

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

Oppenheimer Baring SMA International Fund

CIK: **1368087** | IRS No.: **000000000** | State of Incorporation: **MA** | Fiscal Year End: **0930**
Type: **N-PX** | Act: **40** | File No.: **811-21915** | Film No.: **081047864**

Mailing Address

6803 SOUTH TUCSON WAY
CENTENNIAL CO 80112-3924

Business Address

6803 SOUTH TUCSON WAY
CENTENNIAL CO 80112-3924
303-768-3200

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: 811-21915
Exact name of registrant as specified in charter: Oppenheimer Baring SMA International Fund
Address of principal executive offices: 6803 South Tucson Way
Centennial, CO 80112
Name and address of agent for service: Robert G. Zack, Executive Vice President and General
Counsel
OppenheimerFunds, Inc.
Two World Financial Center
225 Liberty Street
New York, NY 10281-1008
Registrant's telephone number, including area code: 303-768-3200
Date of fiscal year end: 9/30
Date of reporting period: 07/01/2007-06/30/2008

Item 1. Proxy Voting Record.

This report indicates that the fund did not vote any proxies during the reporting period. This was due to administrative, systems and/or processing errors.

===== OPPENHEIMER BARING SMA INTERNATIONAL FUND =====

Aker Kvaerner ASA

Ticker: Security ID: R0180X100
Meeting Date: APR 3, 2008 Meeting Type: Special
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Open Meeting; Designate Inspector(s) of Minutes of Meeting	For	Did Not Vote	Management
2	Receive Information about Company Business	None	Did Not Vote	Management
3	Approve Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 3 Per Share	For	Did Not Vote	Management
4	Approve Remuneration Policy For Executive Management	For	Did Not Vote	Management
5	Approve Remuneration of Directors for 2007	For	Did Not Vote	Management
6	Approve Remuneration of Nominating Committee for 2007	For	Did Not Vote	Management
7	Approve Remuneration of Auditors for 2007	For	Did Not Vote	Management
8	Elect Directors	For	Did Not Vote	Management
9	Elect Members of Nominating Committee	For	Did Not Vote	Management
10	Change Company Name to Aker Solutions ASA	For	Did Not Vote	Management
11	Approve Creation of NOK 109.6 Million Pool of Capital without Preemptive Rights	For	Did Not Vote	Management
12	Authorize Repurchase of Up to Ten Percent	For	Did Not Vote	Management

Bank of Cyprus Public Co. (frmly Bank of Cyprus Ltd.)

Ticker: Security ID: M1637D106
 Meeting Date: DEC 5, 2007 Meeting Type: Special
 Record Date: NOV 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Increase Authorized Common Stock	For	Did Not Vote	Management
2	Adjust Par Value of Common Stock	For	Did Not Vote	Management
3	Approve Stock Option Plan	For	Did Not Vote	Management
4	Amend Articles	For	Did Not Vote	Management

Capitaland Limited

Ticker: Security ID: Y10923103
 Meeting Date: APR 29, 2008 Meeting Type: Annual
 Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	Did Not Vote	Management
2	Declare First and Final Dividend of SGD 0.08 Per Share and Special Dividend of SGD 0.07 Per Share	For	Did Not Vote	Management
3	Approve Directors' Fees of SGD 1.3 Million for the Year Ended Dec. 31, 2007 (2006: SGD 1.1 Million)	For	Did Not Vote	Management
4a	Reelect Hu Tsu Tau as Director	For	Did Not Vote	Management
4b	Reelect Hsuan Owyang as Director	For	Did Not Vote	Management
4c	Reelect Lim Chin Beng as Director	For	Did Not Vote	Management
4d	Reelect Richard Edward Hale as Director	For	Did Not Vote	Management
5a	Reelect Jackson Peter Tai as Director	For	Did Not Vote	Management
5b	Reelect Victor Fung Kwok King as Director	For	Did Not Vote	Management
6	Reappoint KPMG as Auditors and Authorize Board to Fix Their Remuneration	For	Did Not Vote	Management
7	Other Business (Voting)	For	Did Not Vote	Management
8a	Approve Issuance of Shares without Preemptive Rights	For	Did Not Vote	Management
8b	Approve Issuance of Shares and Grant of Options and Awards Pursuant to the CapitaLand Share Option Plan, CapitaLand Performance Share Plan and/or CapitaLand Restricted Stock Plan	For	Did Not Vote	Management

Capitaland Limited

Ticker: Security ID: Y10923103
 Meeting Date: APR 29, 2008 Meeting Type: Special
 Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Approve to authorize the Company to repurchase shares	For	Did Not Vote	Management
2	Approved amendment to Articles	For	Did Not Vote	Management

Doosan Heavy Industries & Construction Co.

