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FOXBY CORP  
Form N-PX  
August 22, 2005

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

FORM N-PX/A

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-09261  
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Foxby Corp.  
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(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY 10005  
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(Address of principal executive offices) (Zip code)

Thomas B. Winmill, President  
Foxby Corp.  
11 Hanover Square, 12th Floor  
New York, NY 10005  
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(Name and address of agent for service)

Registrant's telephone number, including area code: 1-212-344-6310  
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Date of fiscal year end: 12/31  
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Date of reporting period: 07/01/04 - 06/30/05  
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Item 1. Proxy Voting Record

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;

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- (h) How the registrant cast its vote; and
- (i) Whether the registrant cast its vote for or against management.

3M CO

Ticker:           MMM                   Security ID: 88579Y101  
 Meeting Date: MAY 10, 2005   Meeting Type: Annual  
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Vance D. Coffman	For	For	Management
1.2	Elect Director Rozanne L. Ridgway	For	For	Management
1.3	Elect Director Louis W. Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Eliminate Animal Testing	Against	Against	Shareholder
5	Implement China Principles	Against	Against	Shareholder

ALLIANCE ONE INTERNATIONAL INC

Ticker:           AOI                   Security ID: 254394109  
 Meeting Date: APR 1, 2005   Meeting Type: Special  
 Record Date: FEB 10, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Change Company Name	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Articles Regarding Certain Shareholder Voting Requirement	For	For	Management
5	Amend Articles/Bylaws/Charter-Non-Routine	For	For	Management
6.1	Elect Director Nigel G. Howard	For	For	Management
6.2	Elect Director William S. Sheridan	For	For	Management
6.3	Elect Director Mark W. Kehaya	For	For	Management
6.4	Elect Director Gilbert L. Klemann, II	For	For	Management
6.5	Elect Director Martin R. Wade, III	For	For	Management
6.6	Elect Director Robert E. Harrison	For	For	Management
6.7	Elect Director B. Clyde Prestar	For	For	Management
2	Other Business	For	Against	Management

AVON PRODUCTS, INC.

Ticker:           AVP                   Security ID: 054303102  
 Meeting Date: MAY 5, 2005   Meeting Type: Annual  
 Record Date: MAR 16, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred Hassan	For	For	Management
1.2	Elect Director Ann S. Moore	For	For	Management
1.3	Elect Director Lawrence A. Weinbach	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management

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4	Amend Omnibus Stock Plan	For	For	Management
5	Disclose Charitable Contributions and Fundraising Efforts	Against	Against	Shareholder
6	Reformulate Products to Remove Chemicals Banned by EU	Against	Against	Shareholder

### BONSO ELECTRONICS INTERNATIONAL INC.

Ticker: BNSO                      Security ID: 098529308  
 Meeting Date: SEP 7, 2004      Meeting Type: Annual  
 Record Date: AUG 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Anthony So	For	For	Management
1.2	Elect Director Kim Wah Chung	For	For	Management
1.3	Elect Director Cathy Kit Teng Pang	For	For	Management
1.4	Elect Director Woo Ping Fok	For	For	Management
1.5	Elect Director John Stewart Jackson Iv	For	For	Management
1.6	Elect Director George O'Leary	For	For	Management
1.7	Elect Director Henry F. Schlueter	For	For	Management
2	APPROVAL AND RATIFICATION OF THE CORPORATION S 2004 STOCK BONUS PLAN.	For	Against	Management
3	APPROVAL OF THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS AS THE INDEPENDENT PUBLIC ACCOUNTANTS OF THE CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2005.	For	For	Management

