting Type: Annual
Record Date: FEB 22, 2008

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

16	Approve Stock Option Plan	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
18	Require Independent Board Chairman	Against	Against	Shareholder
19	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103
Meeting Date: MAY 8, 2008 Meeting Type: Annual
Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John T. Cahill	For	For	Management
2	Elect Director Jill K. Conway	For	For	Management
3	Elect Director Ian M. Cook	For	For	Management
4	Elect Director Ellen M. Hancock	For	For	Management
5	Elect Director David W. Johnson	For	For	Management
6	Elect Director Richard J. Kogan	For	For	Management
7	Elect Director Delano E. Lewis	For	For	Management
8	Elect Director Reuben Mark	For	For	Management
9	Elect Director J. Pedro Reinhard	For	For	Management
10	Elect Director Stephen I. Sadove	For	For	Management
11	Ratify Auditors	For	For	Management
12	Increase Authorized Common Stock	For	For	Management

DEERE & CO.

Ticker: DE Security ID: 244199105
Meeting Date: NOV 14, 2007 Meeting Type: Special
Record Date: SEP 24, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Increase in Common Stock and a Stock Split	For	For	Management

DEERE & CO.

Ticker: DE Security ID: 244199105
Meeting Date: FEB 27, 2008 Meeting Type: Annual
Record Date: DEC 31, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director T. Kevin Dunnigan	For	For	Management
2	Elect Director Charles O. Holliday, Jr.	For	For	Management
3	Elect Director Dipak C. Jain	For	For	Management
4	Elect Director Joachim Milberg	For	For	Management
5	Elect Director Richard B. Myers	For	For	Management
6	Amend Executive Incentive Bonus Plan	For	For	Management
7	Ratify Auditors	For	For	Management

EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104
Meeting Date: FEB 5, 2008 Meeting Type: Annual
Record Date: NOV 27, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D.N. Farr	For	For	Management
1.2	Elect Director R.B. Horton	For	For	Management
1.3	Elect Director C.A. Peters	For	For	Management
1.4	Elect Director J.W. Prueher	For	For	Management
2	Ratify Auditors	For	For	Management

EOG RESOURCES, INC.

Ticker: EOG Security ID: 26875P101
Meeting Date: MAY 8, 2008 Meeting Type: Annual
Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George A. Alcorn	For	For	Management
1.2	Elect Director Charles R. Crisp	For	For	Management
1.3	Elect Director Mark G. Papa	For	For	Management
1.4	Elect Director H. Leighton Steward	For	For	Management
1.5	Elect Director Donald F. Textor	For	For	Management
1.6	Elect Director Frank G. Wisner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

FLUOR CORP.

Ticker: FLR Security ID: 343412102

Meeting Date: MAY 7, 2008 Meeting Type: Annual
Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ilesanmi Adesida	For	For	Management
2	Elect Director Peter J. Fluor	For	For	Management
3	Elect Director Joseph W. Prueher	For	For	Management
4	Elect Director Suzanne H. Woolsey	For	For	Management
5	Ratify Auditors	For	For	Management
6	Increase Authorized Common Stock	For	For	Management
7	Approve Omnibus Stock Plan	For	For	Management

FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101
Meeting Date: JAN 31, 2008 Meeting Type: Annual
Record Date: DEC 4, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Samuel H. Armacost	For	For	Management
1.2	Elect Director Charles Crocker	For	For	Management
1.3	Elect Director Joseph R. Hardiman	For	For	Management
1.4	Elect Director Robert D. Joffe	For	For	Management
1.5	Elect Director Charles B. Johnson	For	For	Management
1.6	Elect Director Gregory E. Johnson	For	For	Management
1.7	Elect Director Rupert H. Johnson, Jr.	For	For	Management
1.8	Elect Director Thomas H. Kean	For	For	Management
1.9	Elect Director Chutta Ratnathicam	For	For	Management
1.10	Elect Director Peter M. Sacerdote	For	For	Management
1.11	Elect Director Laura Stein	For	For	Management
1.12	Elect Director Anne M. Tatlock	For	For	Management
1.13	Elect Director Louis E. Woodworth	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management

FREEPORT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857
Meeting Date: JUN 5, 2008 Meeting Type: Annual
Record Date: APR 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard C. Adkerson	For	For	Management
1.2	Elect Director Robert J. Allison, Jr.	For	For	Management
1.3	Elect Director Robert A. Day	For	For	Management