Ticker: Security ID: KR7034020008
Meeting Date: MAR 21, 2008 Meeting Type: Annual
Record Date: DEC 31, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Appropriation of Income and Dividends of KRW 500 per Share	For	Did Not Vote	Management
2	Elect One Inside Director and One Outside Director (Bundled)	For	Did Not Vote	Management
3	Approve Remuneration of Executive Directors and Independent Non-Executive Directors	For	Did Not Vote	Management
4	Approve Stock Option Grants	For	Did Not Vote	Management

Dyno Nobel Ltd.

Ticker: Security ID: Q3311A107
Meeting Date: MAY 22, 2008 Meeting Type: Annual
Record Date: MAY 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Financial Statements and Statutory Reports for the Year Ended Dec. 31, 2007	None	Did Not Vote	Management
2	Approve Remuneration Report for the Year Ended Dec. 31, 2007	For	Did Not Vote	Management
3a	Elect David Anthony Walsh as Director	For	Did Not Vote	Management
3b	Elect Jock Muir as Director	For	Did Not Vote	Management

Dyno Nobel Ltd.

Ticker: Security ID: Q3311A107
Meeting Date: MAY 22, 2008 Meeting Type: Court
Record Date: MAY 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Scheme Arrangement Between Dyno Nobel Limited and the Holders of its Fully Paid Ordinary Shares (Other Than Incitec Pivot Limited and its Subsidiaries)	For	Did Not Vote	Management

Emaar Properties PJSC

Ticker: Security ID: B01RM25
Meeting Date: MAR 19, 2008 Meeting Type: Annual
Record Date: MAR 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve the Company's financial statements for the fiscal year ended	For	Did Not Vote	Management

	December 31, 2007			
2	Ratify the acts of the Company's board of directors for the fiscal year ended December 31, 2007, as well as discharge the directors and the auditors from liability.	For	Did Not Vote	Management
3	Ratify the appointment of Ernst & Young as the Company's independent auditor, and authorize the board to set the auditor's fees for the next fiscal year.	For	Did Not Vote	Management
4	Approve under Article 108 of the Federal Law No. 8 of 1984 (as amended) for the directors to carry on activities relating to property development.	For	Did Not Vote	Management

Fugro NV

Ticker: Security ID: N3385Q197
Meeting Date: MAY 14, 2008 Meeting Type: Annual
Record Date: MAY 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Open Meeting	None	Did Not Vote	Management
2	Receive Report of Management and Supervisory Boards (Non-Voting)	None	Did Not Vote	Management
3	Approve Financial Statements and Statutory Reports	For	Did Not Vote	Management
4	Approve Discharge of Management Board	For	Did Not Vote	Management
5	Approve Discharge of Supervisory Board	For	Did Not Vote	Management
6a	Receive Explanation on Company's Reserves and Dividend Policy	None	Did Not Vote	Management
6b	Approve Dividends of EUR 1.25 Per Share	For	Did Not Vote	Management
7	Elect A. Jonkman as Management Board Member	For	Did Not Vote	Management
8a	Approve Remuneration Report Containing Remuneration Policy for Management Board Members	For	Did Not Vote	Management
8b	Amend Stock Option Plan	For	Did Not Vote	Management
9	Authorize Repurchase of Up to Ten Percent of Issued Share Capital	For	Did Not Vote	Management
10a	Grant Board Authority to Issue All Preference Shares and Ordinary Shares	For	Did Not Vote	Management
10b	Authorize Board to Exclude Preemptive Rights from Issuance under Item 10a	For	Did Not Vote	Management
11	Other Business (Non-Voting)	None	Did Not Vote	Management
12	Close Meeting	None	Did Not Vote	Management

Hellenic Exchanges Holding SA

Ticker: Security ID: X3247C104
Meeting Date: MAY 14, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Statutory Reports	For	Did Not Vote	Management
2	Accept Financial Statements	For	Did Not Vote	Management
3	Approve Allocation of Income	For	Did Not Vote	Management

4	Approve Discharge of Board and Auditors	For	Did Not Vote	Management
5	Approve Director Remuneration for 2007	For	Did Not Vote	Management
6	Preapprove Director Remuneration for 2008	For	Did Not Vote	Management
7	Ratify Director Appointments	For	Did Not Vote	Management
8	Approve Auditors and Fix Their Remuneration	For	Did Not Vote	Management
9	Amend Articles to Reflect Changes in Capital	For	Did Not Vote	Management
10	Amend Company Articles	For	Did Not Vote	Management
11	Authorize Share Repurchase Program	For	Did Not Vote	Management
12	Amend Approved Stock Option Plan	For	Did Not Vote	Management
13	Approve Stock Option Plan	For	Did Not Vote	Management
14	Authorize Electronic Information Transfers	For	Did Not Vote	Management
15	Other Business	For	Did Not Vote	Management