### BROWN & BROWN, INC.

Ticker: BRO                          Security ID: 115236101  
 Meeting Date: APR 21, 2005      Meeting Type: Annual  
 Record Date: FEB 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Hyatt Brown	For	For	Management
1.2	Elect Director Samuel P. Bell, III	For	Withhold	Management
1.3	Elect Director Hugh M. Brown	For	For	Management
1.4	Elect Director Bradley Currey, Jr.	For	For	Management
1.5	Elect Director Jim W. Henderson	For	For	Management
1.6	Elect Director Theodore J. Hoepner	For	For	Management
1.7	Elect Director David H. Hughes	For	For	Management
1.8	Elect Director John R. Riedman	For	For	Management
1.9	Elect Director Jan E. Smith	For	For	Management
1.10	Elect Director Chilton D. Varner	For	For	Management
2	Amend Restricted Stock Plan	For	For	Management

### BURLINGTON RESOURCES INC.

Ticker: BR                              Security ID: 122014103  
 Meeting Date: APR 27, 2005      Meeting Type: Annual  
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B.T. Alexander	For	For	Management

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1.2	Elect Director R.V. Anderson	For	For	Management
1.3	Elect Director L.I. Grant	For	For	Management
1.4	Elect Director R.J. Harding	For	For	Management
1.5	Elect Director J.T. LaMacchia	For	For	Management
1.6	Elect Director R.L. Limbacher	For	For	Management
1.7	Elect Director J.F. McDonald	For	Withhold	Management
1.8	Elect Director K.W. Orce	For	Withhold	Management
1.9	Elect Director D.M. Roberts	For	For	Management
1.10	Elect Director J.A. Runde	For	For	Management
1.11	Elect Director J.F. Schwarz	For	For	Management
1.12	Elect Director W. Scott, Jr.	For	For	Management
1.13	Elect Director B.S. Shackouls	For	For	Management
1.14	Elect Director S.J. Shapiro	For	For	Management
1.15	Elect Director W.E. Wade, Jr	For	For	Management
2	Ratify Auditors	For	For	Management

### COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101

Meeting Date: JUN 1, 2005 Meeting Type: Annual

Record Date: MAR 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph L. Castle, II	For	Withhold	Management
1.7	Elect Director Joseph J. Collins	For	For	Management
1.8	Elect Director J. Michael Cook	For	For	Management
1.9	Elect Director Brian L. Roberts	For	For	Management
1.10	Elect Director Ralph J. Roberts	For	For	Management
1.11	Elect Director Dr. Judith Rodin	For	For	Management
1.12	Elect Director Michael I. Sovern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Restricted Stock Plan	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
7	Approve Recapitalization Plan	Against	For	Shareholder

### DUNDEE PRECIOUS METALS INC (FORMERLY BGR PRECIOUS METALS)

Ticker: DPM Security ID: 265269209

Meeting Date: MAY 6, 2005 Meeting Type: Annual

Record Date: MAR 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Colin Benner, Derek Buntain, Michael Cooper, Jonathan Goodman, Ned Goodman, Murray John, John Lydall, Garth MacRae, Peter Nixon, Ronald Singer, and William G. Wilson as Directors	For	For	Management
2	Approve PricewaterhouseCoopers LLP as	For	For	Management

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Auditors and Authorize Board to Fix  
Remuneration of Auditors

EPLUS, INC.

Ticker: PLUS Security ID: 294268107  
Meeting Date: SEP 14, 2004 Meeting Type: Annual  
Record Date: JUL 16, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terrence O'Donnell	For	For	Management
1.2	Elect Director Milton E. Cooper, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

FINISH LINE, INC., THE

Ticker: FINL Security ID: 317923100  
Meeting Date: JUL 22, 2004 Meeting Type: Annual  
Record Date: MAY 28, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Change State of Incorporation from Delaware to Indiana	For	Against	Management
2	Approve/Amend Director & Officer Indemnification/Liability Provisions	For	Against	Management
3.1	Elect Director Alan H. Cohen	For	Withhold	Management
3.2	Elect Director Jeffrey H. Smulyan	For	For	Management
3.3	Elect Director Larry J. Sablosky	For	Withhold	Management
3.4	Elect Director Bill Kirkendall	For	For	Management
3.5	Elect Director William P. Carmichael	For	For	Management
3.6	Elect Director David I. Klapper	For	Withhold	Management
3.7	Elect Director Stephen Goldsmith	For	For	Management
4	Approve Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management