1.4	Elect Director Gerald J. Ford	For	For	Management
1.5	Elect Director H. Devon Graham, Jr.	For	For	Management
1.6	Elect Director J. Bennett Johnston	For	For	Management
1.7	Elect Director Charles C. Krulak	For	For	Management
1.8	Elect Director Bobby Lee Lackey	For	For	Management
1.9	Elect Director Jon C. Madonna	For	For	Management
1.10	Elect Director Dustan E. McCoy	For	For	Management
1.11	Elect Director Gabrielle K. McDonald	For	For	Management
1.12	Elect Director James R. Moffett	For	For	Management
1.13	Elect Director B.M. Rankin, Jr.	For	For	Management
1.14	Elect Director J. Stapleton Roy	For	For	Management
1.15	Elect Director Stephen H. Siegele	For	For	Management
1.16	Elect Director J. Taylor Wharton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management

GENENTECH, INC.

Ticker: DNA Security ID: 368710406
Meeting Date: APR 15, 2008 Meeting Type: Annual
Record Date: FEB 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert W. Boyer	For	For	Management
1.2	Elect Director William M. Burns	For	For	Management
1.3	Elect Director Erich Hunziker	For	For	Management
1.4	Elect Director Jonathan K.C. Knowles	For	For	Management
1.5	Elect Director Arthur D. Levinson	For	For	Management
1.6	Elect Director Debra L. Reed	For	For	Management
1.7	Elect Director Charles A. Sanders	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103
Meeting Date: MAY 8, 2008 Meeting Type: Annual
Record Date: MAR 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Berg	For	For	Management
1.2	Elect Director John F. Cogan	For	For	Management
1.3	Elect Director Etienne F. Davignon	For	For	Management
1.4	Elect Director James M. Denny	For	For	Management

1.5	Elect Director Carla A. Hills	For	For	Management
1.6	Elect Director John W. Madigan	For	For	Management
1.7	Elect Director John C. Martin	For	For	Management
1.8	Elect Director Gordon E. Moore	For	For	Management
1.9	Elect Director Nicholas Moore	For	For	Management
1.10	Elect Director Gayle E. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Increase Authorized Common Stock	For	For	Management

GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104
Meeting Date: APR 10, 2008 Meeting Type: Annual
Record Date: FEB 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Directors Lloyd C. Blankfein	For	For	Management
2	Elect Directors John H. Bryan	For	For	Management
3	Elect Directors Gary D. Cohn	For	For	Management
4	Elect Directors Claes Dahlback	For	For	Management
5	Elect Directors Stephen Friedman	For	For	Management
6	Elect Directors William W. George	For	For	Management
7	Elect Directors Rajat K. Gupta	For	For	Management
8	Elect Directors James A. Johnson	For	For	Management
9	Elect Directors Lois D. Juliber	For	For	Management
10	Elect Directors Edward M. Liddy	For	For	Management
11	Elect Directors Ruth J. Simmons	For	For	Management
12	Elect Directors Jon Winkelried	For	For	Management
13	Ratify Auditors	For	For	Management
14	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
16	Prepare Sustainability Report	Against	Against	Shareholder

GOOGLE INC

Ticker: GOOG Security ID: 38259P508
Meeting Date: MAY 8, 2008 Meeting Type: Annual
Record Date: MAR 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eric Schmidt	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management
1.3	Elect Director Larry Page	For	For	Management

1.4	Elect Director L. John Doerr	For	For	Management
1.5	Elect Director John L. Hennessy	For	For	Management
1.6	Elect Director Arthur D. Levinson	For	For	Management
1.7	Elect Director Ann Mather	For	For	Management
1.8	Elect Director Paul S. Otellini	For	For	Management
1.9	Elect Director K. Ram Shriram	For	For	Management
1.10	Elect Director Shirley M. Tilghman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Adopt Internet Censorship Policies	Against	Against	Shareholder
5	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder

HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103
Meeting Date: MAR 19, 2008 Meeting Type: Annual
Record Date: JAN 22, 2008

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

HILTON HOTELS CORP.

Ticker: HLT Security ID: 432848109
Meeting Date: SEP 18, 2007 Meeting Type: Special
Record Date: AUG 6, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

HOLOGIC, INC.