Hellenic Exchanges Holding SA

Ticker: Security ID: X3247C104
Meeting Date: JUN 4, 2008 Meeting Type: Special
Record Date: MAY 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Ammendment to Articles Regarding Share Capital	For	Did Not Vote	Management
2	Approve Ammendments to Articles of Association	For	Did Not Vote	Management
3	Approve Ammendment to Stock Option Plan	For	Did Not Vote	Management
4	Approve Stock Option Plan	For	Did Not Vote	Management

Immoeast AG

Ticker: Security ID: 7733967
Meeting Date: SEP 13, 2007 Meeting Type: Annual
Record Date: SEP 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve the receipt of the Company's financial statements, consolidated financial statements, and management and supervisory board reports for the fiscal year ended April 30, 2007.	None	Did Not Vote	Management
2	Resolution on the use of retained earnings as shown in the annual financial statements as of 30 April 2007	For	Did Not Vote	Management
3	Resolution on the release of the Executive Board and Supervisory Board from liability for the 2006/2007 Business Year.	For	Did Not Vote	Management
4	Resolution on the determination of remuneration for the members of the Supervisory Board for the 2006/2007 Business Year.	For	Did Not Vote	Management
5	Election of the auditor for the annual financial statements and consolidated financial statements for the 2007/2008	For	Did Not Vote	Management

	Business Year.			
6	Resolution to cancel the authorisation of For the Executive Board, which was passed by the 7th Annual General Meeting on 14 September 2006, to repurchase the share capital of the company for a duration of eighteen months beginning on the date the resolution w		Did Not Vote	Management
7	Resolution on the authorisation of the Executive Board in accordance with 174 Par. 2 of the Austrian Stock Corporation Act to issue convertible bonds with the approval of the Supervisory Board, including in several tranches, for a duration of five years	For	Did Not Vote	Management
8	Resolution on the conditional increase in share capital by up to 208,456,031.- through the issue of up to 208,456,031 shares of new bearer common stock in order to uphold the conversion and subscription rights of the bearers of convertible bonds and the	For	Did Not Vote	Management
9	Resolution on the amendment to the Articles of Association	For	Did Not Vote	Management

Julius Baer Holding AG (formerly Baer Holdings)

Ticker: Security ID: H4407G263
Meeting Date: APR 15, 2008 Meeting Type: Annual
Record Date: MAR 28, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Allocation of Income and Dividends of CHF 0.50 per Share	For	Did Not Vote	Management
3	Approve Discharge of Board and Senior Management	For	Did Not Vote	Management
4	Reelect Peter Kuepfer and Charles Stonehill as Directors	For	Did Not Vote	Management
5	Ratify KPMG Ltd. as Auditors	For	Did Not Vote	Management
6	Approve CHF 611,111 Reduction in Share Capital via Cancellation of 12.2 Million Repurchased Shares	For	Did Not Vote	Management
7	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	For	Did Not Vote	Management

Lonza Group Ltd.

Ticker: Security ID: H50524133
Meeting Date: MAR 26, 2008 Meeting Type: Annual
Record Date: MAR 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Consolidated Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
3	Approve Allocation of Income and Dividends of CHF 1.75 per Share	For	Did Not Vote	Management
4	Approve Discharge of Board and Senior Management	For	Did Not Vote	Management
5	Reelect Julia Higgins, Peter Kalantzis, Gerhard Mayr, Rolf Soiron, Richard Sykes, and Peter Wilden as Directors; Elect Patrick Aebischer as Director (Bundled)	For	Did Not Vote	Management

6 Ratify KPMG AG as Auditors For Did Not Management
Vote

Man Group plc

Ticker: Security ID: B28KQ18
Meeting Date: JUL 12, 2007 Meeting Type: Annual
Record Date: JUL 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	To receive the Directors' and Auditors' Reports and the Financial Statements for the year ended 31 March 2007.	For	Did Not Vote	Management
2	To approve the Remuneration Report of the Directors contained in the Annual Report 2007 document.	For	Did Not Vote	Management
3	To declare a final dividend on the Ordinary Shares.	For	Did Not Vote	Management
4	To re-elect K J P Hayes as a Director of the Company.	For	Did Not Vote	Management
5	To re-elect A J Carnwath* as a Director of the Company.	For	Did Not Vote	Management
6	To re-elect H A McGrath+ as a Director of the Company.	For	Did Not Vote	Management
7	To re-elect G R Moreno*# as a Director of the Company.	For	Did Not Vote	Management
8	To reappoint PricewaterhouseCoopers LLP as Auditors of the Company.	For	Did Not Vote	Management
9	To authorise the Directors to determine the remuneration of the Auditors.	For	Did Not Vote	Management
10	Directors' power to allot securities (Ordinary Resolution)	For	Did Not Vote	Management
11	Disapplication of pre-emption rights (Special Resolution)	For	Did Not Vote	Management
12	Power to purchase shares for cancellation (Special Resolution)	For	Did Not Vote	Management