FRANCE TELECOM SA

Ticker: Security ID: 35177Q105  
Meeting Date: SEP 1, 2004 Meeting Type: Special  
Record Date: AUG 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE MERGER BY ABSORPTION OF WANADOO BY THE COMPANY	For	Did Not Vote	Management
2	ASSUMPTION OF STOCK OPTIONS OF WANADOO	For	Did Not Vote	Management
3	NOTING THE DEFINITIVE COMPLETION OF THE MERGER BY ABSORPTION OF WANADOO BY THE COMPANY AND THE DISSOLUTION OF WANADOO	For	Did Not Vote	Management
4	DELEGATION TO THE BOARD OF DIRECTORS TO ISSUE SHARES RESERVED FOR PERSONS WHO SIGNED A LIQUIDITY CONTRACT WITH THE COMPANY IN THEIR CAPACITY AS HOLDERS OF SHARES OR STOCK OPTIONS OF ORANGE S.A.	For	Did Not Vote	Management

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5	DELEGATION TO THE BOARD OF DIRECTORS TO ISSUE THE SHARE SUBSCRIPTION AND/OR PURCHASE OPTIONS	For	Did Not Vote	Management
6	DELEGATION TO THE BOARD OF DIRECTORS TO ISSUE SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY S SHARE CAPITAL FOR THE BENEFIT OF MEMBERS OF A FRANCE TELECOM GROUP COMPANY SAVINGS PLAN	For	Did Not Vote	Management
7	MODIFICATION TO THE AUTHORIZATION TO THE BOARD OF DIRECTORS TO PURCHASE, RETAIN OR TRANSFER FRANCE TELECOM SHARES AS GRANTED BY THE SHAREHOLDERS IN THEIR ORDINARY GENERAL MEETING ON APRIL 9, 2004	For	Did Not Vote	Management
8	POWERS	For	Did Not Vote	Management

### GUINOR GOLD CORP

Ticker: Security ID: 402036107  
 Meeting Date: MAY 11, 2005 Meeting Type: Annual/Special  
 Record Date: APR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Tom Preststulen, G.W. Thompson, Jay Kellerman, Trevor Schultz, Andrew Adams, Edward Reeve as Directors	For	For	Management
2	Ratify Pricewaterhouse Coopers LLP as Auditors	For	For	Management
3	Approve Stock Option Plan	For	Against	Management
4	Approve Issuance of Shares in One or More Private Placements in Excess of 25% Limit	For	For	Management

### IDEXX LABORATORIES, INC.

Ticker: IDXX Security ID: 45168D104  
 Meeting Date: MAY 18, 2005 Meeting Type: Annual  
 Record Date: MAR 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas Craig	For	For	Management
1.2	Elect Director Errol B. De Souza, Ph.D.	For	For	Management
1.3	Elect Director Rebecca M Henderson, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management

### IDT CORP.

Ticker: IDT.C Security ID: 448947101  
 Meeting Date: DEC 15, 2004 Meeting Type: Annual  
 Record Date: OCT 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard S. Jonas	For	Withhold	Management

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1.2	Elect	Director Michael J. Levitt	For	For	Management
1.3	Elect	Director Rudy Boschwitz	For	For	Management
1.4	Elect	Director Saul K. Fenster	For	For	Management
1.5	Elect	Director Joyce J. Mason	For	Withhold	Management
2	Amend	Omnibus Stock Plan	For	For	Management
3	Ratify	Auditors	For	For	Management

### INTEL CORP.

Ticker: INTC                      Security ID: 458140100  
 Meeting Date: MAY 18, 2005      Meeting Type: Annual  
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig R. Barrett	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director E. John P. Browne	For	For	Management
1.4	Elect Director D. James Guzy	For	For	Management
1.5	Elect Director Reed E. Hundt	For	For	Management
1.6	Elect Director Paul S. Otellini	For	For	Management
1.7	Elect Director David S. Pottruck	For	For	Management
1.8	Elect Director Jane E. Shaw	For	For	Management
1.9	Elect Director John L. Thornton	For	For	Management
1.10	Elect Director David B. Yoffie	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management