Ticker: HOLX Security ID: 436440101
 Meeting Date: MAR 11, 2008 Meeting Type: Annual
 Record Date: JAN 18, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Cumming	For	For	Management
1.2	Elect Director Patrick J. Sullivan	For	For	Management
1.3	Elect Director David R. LaVance, Jr.	For	For	Management
1.4	Elect Director Nancy L. Leaming	For	For	Management
1.5	Elect Director Lawrence M. Levy	For	For	Management
1.6	Elect Director Glenn P. Muir	For	For	Management
1.7	Elect Director Elaine S. Ullian	For	For	Management
1.8	Elect Director Daniel J. Levangie	For	For	Management
1.9	Elect Director Sally W. Crawford	For	For	Management
1.10	Elect Director C. William McDaniel	For	For	Management
1.11	Elect Director Wayne Wilson	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Adjourn Meeting	For	Against	Management

HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106
 Meeting Date: APR 28, 2008 Meeting Type: Annual
 Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Gordon M. Bethune	For	For	Management
2	Elect Director Jaime Chico Pardo	For	For	Management
3	Elect Director David M. Cote	For	For	Management
4	Elect Director D. Scott Davis	For	For	Management
5	Elect Director Linnet F. Deily	For	For	Management
6	Elect Director Clive R. Hollick	For	For	Management
7	Elect Director Bradley T. Sheares	For	For	Management
8	Elect Director Eric K. Shinseki	For	For	Management
9	Elect Director John R. Stafford	For	For	Management
10	Elect Director Michael W. Wright	For	For	Management
11	Ratify Auditors	For	For	Management
12	Provide the Right to Call Special Meeting	For	For	Management
13	Pay For Superior Performance	Against	Against	Shareholder

KOHL'S CORP.

Ticker: KSS Security ID: 500255104
 Meeting Date: APR 30, 2008 Meeting Type: Annual
 Record Date: MAR 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Burd	For	For	Management
2	Elect Director Wayne Embry	For	For	Management
3	Elect Director John F. Herma	For	For	Management
4	Elect Director William S. Kellogg	For	For	Management
5	Elect Director Kevin Mansell	For	For	Management
6	Elect Director R. Lawrence Montgomery	For	For	Management
7	Elect Director Frank V. Sica	For	For	Management
8	Elect Director Peter M. Sommerhauser	For	For	Management
9	Elect Director Stephanie A. Streeter	For	For	Management
10	Elect Director Stephen E. Watson	For	For	Management
11	Ratify Auditors	For	For	Management
12	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
13	Pay For Superior Performance	Against	Against	Shareholder

LEGG MASON, INC.

Ticker: LM Security ID: 524901105
 Meeting Date: JUL 19, 2007 Meeting Type: Annual
 Record Date: MAY 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Harold L. Adams	For	For	Management
1.2	Elect Raymond A. Mason	For	For	Management
1.3	Elect Margaret Milner Richardson	For	For	Management
1.4	Elect Kurt L. Schmoke	For	For	Management
1.5	Elect Robert E. Angelica	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Separate Chairman and CEO Positions	Against	For	Shareholder

LEHMAN BROTHERS HOLDINGS INC.

Ticker: LEH Security ID: 524908100
 Meeting Date: APR 15, 2008 Meeting Type: Annual
 Record Date: FEB 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael L. Ainslie	For	For	Management
2	Elect Director John F. Akers	For	For	Management
3	Elect Director Roger S. Berlind	For	For	Management
4	Elect Director Thomas H. Cruikshank	For	For	Management
5	Elect Director Marsha Johnson Evans	For	For	Management
6	Elect Director Richard S. Fuld, Jr.	For	For	Management
7	Elect Director Christopher Gent	For	For	Management
8	Elect Director Jerry A. Grundhofer	For	For	Management
9	Elect Director Roland A. Hernandez	For	For	Management
10	Elect Director Henry Kaufman	For	For	Management
11	Elect Director John D. Macomber	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve/Amend Executive Incentive Bonus Plan	For	For	Management
15	Publish Political Contributions	Against	Against	Shareholder
16	Prepare an Environmental Sustainability Report	Against	Against	Shareholder

MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101
Meeting Date: MAY 22, 2008 Meeting Type: Annual
Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ralph Alvarez	For	For	Management
2	Elect Director Susan E. Arnold	For	For	Management
3	Elect Director Richard H. Lenny	For	For	Management
4	Elect Director Cary D. McMillan	For	For	Management
5	Elect Director Sheila A. Penrose	For	For	Management
6	Elect Director James A. Skinner	For	For	Management
7	Ratify Auditors	For	For	Management

MEDCO HEALTH SOLUTIONS, INC.