Man Group plc

Ticker: Security ID: B28KQ18
Meeting Date: NOV 23, 2007 Meeting Type: Special
Record Date: NOV 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Consolidation of Share Capital and Allocation of Special Dividend	For	Did Not Vote	Management

Man Group plc

Ticker: Security ID: B28KQ18
Meeting Date: JUL 9, 2007 Meeting Type: Special
Record Date: JUL 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	To approve the Disposal by way of IPO of MF Global Ltd.	For	Did Not Vote	Management

Megastudy Co. Ltd.

Ticker: Security ID: B04M227
Meeting Date: MAR 21, 2008 Meeting Type: Annual

Record Date: DEC 31, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Appropriation of Income and Management	For	Did Not Vote	Management
2	Amend Articles of Incorporation Regarding Public Offerings, Issuances of Convertible Bonds and Bonds with Warrants	For	Did Not Vote	Management
3	Elect Two Inside Directors (Bundled)	For	Did Not Vote	Management
4	Approve Remuneration of Executive Directors and Independent Non-Executive Directors	For	Did Not Vote	Management
5	Approve Limit on Remuneration of Auditor	For	Did Not Vote	Management

Mobistar Sa

Ticker: Security ID: B60667100
Meeting Date: MAY 7, 2008 Meeting Type: Annual/Special
Record Date: APR 28, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Directors' Report on the Annual Account of Year Ended Dec. 31, 2007	None	Did Not Vote	Management
2	Receive Auditors' Report on the Annual Account of Year Ended Dec. 31, 2007	None	Did Not Vote	Management
3	Cancel Company Treasury Shares	For	Did Not Vote	Management
4	Approve Annual Accounts and Allocation of Income, Receive Consolidated Annual Accounts of Year Ended Dec. 31, 2007	For	Did Not Vote	Management
5	Approve Discharge of Directors	For	Did Not Vote	Management
6	Approve Discharge of Auditors	For	Did Not Vote	Management
7	Reelect Bourgoin-Castagnet, Brunet, Du Boucher, Steyaert, SA Wirefree Services Belgium, Von Wackerbarth, Dekeuleneer, Delaunois and Sparaxis SA as Directors (Bundled). Elect Meijer Swantee, Pellissier and Scheen as Directors.	For	Did Not Vote	Management
8	Approve Remuneration of Chairman	For	Did Not Vote	Management
9	Ratify Ernst & Young as Auditors and Approve their Remuneration	For	Did Not Vote	Management
10	Approve Increase of Capital through Incorporation of Issue Premium	For	Did Not Vote	Management
11	Approve Reduction in Share Capital	For	Did Not Vote	Management
12	Amend Articles Re: Statutory Seat	For	Did Not Vote	Management
13	Amend Articles to Reflect Changes in Capital	For	Did Not Vote	Management
14	Amend Articles Re: Elimination of Bearer Shares	For	Did Not Vote	Management
15	Authorize Repurchase of Up to Ten Percent of Issued Share Capital	For	Did Not Vote	Management
16	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	For	Did Not Vote	Management
17	Discussion on Company's Corporate Governance Structure	None	Did Not Vote	Management

Neuf Cegetel

Ticker: Security ID: F58287107

Meeting Date: APR 21, 2008 Meeting Type: Annual
Record Date: APR 16, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Discharge Directors	For	Did Not Vote	Management
2	Accept Consolidated Financial Statements and Statutory Reports	For	Did Not Vote	Management
3	Approve Special Auditors' Report Regarding Related-Party Transactions	For	Did Not Vote	Management
4	Approve Allocation of Income and Dividends of EUR 0.60 per Share	For	Did Not Vote	Management
5	Ratify Appointment of Jean-Dominique Pit as Director	For	Did Not Vote	Management
6	Approve Special Auditors' Report Regarding Related-Party Transactions	For	Did Not Vote	Management
7	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	For	Did Not Vote	Management
8	Authorize Filing of Required Documents/Other Formalities	For	Did Not Vote	Management

PEACE MARK (HOLDINGS) LIMITED

Ticker: Security ID: G6957A209
Meeting Date: FEB 1, 2008 Meeting Type: Special
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve the Voluntary Pre-Conditional General Offer by A-A United Ltd. (Offeror) For All the Issued Shares of Sincere Watch Ltd., Other Than Those Already Owned, Controlled or Agreed to be Acquired by the Offeror (Offer)	For	Did Not Vote	Management
2	Approve Participation of the Company in the Offer	For	Did Not Vote	Management
3	Authorize Board to Take Any Action on Behalf of the Company in Connection with the Offer	For	Did Not Vote	Management
4	Authorize Board to Ratify and Execute Approved Resolutions	For	Did Not Vote	Management