### MBNA CORP.

Ticker: KRB                      Security ID: 55262L100  
 Meeting Date: MAY 2, 2005      Meeting Type: Annual  
 Record Date: FEB 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James H. Berick	For	Withhold	Management
1.2	Elect Director Mary M. Boies	For	For	Management
1.3	Elect Director Benjamin R. Civiletti	For	Withhold	Management
1.4	Elect Director Bruce L. Hammonds	For	Withhold	Management
1.5	Elect Director William L. Jews	For	Withhold	Management
1.6	Elect Director Randolph D. Lerner	For	Withhold	Management
1.7	Elect Director Stuart L. Markowitz, M.D.	For	Withhold	Management
1.8	Elect Director William B. Milstead	For	Withhold	Management
1.9	Elect Director Thomas G. Murdough, Jr.	For	For	Management
1.10	Elect Director Laura S. Unger	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder
4	Performance- Based/Indexd Options	Against	For	Shareholder

### METROGAS S.A.

Ticker: MGS                      Security ID: 591673207  
 Meeting Date: APR 29, 2005      Meeting Type: Annual

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Record Date: MAR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPOINTMENT OF TWO SHAREHOLDERS TO APPROVE AND SIGN THE MINUTE.	For	For	Management
2	CONSIDERATION OF THE COMPANY S ANNUAL REPORT, BALANCE SHEET, INCOME STATEMENT, STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY, STATEMENT OF CASH FLOW, AND EXHIBITS AND NOTES THERETO.	For	For	Management
3	ALLOCATION OF THE NET RESULT CORRESPONDING TO THE FISCAL YEAR ENDED ON DECEMBER 31, 2004.	For	For	Management
4	CONSIDERATION OF THE BOARD OF DIRECTORS AND THE SURVEILLANCE COMMITTEE S PERFORMANCE.	For	For	Management
5	BOARD OF DIRECTORS AND SURVEILLANCE COMMITTEE S FEES.	For	For	Management
6	FEES OF THE AUDITORS OF THE COMPANY S FINANCIAL STATEMENTS FOR FISCAL YEAR ENDED DECEMBER 31, 2004.	For	For	Management
7	ELECTION OF MEMBERS AND ALTERNATES MEMBERS OF THE BOARD OF DIRECTORS BY CLASS A SHAREHOLDERS.	For	For	Management
8	ELECTION OF MEMBERS AND ALTERNATES MEMBERS OF THE BOARD OF DIRECTORS BY CLASS B SHAREHOLDERS.	For	For	Management
9	ELECTION OF ONE MEMBER AND ONE ALTERNATE MEMBER OF THE BOARD OF DIRECTORS BY CLASS C SHAREHOLDERS.	For	For	Management
10	ELECTION OF THE MEMBERS AND ALTERNATES MEMBERS OF THE SURVEILLANCE COMMITTEE.	For	For	Management
11	Ratify Auditors	For	For	Management
12	AUDIT COMMITTEE S BUDGET.	For	For	Management

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 METROGAS S.A.

Ticker: MGS Security ID: 591673207  
 Meeting Date: OCT 15, 2004 Meeting Type: Special  
 Record Date: SEP 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	EXTENSION OF THE DURATION OF THE PROGRAM FOR THE ISSUANCE OF EURO MEDIUM TERM NOTES IN A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OUTSTANDING AT ANY TIME OF US\$600,000,000, OR ITS EQUIVALENT IN OTHER CURRENCIES ( THE PROGRAM ).	For	Did Not Vote	Management
2	DELEGATION TO THE BOARD OF DIRECTORS, WITH POWERS OF SUB DELEGATION IN ONE OR MORE DIRECTORS OR MANAGERS OF THE COMPANY, OF THE POWERS TO AMEND THE TERMS AND CONDITIONS OF THE PROGRAM, TO EXECUTE THE RELEVANT DOCUMENTS AND TO CARRY OUT ALL NECESSARY FILI	For	Did Not Vote	Management
3	APPOINTMENT OF TWO SHAREHOLDERS TO SIGN THE MINUTES OF THE SHAREHOLDERS MEETING.	For	Did Not Vote	Management

