

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

COHEN & STEERS REIT & PREFERRED INCOME FUND INC  
Form N-PX  
August 24, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21326  
NAME OF REGISTRANT: Cohen & Steers REIT and Preferred  
Income Fund, Inc  
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 757 Third Avenue  
New York, NY 10017  
NAME AND ADDRESS OF AGENT FOR SERVICE: John E. McLean  
757 Third Avenue  
New York, NY 10017  
REGISTRANT'S TELEPHONE NUMBER: 212-832-3232  
DATE OF FISCAL YEAR END: 12/31  
DATE OF REPORTING PERIOD: 07/01/2004 - 06/30/2005

Cohen & Steers REIT and Preferred Income Fund

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AMLI RESIDENTIAL PROPERTIES TRUST

Agen

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Security: 001735109  
Meeting Type: Annual  
Meeting Date: 25-Apr-2005  
Ticker: AML  
ISIN:  
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| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 01     | DIRECTOR<br>BRUCE P. BICKNER<br>LAURA D. GATES<br>MARC S. HEILWEIL<br>GREGORY T. MUTZ          | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | TO AMEND THE DECLARATION OF TRUST TO ELIMINATE<br>THE CLASSIFICATION OF THE BOARD OF TRUSTEES. | Mgmt                         | For                      |
| 03     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS AMLI  | Mgmt                         | For                      |

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S INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
 FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31,  
 2005.

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 ARCHSTONE-SMITH TRUST

Agen

Security: 039583109  
 Meeting Type: Annual  
 Meeting Date: 04-May-2005  
 Ticker: ASN  
 ISIN:

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>JAMES A. CARDWELL<br>ROBERT P. KOGOD<br>JAMES H. POLK, III                                | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | AMENDMENT OF THE DECLARATION OF TRUST OF ARCHSTONE-SMITH TO ELIMINATE THE CLASSIFICATION OF TRUSTEES. | Mgmt                 | For               |
| 03     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS AUDITORS FOR THE CURRENT FISCAL YEAR.                      | Mgmt                 | For               |

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 ARDEN REALTY, INC.

Agen

Security: 039793104  
 Meeting Type: Annual  
 Meeting Date: 25-May-2005  
 Ticker: ARI  
 ISIN:

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>RICHARD S. ZIMAN<br>VICTOR J. COLEMAN  | Mgmt<br>Mgmt  | For<br>For    |
| 02     | RATIFICATION OF THE AUDIT COMMITTEE S APPOINTMENT OF ERNST & YOUNG LLP TO ACT AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2005. | Mgmt          | For           |
| 03     | ADOPTION OF THE THIRD AMENDED AND RESTATED 1996 STOCK OPTION AND INCENTIVE PLAN OF ARDEN REALTY, INC. AND ARDEN REALTY LIMITED PARTNERSHIP.      | Mgmt          | For           |
| 04     | STOCKHOLDER PROPOSAL REGARDING SEVERANCE AGREEMENTS FOR SENIOR EXECUTIVES.   | Shr           | For           |

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BRANDYWINE REALTY TRUST

Agen

Security: 105368203  
 Meeting Type: Annual  
 Meeting Date: 02-May-2005  
 Ticker: BDN  
 ISIN:

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>WALTER D'ALESSIO<br>D. PIKE ALOIAN<br>DONALD E. AXINN<br>WYCHE FOWLER<br>MICHAEL J. JOYCE<br>ANTHONY A. NICHOLS SR.<br>CHARLES P. PIZZI<br>GERARD H. SWEENEY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE AUDIT COMMITTEE S APPOINTMENT OF PRICEWATERHOUSECOOPERS, LLP AS INDEPENDENT REGISTERED ACCOUNTING FIRM.  | Mgmt   | For   |
| 03     | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE 1997 LONG-TERM INCENTIVE PLAN.  | Mgmt   | For   |

CAMDEN PROPERTY TRUST

Agen

Security: 133131102  
 Meeting Type: Special  
 Meeting Date: 28-Feb-2005  
 Ticker: CPT  
 ISIN:

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | APPROVAL OF THE ISSUANCE OF CAMDEN COMMON SHARES PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 4, 2004, BY AND AMONG CAMDEN PROPERTY TRUST, CAMDEN SUMMIT, INC. (FORMERLY KNOWN AS CAMDEN SPARKS, INC.) AND SUMMIT PROPERTIES INC., AS AMENDED. | Mgmt          | For           |