Peter Hambro Mining plc

Ticker: Security ID: G5555S109
Meeting Date: JUN 25, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Final Dividend of 7.5 Pence Per Ordinary Share	For	Did Not Vote	Management
3	Reappoint Moore Stephens LLP as Auditors and Authorise the Board to Determine Their Remuneration	For	Did Not Vote	Management
4	Elect Lord Guthrie as Director	For	Did Not Vote	Management
5	Re-elect Jay Hambro as Director	For	Did Not Vote	Management
6	Re-elect Andrey Maruta as Director	For	Did Not Vote	Management
7	Re-elect Alfiya Samokhvalova as Director	For	Did Not Vote	Management
8	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of	For	Did Not Vote	Management

9	GBP 270,516 Subject to the Passing of Resolution 8, Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of GBP 40,577	For	Did Not Vote	Management
10	Authorise 4,057,752 Ordinary Shares for Market Purchase	For	Did Not Vote	Management
11	Adopt New Articles of Association	For	Did Not Vote	Management

QBE Insurance Group Ltd.

Ticker: QBE Security ID: Q78063114
Meeting Date: APR 4, 2008 Meeting Type: Annual
Record Date: APR 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Financial Statements and Statutory Reports for the Financial Year Ended Dec. 31, 2007	None	Did Not Vote	Management
2	Approve Remuneration Report for the Financial Year Ended Dec. 31, 2007	For	Did Not Vote	Management
3	Approve Grant of Up to 37,250 Conditional Rights and 74,500 Options to FM O'Halloran, the Company's Chief Executive Officer, Under the 2007 Deferred Compensation Plan	For	Did Not Vote	Management
4	Elect C L A Irby as Director	For	Did Not Vote	Management

Rational AG

Ticker: Security ID: D6349P107
Meeting Date: MAY 7, 2008 Meeting Type: Annual
Record Date: APR 16, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Financial Statements and Statutory Reports for Fiscal 2007 (Non-Voting)	None	Did Not Vote	Management
2	Approve Allocation of Income and Dividends of EUR 4.50 per Share	For	Did Not Vote	Management
3	Approve Discharge of Management Board for Fiscal 2007	For	Did Not Vote	Management
4	Approve Discharge of Supervisory Board for Fiscal 2007	For	Did Not Vote	Management
5	Ratify Roelfs WP Partner AG as Auditors for Fiscal 2008	For	Did Not Vote	Management
6	Approve Affiliation Agreement with Subsidiary RATIONAL Komponenten GmbH	For	Did Not Vote	Management

Reckitt Benckiser Group plc

Ticker: Security ID: 727871
Meeting Date: MAY 1, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Remuneration Report	For	Did Not Vote	Management
3	Approve Final Dividend of 30 Pence Per	For	Did Not	Management

4	Ordinary Share Re-elect Adrian Bellamy as Director	For	Vote Did Not	Management
5	Re-elect Graham Mackay as Director	For	Vote Did Not	Management
6	Re-elect Bart Becht as Director	For	Vote Did Not	Management
7	Reappoint PricewaterhouseCoopers LLP as Auditors of the Company	For	Vote Did Not	Management
8	Authorise Board to Fix Remuneration of Auditors	For	Vote Did Not	Management
9	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of GBP 23,694,000	For	Vote Did Not	Management
10	Subject to the Passing of Resolution 9, Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of GBP 3,611,000	For	Vote Did Not	Management
11	Authorise 72,000,000 Ordinary Shares for Market Purchase	For	Vote Did Not	Management
12	Amend Articles of Association	For	Vote Did Not	Management
13	Authorise the Company to Use Electronic Communications	For	Vote Did Not	Management

Singapore Exchange Ltd.

Ticker: Security ID: 6303866
Meeting Date: SEP 28, 2007 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Adopt Financial Statements and Directors and Auditors' Reports	For	Vote Did Not	Management
2	Reelect Joseph Yuvaraj Pillay as Director	For	Vote Did Not	Management
3	Reelect Chew Choon Seng as Director	For	Vote Did Not	Management
4	Reelect Ho Tian Yee as Director	For	Vote Did Not	Management
5	Reelect Low Check Kian as Director	For	Vote Did Not	Management
6	Reelect Robert Owen as Director	For	Vote Did Not	Management
7	Approve Directors' Fees of SGD 767,800 for the Financial Year Ended June 30, 2007 (2006: SGD 765,200)	For	Vote Did Not	Management
8	Declare Final Dividend of SGD 0.30 Per Share	For	Vote Did Not	Management
9	Reappoint PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	Vote Did Not	Management
10	Approve Issuance of Shares without Preemptive Rights	For	Vote Did Not	Management
11	Approve Grant of Awards and Allotment and Issuance of Shares Pursuant to the SGX Performance Share Plan and the SGX Share Option Plan	For	Vote Did Not	Management

Singapore Exchange Ltd.