Ticker: MHS Security ID: 58405U102
Meeting Date: MAY 22, 2008 Meeting Type: Annual
Record Date: MAR 26, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John L. Cassis	For	For	Management
2	Elect Director Michael Goldstein	For	For	Management

3	Elect Director Blenda J. Wilson	For	For	Management
4	Ratify Auditors	For	For	Management
5	Increase Authorized Common Stock	For	For	Management
6	Limit Executive Compensation	Against	Against	Shareholder

MEMC ELECTRONIC MATERIALS, INC.

Ticker: WFR Security ID: 552715104
Meeting Date: APR 23, 2008 Meeting Type: Annual
Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter Blackmore	For	For	Management
1.2	Elect Director Nabeel Gareeb	For	For	Management
1.3	Elect Director Marshall Turner	For	For	Management
2	Ratify Auditors	For	For	Management

MONSANTO CO.

Ticker: MON Security ID: 61166W101
Meeting Date: JAN 16, 2008 Meeting Type: Annual
Record Date: NOV 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Bachmann	For	For	Management
1.2	Elect Director William U. Parfet	For	For	Management
1.3	Elect Director George H. Poste	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	Against	Shareholder
4	Amend Bylaws to Not Indemnify Directors for Social and Environmental Liabilities	Against	Against	Shareholder

NETWORK APPLIANCE, INC.

Ticker: NTAP Security ID: 64120L104
Meeting Date: SEP 19, 2007 Meeting Type: Annual
Record Date: JUL 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel J. Warmenhoven	For	For	Management
1.2	Elect Director Donald T. Valentine	For	For	Management
1.3	Elect Director Jeffry R. Allen	For	For	Management

1.4	Elect Director Carol A. Bartz	For	For	Management
1.5	Elect Director Alan L. Earhart	For	For	Management
1.6	Elect Director Edward Kozel	For	For	Management
1.7	Elect Director Mark Leslie	For	For	Management
1.8	Elect Director Nicholas G. Moore	For	For	Management
1.9	Elect Director George T. Shaheen	For	For	Management
1.10	Elect Director Robert T. Wall	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management
6	Ratify Auditors	For	For	Management

NOKIA CORP.

Ticker: NOK Security ID: 654902204
Meeting Date: MAY 8, 2008 Meeting Type: Annual
Record Date: MAR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE ANNUAL ACCOUNTS	For	For	Management
2	APPROVAL OF THE DISTRIBUTION OF THE PROFIT FOR THE YEAR, PAYMENT OF DIVIDEND	For	For	Management
3	APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS, AND THE PRESIDENT, FROM LIABILITY	For	For	Management
4	APPROVAL OF THE REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS	For	For	Management
5	APPROVAL OF THE NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS	For	For	Management
6.1	Elect Director Georg Ehrnrooth	For	For	Management
6.2	Elect Director Lalita D. Gupte	For	For	Management
6.3	Elect Director Bengt Holmstrom	For	For	Management
6.4	Elect Director Henning Kagermann	For	For	Management
6.5	Elect Director Olli-Pekka Kallasvuo	For	For	Management
6.6	Elect Director Per Karlsson	For	For	Management
6.7	Elect Director Jorma Ollila	For	For	Management
6.8	Elect Director Marjorie Scardino	For	For	Management
6.9	Elect Director Risto Siilasmaa	For	For	Management
6.10	Elect Director Keijo Suila	For	For	Management
7	APPROVAL OF THE AUDITOR REMUNERATION	For	For	Management
8	APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2008	For	For	Management
9	APPROVAL OF THE AUTHORIZATION TO THE BOARD OF DIRECTORS TO RESOLVE TO	For	For	Management

REPURCHASE NOKIA SHARES

10 MARK THE FOR BOX IF YOU WISH TO None Against Management
 INSTRUCT NOKIA'S LEGAL COUNSELS TO VOTE
 IN THEIR DISCRETION ON YOUR BEHALF ONLY
 UPON ITEM 10