CAMDEN PROPERTY TRUST

Agen

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Security: 133131102  
 Meeting Type: Annual  
 Meeting Date: 06-May-2005  
 Ticker: CPT  
 ISIN:

| Prop.# | Proposal                | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 01     | DIRECTOR                |               |               |
|        | RICHARD J. CAMPO        | Mgmt          | For           |
|        | WILLIAM R. COOPER       | Mgmt          | For           |
|        | GEORGE A. HRDLICKA      | Mgmt          | For           |
|        | SCOTT S. INGRAHAM       | Mgmt          | For           |
|        | LEWIS A. LEVEY          | Mgmt          | For           |
|        | WILLIAM B. MCGUIRE, JR. | Mgmt          | For           |
|        | D. KEITH ODEN           | Mgmt          | For           |
|        | F. GARDNER PARKER       | Mgmt          | For           |
|        | WILLIAM F. PAULSEN      | Mgmt          | For           |
|        | STEVEN A. WEBSTER       | Mgmt          | For           |

CAPITAL TRUST, INC.

Agen

Security: 14052H506  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2005  
 Ticker: CT  
 ISIN:

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR   |               |               |
|        | SAMUEL ZELL  | Mgmt          | For           |
|        | THOMAS E. DOBROWSKI  | Mgmt          | For           |
|        | MARTIN L. EDELMAN  | Mgmt          | For           |
|        | CRAIG M. HATKOFF   | Mgmt          | For           |
|        | EDWARD S. HYMAN  | Mgmt          | For           |
|        | JOHN R. KLOPP  | Mgmt          | For           |
|        | HENRY N. NASSAU  | Mgmt          | For           |
|        | JOSHUA A. POLAN  | Mgmt          | For           |
|        | LYNNE B. SAGALYN   | Mgmt          | For           |
| 02     | THE PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005. | Mgmt          | For           |

CARRAMERICA REALTY CORPORATION

Agen

Security: 144418100  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2005

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Ticker: CRE  
ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 01     | DIRECTOR<br>ANDREW F. BRIMMER<br>BRYCE BLAIR<br>JOAN CARTER<br>PHILIP L. HAWKINS<br>ROBERT E. TORRAY<br>THOMAS A. CARR<br>WESLEY S. WILLIAMS, JR. | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFY THE APPOINTMENT OF KPMG LLP AS CARRAMERICA S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.   | Mgmt   | For   |

CEDAR SHOPPING CENTERS, INC.

Agen

Security: 150602209  
Meeting Type: Annual  
Meeting Date: 20-May-2005  
Ticker: CDR  
ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 01     | DIRECTOR<br>JAMES J. BURNS<br>RICHARD HOMBURG<br>J.A.M.H. DER KINDEREN<br>EVERETT B. MILLER, III<br>LEO S. ULLMAN<br>BRENDA J. WALKER<br>ROGER M. WIDMANN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.             | Mgmt   | For   |

COLONIAL PROPERTIES TRUST

Agen

Security: 195872106  
Meeting Type: Special  
Meeting Date: 15-Apr-2005  
Ticker: CLP  
ISIN:

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO APPROVE THE ISSUANCE OF COLONIAL COMMON SHARES CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 25, 2004, AS AMENDED, BY AND AMONG THE COMPANY, CLNL ACQUISITION SUB LLC, AND CORNERSTONE REALTY INCOME TRUST, INC. THE MERGER AGREEMENT IS DESCRIBED IN, AND ATTACHED AS ANNEX A TO, THE ACCOMPANYING JOINT PROXY STATEMENT/PROSPECTUS. | Mgmt          | For           |
| 02     | TO APPROVE AN AMENDMENT TO THE COLONIAL DECLARATION OF TRUST TO INCREASE THE NUMBER OF AUTHORIZED COLONIAL COMMON SHARES FROM 65,000,000 TO 125,000,000 AND COLONIAL PREFERRED SHARES FROM 10,000,000 TO 20,000,000.   | Mgmt          | For           |
| 03     | TO APPROVE THE ISSUANCE OF UP TO 15,000,000 COLONIAL PREFERRED SHARES.   | Mgmt          | For           |
| 04     | TO APPROVE AN ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING OF SHAREHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSALS ABOVE.   | Mgmt          | For           |

COLONIAL PROPERTIES TRUST

Agen

Security: 195872106  
Meeting Type: Annual  
Meeting Date: 27-Apr-2005  
Ticker: CLP  
ISIN:

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 01     | DIRECTOR<br>CARL F. BAILEY<br>M. MILLER GORRIE<br>WILLIAM M. JOHNSON<br>GLADE M. KNIGHT*<br>JAMES K. LOWDER<br>THOMAS H. LOWDER<br>HERBERT A. MEISLER<br>CLAUDE B. NIELSEN<br>HAROLD W. RIPPS<br>DONALD T. SENTERFITT<br>JOHN W. SPIEGEL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.  | Mgmt   | For   |

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 CRESCENT REAL ESTATE EQUITIES COMPAN

Agen

Security: 225756105  
 Meeting Type: Annual  
 Meeting Date: 13-Jun-2005  
 Ticker: CEI  
 ISIN:

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>JOHN C. GOFF<br>PAUL E. ROWSEY, III<br>ROBERT W. STALLINGS   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | TO APPROVE THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY<br>FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005. | Mgmt                 | For               |

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 CRT PROPERTIES, INC.

Agen

Security: 22876P109  
 Meeting Type: Annual  
 Meeting Date: 18-May-2005  
 Ticker: CRO  
 ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>D. PIKE ALOIAN<br>BENJAMIN C. BISHOP, JR.<br>THOMAS J. CROCKER<br>PETER J. FARRELL<br>DAVID B. HILEY<br>VICTOR A. HUGHES, JR.<br>RANDALL F. PAULSON<br>GEORGE F. STAUDTER | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVE OUR REINCORPORATION FROM FLORIDA TO<br>MARYLAND   | Mgmt   | For  |
| 03     | APPROVE THE 2005 EMPLOYEE STOCK INVESTMENT PLAN   | Mgmt   | For  |
| 04     | RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP<br>AS INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR<br>ENDING DECEMBER 31, 2005   | Mgmt   | For  |

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 EDUCATION REALTY TRUST, INC.

Agen

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 Security: 28140H104  
 Meeting Type: Annual  
 Meeting Date: 25-May-2005  
 Ticker: EDR  
 ISIN:  
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| Prop.# | Proposal   | Proposal Type                        | Proposal Vote                   |
|--------|--|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>PAUL O. BOWER<br>MONTE J. BARROW<br>WILLIAM J. CAHILL, III<br>RANDALL L. CHURCHEY<br>JOHN L. FORD                                  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR<br>THE FISCAL YEAR ENDING DECEMBER 31, 2005. | Mgmt                                 | For                             |

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 EQUITY OFFICE PROPERTIES TRUST

Agen

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 Security: 294741103  
 Meeting Type: Annual  
 Meeting Date: 24-May-2005  
 Ticker: EOP  
 ISIN:  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>MARILYN A. ALEXANDER<br>THOMAS E. DOBROWSKI<br>WILLIAM M. GOODYEAR<br>JAMES D. HARPER, JR.<br>RICHARD D. KINCAID<br>DAVID K. MCKOWN<br>SHELI Z. ROSENBERG<br>STEPHEN I. SADOVE<br>SALLY SUSMAN<br>J.H.W.R. VAN DER VLIST<br>SAMUEL ZELL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE AUDIT COMMITTEE S APPOINTMENT<br>OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.  | Mgmt   | For   |

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 FIRST INDUSTRIAL REALTY TRUST, INC.

Agen

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Security: 32054K103  
 Meeting Type: Annual  
 Meeting Date: 18-May-2005  
 Ticker: FR  
 ISIN:

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>MICHAEL W. BRENNAN<br>MICHAEL G. DAMONE<br>KEVIN W. LYNCH   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM. | Mgmt                 | For               |

GABLES RESIDENTIAL TRUST

Agen

Security: 362418105  
 Meeting Type: Annual  
 Meeting Date: 17-May-2005  
 Ticker: GBP  
 ISIN:

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>DAVID D. FITCH<br>JOHN W. MCINTYRE<br>CHRIS D. WHEELER | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

GLIMCHER REALTY TRUST

Agen

Security: 379302102  
 Meeting Type: Annual  
 Meeting Date: 06-May-2005  
 Ticker: GRT  
 ISIN:

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>WAYNE S. DORAN<br>MICHAEL P. GLIMCHER<br>ALAN R. WEILER | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF BDO SEIDMAN,                     | Mgmt                 | For               |

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LLP AS THE COMPANY S INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR  
ENDING DECEMBER 31, 2005.