Ticker: Security ID: 6303866
Meeting Date: SEP 28, 2007 Meeting Type: Special
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Authorize Share Repurchase Program	For	Did Not Vote	Management

Standard Chartered plc

Ticker: Security ID: G84228157
Meeting Date: MAY 7, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Final Dividend of 56.23 US Cents Per Ordinary Share	For	Did Not Vote	Management
3	Approve Remuneration Report	For	Did Not Vote	Management
4	Re-elect Michael DeNoma as Director	For	Did Not Vote	Management
5	Re-elect Valerie Gooding as Director	For	Did Not Vote	Management
6	Re-elect Rudolph Markham as Director	For	Did Not Vote	Management
7	Re-elect Peter Sands as Director	For	Did Not Vote	Management
8	Re-elect Oliver Stocken as Director	For	Did Not Vote	Management
9	Elect Gareth Bullock as Director	For	Did Not Vote	Management
10	Elect Sunil Mittal as Director	For	Did Not Vote	Management
11	Elect John Peace as Director	For	Did Not Vote	Management
12	Reappoint KPMG Audit plc as Auditors of the Company	For	Did Not Vote	Management
13	Authorise Board to Fix Remuneration of Auditors	For	Did Not Vote	Management
14	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of USD 235,070,165 (Relevant Securities and Share Dividend Scheme); Otherwise up to USD 141,042,099	For	Did Not Vote	Management
15	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount Equal to the Company's Share Capital Repurchased by the Company Pursuant to Resolution 17	For	Did Not Vote	Management
16	Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of USD 35,260,524	For	Did Not Vote	Management
17	Authorise 141,042,099 Ordinary Shares for Market Purchase	For	Did Not Vote	Management
18	Authorise 15,000 US Dollar Preference Shares and 195,285,000 Sterling Preference Shares for Market Purchase	For	Did Not Vote	Management
19	Adopt New Articles of Association	For	Did Not Vote	Management
20	Authorise the Company to Make EU Political Donations to Political Parties and/or Independent Election Candidates, to Make EU Political Donations to Political Organisations Other Than Political Parties and Incur EU Political Expenditure up to GBP 100,000	For	Did Not Vote	Management
21	Authorise Company to Offer the Share Dividend Alternative	For	Did Not Vote	Management

Tokyu Corp.

Ticker: 9005 Security ID: J88720123
Meeting Date: JUN 27, 2008 Meeting Type: Annual
Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Allocation of Income, with a Final Dividend of JY 3	For	Did Not Vote	Management
2.1	Elect Director	For	Did Not Vote	Management
2.2	Elect Director	For	Did Not Vote	Management
2.3	Elect Director	For	Did Not Vote	Management
2.4	Elect Director	For	Did Not Vote	Management
2.5	Elect Director	For	Did Not Vote	Management
2.6	Elect Director	For	Did Not Vote	Management
2.7	Elect Director	For	Did Not Vote	Management
2.8	Elect Director	For	Did Not Vote	Management
2.9	Elect Director	For	Did Not Vote	Management
2.10	Elect Director	For	Did Not Vote	Management
2.11	Elect Director	For	Did Not Vote	Management
2.12	Elect Director	For	Did Not Vote	Management
2.13	Elect Director	For	Did Not Vote	Management
2.14	Elect Director	For	Did Not Vote	Management
2.15	Elect Director	For	Did Not Vote	Management
2.16	Elect Director	For	Did Not Vote	Management
2.17	Elect Director	For	Did Not Vote	Management
2.18	Elect Director	For	Did Not Vote	Management
3.1	Appoint Internal Statutory Auditor	For	Did Not Vote	Management
3.2	Appoint Internal Statutory Auditor	For	Did Not Vote	Management
3.3	Appoint Internal Statutory Auditor	For	Did Not Vote	Management
3.4	Appoint Internal Statutory Auditor	For	Did Not Vote	Management
3.5	Appoint Internal Statutory Auditor	For	Did Not Vote	Management

Toshiba Corp.