NVIDIA CORPORATION

Ticker: NVDA Security ID: 67066G104
 Meeting Date: JUN 19, 2008 Meeting Type: Annual
 Record Date: APR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven Chu, Ph.D.	For	For	Management
2	Elect Director Harvey C. Jones	For	For	Management
3	Elect Director William J. Miller	For	For	Management
4	Increase Authorized Common Stock	For	For	Management
5	Ratify Auditors	For	For	Management

NYSE EURONEXT

Ticker: NYX Security ID: 629491101
 Meeting Date: MAY 15, 2008 Meeting Type: Annual
 Record Date: MAR 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ellyn L. Brown	For	For	Management
1.2	Elect Director Marshall N. Carter	For	For	Management
1.3	Elect Director Sir George Cox	For	For	Management
1.4	Elect Director William E. Ford	For	For	Management
1.5	Elect Director Sylvain Hefes	For	For	Management
1.6	Elect Director Jan-Michiël Hessels	For	For	Management
1.7	Elect Director Dominique Hoenn	For	For	Management
1.8	Elect Director Shirley Ann Jackson	For	For	Management
1.9	Elect Director James S. McDonald	For	For	Management
1.10	Elect Director Duncan McFarland	For	For	Management
1.11	Elect Director James J. McNulty	For	For	Management
1.12	Elect Director Duncan L. Niederauer	For	For	Management
1.13	Elect Director Baron Jean Peterbroeck	For	For	Management
1.14	Elect Director Alice M. Rivlin	For	For	Management
1.15	Elect Director Ricardo Salgado	For	For	Management
1.16	Elect Director Jean-Francois Theodore	For	For	Management
1.17	Elect Director Rijnhard van Tets	For	For	Management
1.18	Elect Director Sir Brian Williamson	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

3	Ratify Auditors	For	For	Management
4	Approve Issuance of Stock Certificate of Ownership of NYSE Euronext	Against	Against	Shareholder

PEPSICO, INC.

Ticker: PEP Security ID: 713448108
Meeting Date: MAY 7, 2008 Meeting Type: Annual
Record Date: MAR 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director I.M. Cook	For	For	Management
2	Elect Director D. Dublon	For	For	Management
3	Elect Director V.J. Dzau	For	For	Management
4	Elect Director R.L. Hunt	For	For	Management
5	Elect Director A. Ibarguen	For	For	Management
6	Elect Director A.C. Martinez	For	For	Management
7	Elect Director I.K. Nooyi	For	For	Management
8	Elect Director S.P. Rockefeller	For	For	Management
9	Elect Director J.J. Schiro	For	For	Management
10	Elect Director L.G. Trotter	For	For	Management
11	Elect Director D.Vasella	For	For	Management
12	Elect Director M.D. White	For	For	Management
13	Ratify Auditors	For	For	Management
14	Report on Recycling	Against	Against	Shareholder
15	Report on Genetically Engineered Products	Against	Against	Shareholder
16	Report on Human Rights Policies Relating to Water Use	Against	Against	Shareholder
17	Report on Global Warming	Against	Against	Shareholder
18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder

PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109
Meeting Date: OCT 9, 2007 Meeting Type: Annual
Record Date: AUG 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rajat K. Gupta	For	For	Management
1.2	Elect Director A. G. Lafley	For	For	Management
1.3	Elect Director Lynn M. Martin	For	For	Management
1.4	Elect Director Johnathan A. Rodgers	For	For	Management
1.5	Elect Director John F. Smith, Jr.	For	For	Management
1.6	Elect Director Ralph Snyderman, M.D.	For	For	Management

1.7	Elect Director Margaret C. Whitman	For	For	Management
2	Ratify Auditor	For	For	Management
3	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
4	Report on Free Enterprise Initiatives	Against	Against	Shareholder
5	Report on Animal Welfare	Against	Against	Shareholder

SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108
Meeting Date: APR 9, 2008 Meeting Type: Annual
Record Date: FEB 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director P. Camus	For	For	Management
1.2	Elect Director J.S. Gorelick	For	For	Management
1.3	Elect Director A. Gould	For	For	Management
1.4	Elect Director T. Isaac	For	For	Management
1.5	Elect Director N. Kudryavtsev	For	For	Management
1.6	Elect Director A. Lajous	For	For	Management
1.7	Elect Director M.E. Marks	For	For	Management
1.8	Elect Director D. Primat	For	For	Management
1.9	Elect Director L.R. Reif	For	For	Management
1.10	Elect Director T.I. Sandvold	For	For	Management
1.11	Elect Director N. Seydoux	For	For	Management
1.12	Elect Director L.G. Stuntz	For	For	Management
2	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS	For	For	Management
3	APPROVAL OF ADOPTION OF THE SCHLUMBERGER 2008 STOCK INCENTIVE PLAN	For	For	Management
4	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	For	For	Management