|    |  |      |         |
|----|--|------|---------|
| 03 | TO VOTE AND OTHERWISE REPRESENT THE UNDERSIGNED<br>ON ANY OTHER MATTER THAT MAY PROPERLY COME<br>BEFORE THE MEETING OR ANY ADJOURNMENT OR POSTPONEMENT<br>THEREOF IN THE DISCRETION OF THE PROXY HOLDER. | Mgmt | Against |
|----|--|------|---------|

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GMH COMMUNITIES TRUST

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Agen

Security: 36188G102  
Meeting Type: Annual  
Meeting Date: 08-Jun-2005  
Ticker: GCT  
ISIN:

| Prop.# | Proposal                | Proposal<br>Type | Proposal Vote |
|--------|-------------------------|------------------|---------------|
| 01     | DIRECTOR                |                  |               |
|        | GARY M. HOLLOWAY, SR.   | Mgmt             | For           |
|        | BRUCE F. ROBINSON       | Mgmt             | For           |
|        | FREDERICK F. BUCHHOLZ   | Mgmt             | For           |
|        | RADM J. EASTWOOD 'RET'. | Mgmt             | For           |
|        | STEVEN J. KESSLER       | Mgmt             | For           |
|        | DENIS J. NAYDEN         | Mgmt             | For           |
|        | DENNIS J. O'LEARY       | Mgmt             | For           |
|        | RICHARD A. SILFEN       | Mgmt             | For           |

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HEALTH CARE PROPERTY INVESTORS, INC.

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Agen

Security: 421915109  
Meeting Type: Annual  
Meeting Date: 12-May-2005  
Ticker: HCP  
ISIN:

| Prop.# | Proposal               | Proposal<br>Type | Proposal Vote |
|--------|------------------------|------------------|---------------|
| 01     | DIRECTOR               |                  |               |
|        | MARY A. CIRILLO        | Mgmt             | For           |
|        | ROBERT R. FANNING, JR. | Mgmt             | For           |
|        | JAMES F. FLAHERTY III  | Mgmt             | For           |
|        | DAVID B. HENRY         | Mgmt             | For           |
|        | MICHAEL D. MCKEE       | Mgmt             | For           |
|        | HAROLD M. MESSMER, JR. | Mgmt             | Withheld      |
|        | PETER L. RHEIN         | Mgmt             | For           |
|        | KENNETH B. ROATH       | Mgmt             | For           |
|        | RICHARD M. ROSENBERG   | Mgmt             | For           |
|        | JOSEPH P. SULLIVAN     | Mgmt             | For           |

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|    |  |      |         |
|----|--|------|---------|
| 02 | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2005. | Mgmt | For     |
| 03 | APPROVAL OF PROPOSAL TO ISSUE REPORT ON GREENHOUSE GAS EMISSIONS AND ENVIRONMENTAL EFFICIENCY.   | Shr  | Against |

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HEALTH CARE REIT, INC.

Agem

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Security: 42217K106  
Meeting Type: Annual  
Meeting Date: 05-May-2005  
Ticker: HCN  
ISIN:

| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 01     | DIRECTOR<br>WILLIAM C. BALLARD, JR.<br>PETER J. GRUA<br>R. SCOTT TRUMBULL   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | APPROVAL OF THE HEALTH CARE REIT, INC. 2005 LONG-TERM INCENTIVE PLAN.   | Mgmt                 | For               |
| 03     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2005. | Mgmt                 | For               |

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HERITAGE PROPERTY INVESTMENT TRUST,

Agem

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Security: 42725M107  
Meeting Type: Annual  
Meeting Date: 06-May-2005  
Ticker: HTG  
ISIN:

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>BERNARD CAMMARATA<br>MICHAEL J. JOYCE<br>THOMAS C. PRENDERGAST | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

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HOSPITALITY PROPERTIES TRUST

Agem

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Security: 44106M102  
 Meeting Type: Annual  
 Meeting Date: 11-May-2005  
 Ticker: HPT  
 ISIN:

| Prop. # | Proposal   | Proposal Type | Proposal Vote        |
|---------|--|---------------|----------------------|
| 01      | DIRECTOR<br>JOHN L. HARRINGTON<br>BARRY M. PORTNOY | Mgmt<br>Mgmt  | Withheld<br>Withheld |

HRPT PROPERTIES TRUST

Agen

Security: 40426W101  
 Meeting Type: Annual  
 Meeting Date: 10-May-2005  
 Ticker: HRP  
 ISIN:

| Prop. # | Proposal   | Proposal Type | Proposal Vote |
|---------|--|---------------|---------------|
| 01      | DIRECTOR<br>BARRY M. PORTNOY<br>F.N. ZEYTOONJIAN | Mgmt<br>Mgmt  | For<br>For    |