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MOLSON COORS BREWING CO

Ticker: TAP Security ID: 217016104  
 Meeting Date: FEB 1, 2005 Meeting Type: Special  
 Record Date: NOV 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Certificate of Incorporation	For	For	Management
2	Increase Authorized Common Stock	For	None	Management
3	Authorize a New Class of Common Stock	For	None	Management
4	Amend Certificate/Governance-Related	For	None	Management
5	Amend Certificate/Dividend Right	For	None	Management
6	Convert Form of Securities	For	None	Management
7	Convert Form of Securities	For	None	Management
8	Company Specific--Board-Related	For	None	Management
9	Amend Certificate/Increase or Decrease Authorized Class B Stock	For	None	Management
10	Directors May be Removed With/Without Cause	For	None	Management

MOLSON COORS BREWING CO

Ticker: TAP Security ID: 60871R209  
 Meeting Date: MAY 11, 2005 Meeting Type: Annual  
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Cleghorn	For	For	Management
1.2	Elect Director Charles M. Herington	For	For	Management
1.3	Elect Director David P. O'Brien	For	For	Management

NATIONAL MEDICAL HEALTH CARD SYSTEMS, INC.

Ticker: NMHC Security ID: 636918302  
 Meeting Date: DEC 8, 2004 Meeting Type: Annual  
 Record Date: OCT 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James J. Bigl	For	Withhold	Management
1.2	Elect Director Paul J. Konigsberg	For	For	Management
1.3	Elect Director Steven B. Klinsky	For	For	Management
1.4	Elect Director G. Harry Durity	For	For	Management
1.5	Elect Director Robert R. Grusky	For	For	Management
1.6	Elect Director Bert E. Brodsky	For	Withhold	Management
1.7	Elect Director Gerald Angowitz	For	For	Management
1.8	Elect Director Michael B. Ajouz	For	For	Management
1.9	Elect Director Michael T. Flaherman	For	For	Management
1.10	Elect Director David E. Shaw	For	For	Management
2	Amend Restricted Stock Plan	For	Against	Management

NEIMAN MARCUS GROUP, INC.

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Ticker: NMG.A Security ID: 640204202  
 Meeting Date: JAN 14, 2005 Meeting Type: Annual  
 Record Date: NOV 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Ratify Auditors	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

NTT DOCOMO INC.

Ticker: Security ID: 62942M201  
 Meeting Date: JUN 21, 2005 Meeting Type: Annual  
 Record Date: MAR 30, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF PROPOSED APPROPRIATION OF RETAINED EARNINGS FOR THE 14TH FISCAL YEAR	For	For	Management
2	REPURCHASE OF SHARES: A SUMMARY OF THIS ITEM APPEARS IN THE SECTION ENTITLED REFERENCE MATERIALS PERTAINING TO EXERCISE OF VOTING RIGHTS ON PAGE 3	For	For	Management
3	PARTIAL AMENDMENT TO THE ARTICLES OF INCORPORATION: A SUMMARY OF THIS ITEM APPEARS IN THE REFERENCE MATERIALS PERTAINING TO EXERCISE OF VOTING RIGHTS ON PAGE 3	For	For	Management
4	ELECTION OF THREE (3) DIRECTORS	For	For	Management
5	ELECTION OF ONE (1) CORPORATE AUDITOR	For	Against	Management
6	AWARD OF RETIREMENT BENEFITS PAYMENTS TO RETIRING DIRECTORS AND CORPORATE AUDITOR	For	Against	Management
7	AMENDMENT TO COMPENSATION OF DIRECTORS	For	For	Management

PMA CAPITAL CORP.