SPIRIT AEROSYSTEMS HOLDINGS, INC

Ticker: SPR Security ID: 848574109
Meeting Date: APR 22, 2008 Meeting Type: Annual
Record Date: MAR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles L. Chadwell	For	For	Management
1.2	Elect Director Ivor Evans	For	For	Management
1.3	Elect Director Paul Fulchino	For	For	Management
1.4	Elect Director Richard Gephardt	For	For	Management
1.5	Elect Director Robert Johnson	For	For	Management
1.6	Elect Director Ronald Kadish	For	For	Management

1.7	Elect Director Francis Raborn	For	For	Management
1.8	Elect Director Jeffrey L. Turner	For	For	Management
1.9	Elect Director James L. Welch	For	For	Management
1.10	Elect Director Nigel Wright	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Restricted Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

TARGET CORPORATION

Ticker: TGT Security ID: 87612E106
Meeting Date: MAY 22, 2008 Meeting Type: Annual
Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roxanne S. Austin	For	For	Management
2	Elect Director James A. Johnson	For	For	Management
3	Elect Director Mary E. Minnick	For	For	Management
4	Elect Director Derica W. Rice	For	For	Management
5	Ratify Auditors	For	For	Management

TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209
Meeting Date: JUL 17, 2007 Meeting Type: Annual
Record Date: JUN 11, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE AND DISCUSS THE COMPANY S CONSOLIDATED BALANCE SHEET, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	For	For	Management
2	TO APPROVE THE BOARD OF DIRECTORS RECOMMENDATION THAT THE CASH DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2006, WHICH WAS PAID IN FOUR INSTALLMENTS AND AGGREGATED NIS 1.36 (APPROXIMATELY US\$0.31) PER ORDINARY SHARE (OR ADR), BE DECLARED FINAL.	For	For	Management
3	TO ELECT ABRAHAM E. COHEN AS A DIRECTOR.	For	For	Management
4	TO ELECT PROF. ROGER D. KORNBERG AS A DIRECTOR	For	For	Management
5	TO ELECT PROF. MOSHE MANY AS A DIRECTOR.	For	For	Management
6	TO ELECT DAN PROPPER AS A DIRECTOR.	For	For	Management
7	TO APPROVE THE PURCHASE OF DIRECTORS AND OFFICERS LIABILITY INSURANCE FOR THE	For	For	Management

DIRECTORS AND OFFICERS OF THE COMPANY AND ITS SUBSIDIARIES, ALL AS FULLY DESCRIBED IN THE PROXY STATEMENT.

8 TO APPOINT KESSELMAN & KESSELMAN, A For For Management
MEMBER OF PRICEWATERHOUSECOOPERS
INTERNATIONAL LTD., AS THE COMPANY S
INDEPENDENT REGISTERED PUBLIC ACCOUNTING
FIRM UNTIL THE 2008 ANNUAL MEETING OF
SHAREHOLDERS AND TO AUTHORIZE THE AUDIT
COMMITTEE TO DETERMINE THEIR

TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209
Meeting Date: JUN 29, 2008 Meeting Type: Annual
Record Date: MAY 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Final Dividend of NIS 1.60 Per Share	For	For	Management
3	Elect Eli Hurvitz as Director	For	For	Management
4	Elect Ruth Cheshin as Director	For	For	Management
5	Elect Harold Snyder as Director	For	For	Management
6	Elect Joseph (Yosi) Nitzani as Director	For	For	Management
7	Elect Ory Slonim as Director	For	For	Management
8	Appoint Leora (Rubin) Meridor as External Director	For	For	Management
9	Approve Director/Officer Liability and Indemnification Insurance	For	For	Management
10	Approve Remuneration of Directors	For	For	Management
11	Approve Employee Stock Purchase Plan	For	For	Management
12	Approve Kesselman & Kesselman as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

TEXTRON INC.