INLAND REAL ESTATE CORPORATION

Agen

Security: 457461200  
 Meeting Type: Annual  
 Meeting Date: 23-Jun-2005  
 Ticker: IRC  
 ISIN:

| Prop. # | Proposal  | Proposal Type  | Proposal Vote   |
|---------|---|--|---|
| 01      | DIRECTOR<br>ROLAND W. BURRIS<br>THOMAS P. D'ARCY<br>DANIEL L. GOODWIN<br>JOEL G. HERTER<br>HEIDI N. LAWTON<br>THOMAS H. MCAULEY<br>THOMAS R. MCWILLIAMS<br>ROBERT D. PARKS<br>JOEL D. SIMMONS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02      | RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT   | Mgmt   | For   |

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REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL  
YEAR ENDING DECEMBER 31, 2005.

|    |   |      |     |
|----|---|------|-----|
| 03 | APPROVE THE 2005 EQUITY AWARD PLAN.   | Mgmt | For |
| 04 | APPROVE AMENDMENTS TO ARTICLE VI OF OUR THIRD<br>ARTICLES OF AMENDMENT AND RESTATEMENT TO INCREASE<br>THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED<br>FOR ISSUANCE FROM 100.0 MILLION SHARES TO 500.0<br>MILLION SHARES. | Mgmt | For |
| 05 | APPROVE AMENDMENTS TO ARTICLE VIII OF OUR THIRD<br>ARTICLES OF AMENDMENT AND RESTATEMENT TO CLARIFY<br>THAT RESTRICTIONS ON OWNERSHIP DO NOT, AND<br>CANNOT IN ANY WAY, IMPEDE SETTLEMENT OF TRADES<br>IN OUR COMMON STOCK. | Mgmt | For |

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ISTAR FINANCIAL INC.

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Agen

Security: 45031U101  
Meeting Type: Annual  
Meeting Date: 25-May-2005  
Ticker: SFI  
ISIN:

| Prop.# | Proposal   | Proposal<br>Type                                     | Proposal Vote                                 |
|--------|--|--|---|
| 01     | DIRECTOR<br>JAY SUGARMAN<br>WILLIS ANDERSEN, JR.<br>ROBERT W. HOLMAN, JR.<br>ROBIN JOSEPHS<br>JOHN G. MCDONALD<br>GEORGE R. PUSKAR<br>JEFFREY A. WEBER     | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF EXPANDING THE ISTAR FINANCIAL INC.<br>EXECUTIVE AND DIRECTOR HIGH PERFORMANCE UNIT<br>PROGRAM TO ADD A 2007 PLAN, 2008 PLAN AND 2009<br>PLAN.  | Mgmt   | Against                                       |
| 03     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS<br>FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005. | Mgmt   | For   |

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KILROY REALTY CORPORATION

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Agen

Security: 49427F405  
Meeting Type: Annual  
Meeting Date: 17-May-2005  
Ticker: KRCPRE  
ISIN:

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| Prop.# | Proposal   | Proposal Type        | Proposal Vote          |
|--------|--|----------------------|------------------------|
| 01     | DIRECTOR<br>JOHN B. KILROY, SR.<br>EDWARD F. BRENNAN, PHD<br>MATTHEW J. HART | Mgmt<br>Mgmt<br>Mgmt | Withheld<br>For<br>For |

LIBERTY PROPERTY TRUST

Agen

Security: 531172104  
Meeting Type: Annual  
Meeting Date: 19-May-2005  
Ticker: LRY  
ISIN:

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 01     | DIRECTOR<br>FREDERICK F. BUCHHOLZ<br>THOMAS C. DELOACH, JR.<br>DANIEL P. GARTON<br>STEPHEN B. SIEGEL   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | APPROVAL OF THE PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE TRUST S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005. | Mgmt                         | For                      |
| 03     | APPROVAL OF THE SHAREHOLDER PROPOSAL RELATING TO TRUSTEE ELECTION BY MAJORITY VOTE OF THE SHAREHOLDERS.                                      | Shr                          | For                      |
| 04     | APPROVAL OF THE SHAREHOLDER PROPOSAL RELATING TO THE ESTABLISHMENT OF A SPECIAL COMMITTEE TO REVIEW ENVIRONMENTAL ISSUES.                    | Shr                          | Against                  |