Ticker: 6502 Security ID: JP3592200004
Meeting Date: JUN 25, 2008 Meeting Type: Annual
Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tadashi Okamura	For	Did Not Vote	Management
1.2	Elect Director Atsutoshi Nishida	For	Did Not Vote	Management

1.3	Elect Director Shigeo Koguchi	For	Did Not Vote	Management
1.4	Elect Director Fumio Muraoka	For	Did Not Vote	Management
1.5	Elect Director Kazuo Tanigawa	For	Did Not Vote	Management
1.6	Elect Director Toshiharu Kobayashi	For	Did Not Vote	Management
1.7	Elect Director Atsushi Shimizu	For	Did Not Vote	Management
1.8	Elect Director Kiichiro Furusawa	For	Did Not Vote	Management
1.9	Elect Director Hiroshi Hirabayashi	For	Did Not Vote	Management
1.10	Elect Director Takeshi Sasaki	For	Did Not Vote	Management
1.11	Elect Director Hisatsugu Nonaka	For	Did Not Vote	Management
1.12	Elect Director Masao Namiki	For	Did Not Vote	Management
1.13	Elect Director Norio Sasaki	For	Did Not Vote	Management
1.14	Elect Director Masashi Muromachi	For	Did Not Vote	Management
2.1	Appoint Shareholder Nominee Seigo Watanabe to the Board	Against	Did Not Vote	Shareholder
2.2	Appoint Shareholder Nominee Yoshio Koyama to the Board	Against	Did Not Vote	Shareholder
2.3	Appoint Shareholder Nominee Jiro Ozono to the Board	Against	Did Not Vote	Shareholder
2.4	Appoint Shareholder Nominee Masataka Shintani to the Board	Against	Did Not Vote	Shareholder
2.5	Appoint Shareholder Nominee Yuichiro Isu to the Board	Against	Did Not Vote	Shareholder
2.6	Appoint Shareholder Nominee Koichi Hatano to the Board	Against	Did Not Vote	Shareholder
2.7	Appoint Shareholder Nominee Yoshiaki Miki to the Board	Against	Did Not Vote	Shareholder
2.8	Appoint Shareholder Nominee Tomohiko Sasaki to the Board	Against	Did Not Vote	Shareholder
2.9	Appoint Shareholder Nominee Toshiki Miyamoto to the Board	Against	Did Not Vote	Shareholder
2.10	Appoint Shareholder Nominee Yoshiyuki Oshima to the Board	Against	Did Not Vote	Shareholder
2.11	Appoint Shareholder Nominee Fumio Sato to the Board	Against	Did Not Vote	Shareholder
2.12	Appoint Shareholder Nominee Taizo Nishimuro to the Board	Against	Did Not Vote	Shareholder
2.13	Appoint Shareholder Nominee Kiyoaki Shimagami to the Board	Against	Did Not Vote	Shareholder
3	Amend Articles to Introduce Provisions on Disclosure of Improper Billing and Receipt Related to Expenses for Research Commissioned by New Energy and Industrial Technology Development Organization	Against	Did Not Vote	Shareholder
4	Amend Articles to Introduce Provisions on Disclosure of Improper Billing and Receipt Related to Expenses for Research Commissioned by New Energy and Industrial Technology Development Organization (Additional Proposal)	Against	Did Not Vote	Shareholder
5	Amend Articles to Require Disclosure of Individual Compensation for Directors Elected from 1995-96 to 2007-08	Against	Did Not Vote	Shareholder
6	Amend Articles to Require Individual Information Disclosure Concerning Senior Advisors Appointed from 1995-96 to 2007-08	Against	Did Not Vote	Shareholder
7	Amend Articles to Require Information Disclosure Concerning Former Public Officials Employed by Toshiba from 1995-96 to 2007-08	Against	Did Not Vote	Shareholder
8	Amend Articles to Require the Company to	Against	Did Not	Shareholder

Tullow Oil plc

Ticker: Security ID: G91235104
Meeting Date: MAY 14, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Final Dividend of 4.0 Pence Per Ordinary Share	For	Did Not Vote	Management
3	Approve Remuneration Report	For	Did Not Vote	Management
4	Re-elect David Bamford as Director	For	Did Not Vote	Management
5	Re-elect Steven McTiernan as Director	For	Did Not Vote	Management
6	Re-elect Graham Martin as Director	For	Did Not Vote	Management
7	Re-elect Clare Spottiswoode as Director	For	Did Not Vote	Management
8	Re-elect Patrick Plunkett as Director	For	Did Not Vote	Management
9	Reappoint Deloitte & Touche LLP as Auditors and Authorise the Board to Determine Their Remuneration	For	Did Not Vote	Management
10	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of GBP 23,988,878	For	Did Not Vote	Management
11	Subject to the Passing of Resolution 10, Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of GBP 3,598,331	For	Did Not Vote	Management
12	Adopt New Articles of Association	For	Did Not Vote	Management
13	Subject to Resolution 12 Being Passed and with Effect From 12:01 am on 1 October 2008 or Such Later Date as Section 175 of the Companies Act 2006 Shall be Brought into Force, Amend Articles of Association Re: Permitted Interests and Voting	For	Did Not Vote	Management
14	Amend Tullow Oil 2005 Performance Share Plan	For	Did Not Vote	Management

WorleyParsons Ltd.