Ticker: TXT Security ID: 883203101
Meeting Date: APR 23, 2008 Meeting Type: Annual
Record Date: FEB 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Paul E. Gagne	For	For	Management

2	Elect Director Dain M. Hancock	For	For	Management
3	Elect Director Lloyd G. Trotter	For	For	Management
4	Elect Director Thomas B. Wheeler	For	For	Management
5	Ratify Auditors	For	For	Management
6	Report on Foreign Military Sales	Against	Against	Shareholder
7	Adopt Anti Gross-up Policy	Against	Against	Shareholder

VMWARE INC

Ticker: VMW Security ID: 928563402
Meeting Date: MAY 14, 2008 Meeting Type: Annual
Record Date: MAR 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Renee J. James	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103
Meeting Date: JUN 6, 2008 Meeting Type: Annual
Record Date: APR 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Aida M. Alvarez	For	For	Management
2	Elect Director James W. Breyer	For	For	Management
3	Elect Director M. Michele Burns	For	For	Management
4	Elect Director James I. Cash, Jr.	For	For	Management
5	Elect Director Roger C. Corbett	For	For	Management
6	Elect Director Douglas N. Daft	For	For	Management
7	Elect Director David D. Glass	For	For	Management
8	Elect Director Gregory B. Penner	For	For	Management
9	Elect Director Allen I. Questrom	For	For	Management
10	Elect Director H. Lee Scott, Jr.	For	For	Management
11	Elect Director Arne M. Sorenson	For	For	Management
12	Elect Director Jim C. Walton	For	For	Management
13	Elect Director S. Robson Walton	For	For	Management
14	Elect Director Christopher J. Williams	For	For	Management
15	Elect Director Linda S. Wolf	For	For	Management
16	Approve Executive Incentive Bonus Plan	For	For	Management
17	Ratify Auditors	For	For	Management
18	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For	Shareholder

19	Pay For Superior Performance	Against	Against	Shareholder
20	Claw-back of Payments under Restatements	Against	Against	Shareholder
21	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
22	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
23	Report on Political Contributions	Against	Against	Shareholder
24	Report on Social and Reputation Impact of Failure to Comply with ILO Conventions	Against	Against	Shareholder
25	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	Shareholder

WELLPOINT INC

Ticker: WLP Security ID: 94973V107
Meeting Date: MAY 21, 2008 Meeting Type: Annual
Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Angela F. Braly	For	For	Management
1.2	Elect Director William H.T. Bush	For	For	Management
1.3	Elect Director Warren Y. Jobe	For	For	Management
1.4	Elect Director William G. Mays	For	For	Management
1.5	Elect Director Senator D.W. Riegle, Jr	For	For	Management
1.6	Elect Director William J. Ryan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder

WM. WRIGLEY JR. CO.

Ticker: WWY Security ID: 982526105
Meeting Date: MAR 12, 2008 Meeting Type: Annual
Record Date: JAN 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John Rau	For	For	Management
2	Elect Director Richard K. Smucker	For	For	Management
3	Elect Director William Wrigley, Jr.	For	For	Management
4	Ratify Auditors	For	For	Management

YUM BRANDS, INC.

Ticker: YUM Security ID: 988498101
Meeting Date: MAY 15, 2008 Meeting Type: Annual
Record Date: MAR 17, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Dorman	For	For	Management
1.2	Elect Director Massimo Ferragamo	For	For	Management
1.3	Elect Director J. David Grissom	For	For	Management
1.4	Elect Director Bonnie G. Hill	For	For	Management
1.5	Elect Director Robert Holland, Jr.	For	For	Management
1.6	Elect Director Kenneth G. Langone	For	For	Management
1.7	Elect Director Jonathan S. Linen	For	For	Management
1.8	Elect Director Thomas C. Nelson	For	For	Management
1.9	Elect Director David C. Novak	For	For	Management
1.10	Elect Director Thomas M. Ryan	For	For	Management
1.11	Elect Director Jing-Shyh S. Su	For	For	Management
1.12	Elect Director Jackie Trujillo	For	For	Management
1.13	Elect Director Robert D. Walter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Adopt MacBride Principles	Against	Against	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
7	Report on Sustainability and Food Safety in the Supply Chain	Against	Against	Shareholder
8	Report on Animal Welfare Policies	Against	Against	Shareholder

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END NPX REPORT

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: AllianceBernstein Large Cap
Growth Fund, Inc.

By: Marc O. Mayer*

Chief Executive Officer

Date: August 29, 2008

*By: /s/ Emilie D. Wrapp

Emilie D. Wrapp
Secretary