MACK-CALI REALTY CORPORATION

Agen

Security: 554489104  
Meeting Type: Annual  
Meeting Date: 23-Jun-2005  
Ticker: CLI  
ISIN:

| Prop.# | Proposal                    | Proposal Type | Proposal Vote |
|--------|-----------------------------|---------------|---------------|
| 01     | DIRECTOR<br>NATHAN GANTCHER | Mgmt          | For           |

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|    |  |      |     |
|----|--|------|-----|
|    | DAVID S. MACK  | Mgmt | For |
|    | WILLIAM L. MACK  | Mgmt | For |
|    | ALAN G. PHILIBOSIAN  | Mgmt | For |
| 02 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER<br>31, 2005.   | Mgmt | For |
| 03 | APPROVAL AND ADOPTION OF A SHAREHOLDER PROPOSAL,<br>IF PRESENTED AT THE ANNUAL MEETING, REQUESTING<br>THAT THE COMPANY ADOPT A MAJORITY VOTE STANDARD<br>FOR ELECTIONS OF PERSONS TO THE BOARD OF DIRECTORS<br>OF THE COMPANY. | Shr  | For |

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MAGUIRE PROPERTIES INC.

Agen

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Security: 559775101  
Meeting Type: Annual  
Meeting Date: 07-Jun-2005  
Ticker: MPG  
ISIN:  
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| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                          |
|--------|---|--|--|
| 01     | DIRECTOR<br>ROBERT F. MAGUIRE III<br>RICHARD I. GILCHRIST<br>LAWRENCE S. KAPLAN<br>CAROLINE S. MCBRIDE<br>ANDREA L. VAN DE KAMP<br>WALTER L. WEISMAN    | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | RATIFICATION OF THE SELECTION OF KPMG LLP AS<br>THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER<br>31, 2005. | Mgmt   | For                                    |

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MID-AMERICA APARTMENT COMMUNITIES, I

Agen

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Security: 59522J103  
Meeting Type: Annual  
Meeting Date: 19-May-2005  
Ticker: MAA  
ISIN:  
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| Prop.# | Proposal                        | Proposal Type | Proposal Vote |
|--------|---------------------------------|---------------|---------------|
| 01     | DIRECTOR<br>H. ERIC BOLTON, JR. | Mgmt          | For           |

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|    |  |      |     |
|----|--|------|-----|
|    | ALAN B. GRAF, JR.  | Mgmt | For |
|    | RALPH HORN   | Mgmt | For |
| 02 | RATIFICATION OF KPMG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR 2005. | Mgmt | For |

MISSION WEST PROPERTIES, INC.

Agen

Security: 605203108  
 Meeting Type: Annual  
 Meeting Date: 24-Nov-2004  
 Ticker: MSW  
 ISIN:

| Prop.# | Proposal  | Proposal Type                        | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>CARL E. BERG<br>JOHN C. BOLGER<br>WILLIAM A. HASLER<br>LAWRENCE B. HELZEL<br>RAYMOND V. MARINO  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | APPROVE THE ADOPTION OF THE 2004 EQUITY INCENTIVE PLAN, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Mgmt                                 | For                             |
| 03     | RATIFY THE APPOINTMENT OF BDO SEIDMAN, LLP AS INDEPENDENT ACCOUNTANTS.                                      | Mgmt                                 | For                             |

MISSION WEST PROPERTIES, INC.

Agen

Security: 605203108  
 Meeting Type: Annual  
 Meeting Date: 01-Jun-2005  
 Ticker: MSW  
 ISIN:

| Prop.# | Proposal  | Proposal Type                        | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 01     | DIRECTOR<br>CARL E. BERG<br>JOHN C. BOLGER<br>WILLIAM A. HASLER<br>LAWRENCE B. HELZEL<br>RAYMOND V. MARINO                            | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 02     | RATIFY THE SELECTION OF BDO SEIDMAN, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, | Mgmt                                 | For                             |

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2005.

NATIONWIDE HEALTH PROPERTIES, INC.

Agen

Security: 638620104  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2005  
 Ticker: NHP  
 ISIN:

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>R. BRUCE ANDREWS<br>CHARLES D. MILLER                                      | Mgmt<br>Mgmt  | For<br>For    |
| 02     | APPROVAL OF THE NATIONWIDE HEALTH PROPERTIES,<br>INC. 2005 PERFORMANCE INCENTIVE PLAN. | Mgmt          | For           |

NEW PLAN EXCEL REALTY TRUST, INC.