Ticker: Security ID: 6562474
Meeting Date: OCT 12, 2007 Meeting Type: Annual
Record Date: OCT 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	RECEIVE AND CONSIDER THE FINANCIAL REPORT OF THE COMPANY AND THE REPORTS OF THE DIRECTORS AND OF THE AUDITORS FOR THE FYE 30 JUN 2007	None	Did Not Vote	Management
2	RE-ELECT MR. GRAHAME CAMPBELL AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION IN ACCORDANCE WITH RULE 8.1E2 OF THE COMPANY S CONSTITUTION	For	Did Not Vote	Management
3	RE-ELECT MR. JOHN GREEN AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATIONIN	For	Did Not Vote	Management

	ACCORDANCE WITH RULE 8.1E2 OF THE COMPANY S CONSTITUTION				
4	RE-ELECT MS. CATHERINE LIVINGSTONE AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION IN ACCORDANCE WITH RULE 8.1E1 OF THE COMPANY S CONSTITUTION	For	Did Not Vote	Management	
5	ADOPT THE REMUNERATION REPORT AS SET OUT IN THE ANNUAL REPORT FOR THE FYE 30 JUN 2007	For	Did Not Vote	Management	
6	APPROVE, UNDER THE LISTING RULE 10.14, THE GRANT OF NOT MORE THAN A TOTAL OF 73,528 PERFORMANCE RIGHTS TO THE EXECUTIVE DIRECTORS OF THE COMPANY MESSRS. JOHN GRILL, DAVID HOUSEGO, WILLIAM HALL AND LARRY BENKE IN RESPECT OF THE 2007/8 FY, IN ACCORDANCE WIT	For	Did Not Vote	Management	
7	APPROVE, FOR THE PURPOSE OF RULE 8.4A OF THE COMPANY S CONSTITUTION, TO INCREASE THE AGGREGATE AMOUNT OF REMUNERATION THAT MAY BE PAID IN ANY FY TO THE COMPANY S NON-EXECUTIVE DIRECTORS BY AUD 8 5,000 FROM AUD 925,000 TO AUD 1,750,000	For	Did Not Vote	Management	
8	APPROVE TO RENEW THE PROPORTIONAL TAKEOVER PROVISIONS CONTAINED IN RULE 6 OF THE CONSTITUTION FOR A PERIOD OF 3 YEARS	For	Did Not Vote	Management	

Xstrata Plc

Ticker: Security ID: G9826T102
Meeting Date: MAY 6, 2008 Meeting Type: Annual
Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	Did Not Vote	Management
2	Approve Final Dividend of 0.34 US Cents Per Ordinary Share	For	Did Not Vote	Management
3	Approve Remuneration Report	For	Did Not Vote	Management
4	Re-elect Willy Strothotte as Director	For	Did Not Vote	Management
5	Re-elect Paul Hazen as Director	For	Did Not Vote	Management
6	Re-elect Ian Strachan as Director	For	Did Not Vote	Management
7	Elect Claude Lamoureux as Director	For	Did Not Vote	Management
8	Reappoint Ernst & Young LLP as Auditors and Authorise the Board to Determine Their Remuneration	For	Did Not Vote	Management
9	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of USD 161,944,486	For	Did Not Vote	Management
10	Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of USD 24,291,673	For	Did Not Vote	Management
11	With Effect From the Conclusion of the Meeting, Adopt New Articles of Association	For	Did Not Vote	Management
12	Subject to the Passing of Resolution 11 and With Effect From the Entry into Force of Section 175 Companies Act 2006 at 00:01 am on 1 October 2008, Adopt New Articles of Association	For	Did Not Vote	Management
13	Amend the Xstrata plc Added Value Incentive Plan	For	Did Not Vote	Management

ZINIFEX LTD

Ticker: ZFX Security ID: B00G2C3
Meeting Date: NOV 26, 2007 Meeting Type: Annual
Record Date: NOV 24, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports for the Financial Year Ended June 30, 2007	For	Did Not Vote	Management
2	Elect Peter Cassidy as Director	For	Did Not Vote	Management
3	Approve Increase in the Remuneration of Non-Executive Directors by A\$500,000 to A\$2 Million Per Annum	None	Did Not Vote	Management
4	Approve Remuneration Report for the Financial Year Ended June 30, 2007	For	Did Not Vote	Management

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): Oppenheimer Baring SMA International Fund

By (Signature and Title)*: John V. Murphy
John V. Murphy, President and Principal Executive Officer

Date: August 15, 2008

*By: /s/ Randy Legg
Randy Legg, Attorney in Fact