Agen

Security: 648053106  
 Meeting Type: Annual  
 Meeting Date: 11-May-2005  
 Ticker: NXL  
 ISIN:

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>RAYMOND H. BOTTORF<br>MATTHEW GOLDSTEIN<br>GREGORY WHITE | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

NEWCASTLE INVESTMENT CORP.

Agen

Security: 65105M108  
 Meeting Type: Annual  
 Meeting Date: 17-May-2005  
 Ticker: NCT  
 ISIN:

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|    |  |              |            |
|----|--|--------------|------------|
| 01 | DIRECTOR<br>WESLEY R. EDENS<br>DAVID K. MCKOWN   | Mgmt<br>Mgmt | For<br>For |
| 02 | PROPOSAL TO APPROVE THE APPOINTMENT OF ERNST<br>& YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS<br>FOR THE FISCAL YEAR 2005. | Mgmt         | For        |

-----  
PRENTISS PROPERTIES TRUST

Agen

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Security: 740706106  
Meeting Type: Annual  
Meeting Date: 11-May-2005  
Ticker: PP  
ISIN:  
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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>MICHAEL V. PRENTISS<br>THOMAS J. HYNES, JR.<br>BARRY J.C. PARKER   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2005. | Mgmt                 | For               |
| 03     | APPROVAL OF THE 2005 SHARE INCENTIVE PLAN.   | Mgmt                 | For               |

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RAMCO-GERSHENSON PROPERTIES TRUST

Agen

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Security: 751452202  
Meeting Type: Annual  
Meeting Date: 07-Jun-2005  
Ticker: RPT  
ISIN:  
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| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | DIRECTOR<br>ARTHUR H. GOLDBERG<br>MARK K. ROSENFELD | Mgmt<br>Mgmt  | For<br>For    |

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RECKSON ASSOCIATES REALTY CORP.

Agen

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Security: 75621K106  
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Meeting Type: Annual  
 Meeting Date: 19-May-2005  
 Ticker: RA  
 ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>SCOTT H. RECHLER<br>DOUGLAS CROCKER II<br>ELIZABETH MCCAUL<br>RONALD H. MENAKER<br>PETER QUICK<br>LEWIS S. RANIERI<br>JOHN F. RUFFLE<br>STANLEY STEINBERG | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO AMEND THE CHARTER OF THE COMPANY TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 100,000,000 TO 200,000,000.                                      | Mgmt   | For  |
| 03     | TO APPROVE THE COMPANY S 2005 STOCK OPTION PLAN.  | Mgmt   | For  |
| 04     | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.        | Mgmt   | For  |

SOUTHERN CALIFORNIA EDISON COMPANY

Agen

Security: 842400798  
 Meeting Type: Annual  
 Meeting Date: 19-May-2005  
 Ticker: SCEDM  
 ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 01     | DIRECTOR<br>J.E. BRYSON<br>F.A. CORDOVA<br>A.J. FOHRER<br>B.M. FREEMAN<br>B. KARATZ<br>L.G. NOGALES<br>R.L. OLSON<br>J.M. ROSSER<br>R.T. SCHLOSBERG, III<br>R.H. SMITH<br>T.C. SUTTON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |

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SOVRAN SELF STORAGE, INC.

Agen

Security: 84610H108  
 Meeting Type: Annual  
 Meeting Date: 18-May-2005  
 Ticker: SSS  
 ISIN:

| Prop.# | Proposal   | Proposal Type                                | Proposal Vote                          |
|--------|--|--|--|
| 01     | DIRECTOR<br>ROBERT J. ATTEA<br>KENNETH F. MYSZKA<br>JOHN E. BURNS<br>MICHAEL A. ELIA<br>ANTHONY P. GAMMIE<br>CHARLES E. LANNON | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 02     | APPROVAL OF ADOPTION OF THE 2005 AWARD AND OPTION PLAN.  | Mgmt   | For                                    |
| 03     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR 2005.                             | Mgmt   | For                                    |

STRATEGIC HOTEL CAPITAL, INC.

Agen

Security: 86272T106  
 Meeting Type: Annual  
 Meeting Date: 18-May-2005  
 Ticker: SLH  
 ISIN:

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 01     | DIRECTOR<br>ROBERT P. BOWEN<br>JOHN C. DETERDING<br>ROBERT M. FALZON<br>LAURENCE S. GELLER<br>THOMAS A. HASSARD<br>JONATHAN LANGER<br>ROBERT J. WATSON  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | AUDITORS. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.  | Mgmt   | For   |
| 03     | TO VOTE, IN ITS DISCRETION, UPON ANY OTHER BUSINESS THAT MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY POSTPONEMENT OR ADJOURNMENT THEREOF. MANAGEMENT IS NOT AWARE OF ANY OTHER MATTERS THAT SHOULD COME BEFORE THE ANNUAL MEETING. | Mgmt   | Against                                       |

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 THE MACERICH COMPANY

Agen

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 Security: 554382101  
 Meeting Type: Annual  
 Meeting Date: 19-May-2005  
 Ticker: MAC  
 ISIN:

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 01     | DIRECTOR<br>DANA K. ANDERSON<br>DIANA M. LAING<br>STANLEY A. MOORE   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 02     | RATIFICATION OF THE APPOINTMENT OF DELOITTE<br>& TOUCHE LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS<br>FOR THE YEAR ENDING DECEMBER 31, 2005. | Mgmt                 | For               |

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 TOWN & COUNTRY TRUST

Agen

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 Security: 892081100  
 Meeting Type: Annual  
 Meeting Date: 04-May-2005  
 Ticker: TCT  
 ISIN:

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 01     | DIRECTOR<br>HARVEY SCHULWEIS<br>NANCY F. LERNER<br>JAMES H. BERICK<br>H. GRANT HATHAWAY                       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 02     | RATIFY THE SELECTION OF ERNST & YOUNG LLP AS<br>THE TRUST S INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM. | Mgmt                         | For                      |

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 U-STORE-IT TRUST

Agen

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 Security: 91274F104  
 Meeting Type: Annual  
 Meeting Date: 31-May-2005  
 Ticker: YSI

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ISIN:

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| Prop.# | Proposal                | Proposal Type | Proposal Vote |
|--------|-------------------------|---------------|---------------|
| 01     | DIRECTOR                |               |               |
|        | ROBERT J. AMSDELL       | Mgmt          | For           |
|        | BARRY L. AMSDELL        | Mgmt          | For           |
|        | THOMAS A. COMMES        | Mgmt          | For           |
|        | J.C. 'JACK' DANNEMILLER | Mgmt          | For           |
|        | W.M. DIEFENDERFER III   | Mgmt          | For           |
|        | HAROLD S. HALLER        | Mgmt          | For           |
|        | DAVID J. LARUE          | Mgmt          | For           |

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VENTAS, INC.

Agen

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Security: 92276F100  
 Meeting Type: Annual  
 Meeting Date: 24-May-2005  
 Ticker: VTR  
 ISIN:

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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR   |               |               |
|        | DEBRA A. CAFARO  | Mgmt          | For           |
|        | RONALD G. GEARY  | Mgmt          | For           |
|        | DOUGLAS CROCKER II   | Mgmt          | For           |
|        | CHRISTOPHER T. HANNON  | Mgmt          | For           |
|        | THOMAS C. THEOBALD   | Mgmt          | For           |
|        | JAY M. GELLERT   | Mgmt          | For           |
|        | SHELI Z. ROSENBERG   | Mgmt          | For           |
| 02     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS FOR FISCAL YEAR 2005. | Mgmt          | For           |
| 03     | TO ADOPT THE VENTAS EMPLOYEE AND DIRECTOR STOCK PURCHASE PLAN.                                   | Mgmt          | For           |

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VORNADO REALTY TRUST

Agen

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Security: 929042109  
 Meeting Type: Annual  
 Meeting Date: 18-May-2005  
 Ticker: VNO  
 ISIN:

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|    |  |      |     |
|----|--|------|-----|
| 01 | DIRECTOR   |      |     |
|    | ANTHONY DEERING                                  | Mgmt | For |
|    | MICHAEL LYNNE                                    | Mgmt | For |
|    | ROBERT H. SMITH                                  | Mgmt | For |
|    | RONALD TARGAN                                    | Mgmt | For |
| 02 | THE RATIFICATION OF THE SELECTION OF INDEPENDENT | Mgmt | For |
|    | AUDITORS   |      |     |

An \* in the For/Against management field indicates management position unknown since information regarding non-U.S. issuers is not readily available.

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)   | Cohen & Steers REIT and Preferred Income Fund, Inc |
| By (Signature) | /s/ John E. McLean                                 |
| Name           | John E. McLean                                     |
| Title          | Assistant Secretary                                |
| Date           | 08/17/2005   |