Ticker: PMACA Security ID: 693419202  
 Meeting Date: MAY 5, 2005 Meeting Type: Annual  
 Record Date: MAR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter S. Burgess	For	For	Management
1.2	Elect Director James C. Hellauer	For	For	Management
1.3	Elect Director Roderic H. Ross	For	For	Management
1.4	Elect Director Charles T. Freeman	For	For	Management
2	Ratify Auditors	For	For	Management

PRIME GROUP REALTY TRUST

Ticker: PGE Security ID: 74158J103  
 Meeting Date: JUN 2, 2005 Meeting Type: Annual  
 Record Date: APR 20, 2005

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Douglas Crocker II	For	For	Management
1.2	Elect Director Christopher J. Nassetta	For	For	Management
2	Ratify Auditors	For	For	Management

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### PRIME GROUP REALTY TRUST

Ticker: PGE Security ID: 74158J103  
 Meeting Date: JUN 28, 2005 Meeting Type: Special  
 Record Date: MAY 20, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Other Business	For	Against	Management

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### STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: APR 20, 2005 Meeting Type: Annual  
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director T. Albright	For	For	Management
1.2	Elect Director K. Burnes	For	For	Management
1.3	Elect Director T. Casner	For	For	Management
1.4	Elect Director N. Darehshori	For	For	Management
1.5	Elect Director A. Goldstein	For	For	Management
1.6	Elect Director D. Gruber	For	For	Management
1.7	Elect Director L. Hill	For	For	Management
1.8	Elect Director C. LaMantia	For	For	Management
1.9	Elect Director R. Logue	For	For	Management
1.10	Elect Director R. Sergel	For	For	Management
1.11	Elect Director R. Skates	For	For	Management
1.12	Elect Director G. Summe	For	For	Management
1.13	Elect Director D. Walsh	For	For	Management
1.14	Elect Director R. Weissman	For	For	Management
2	Ratify Auditors	For	For	Management

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### SURMODICS, INC.

Ticker: SRDX Security ID: 868873100  
 Meeting Date: JAN 31, 2005 Meeting Type: Annual  
 Record Date: DEC 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Fix Number of Directors	For	For	Management
2.1	Elect Director Dale R. Olseth	For	For	Management
2.2	Elect Director Kenneth H. Keller	For	For	Management
2.3	Elect Director David A. Koch	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: MAY 18, 2005 Meeting Type: Annual  
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roxanne S. Austin	For	For	Management
1.2	Elect Director James A. Johnson	For	For	Management
2	Ratify Auditors	For	For	Management

U.S. BANCORP

Ticker: USB Security ID: 902973304  
 Meeting Date: APR 19, 2005 Meeting Type: Annual  
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joel W. Johnson	For	Withhold	Management
1.2	Elect Director David B. O'Maley	For	For	Management
1.3	Elect Director O'Dell M. Owens Md, Mph	For	For	Management
1.4	Elect Director Craig D. Schnuck	For	Withhold	Management
1.5	Elect Director Warren R. Staley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Performance- Based/Indexed Options	Against	For	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

VALSPAR CORP., THE

Ticker: VAL Security ID: 920355104  
 Meeting Date: FEB 23, 2005 Meeting Type: Annual  
 Record Date: DEC 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas R. Mcburney	For	For	Management
1.2	Elect Director Richard M. Rompala	For	For	Management
1.3	Elect Director Richard L. White	For	For	Management
2	Approve Non-Employee Director Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

WALGREEN CO.

Ticker: WAG Security ID: 931422109  
 Meeting Date: JAN 12, 2005 Meeting Type: Annual  
 Record Date: NOV 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management
1.2	Elect Director William C. Foote	For	For	Management

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1.3	Elect	Director	James J. Howard	For	For	Management
1.4	Elect	Director	Alan G. McNally	For	For	Management
1.5	Elect	Director	Cordell Reed	For	For	Management
1.6	Elect	Director	Jeffrey A. Rein	For	For	Management
1.7	Elect	Director	David Y. Schwartz	For	For	Management
1.8	Elect	Director	John B. Schwemm	For	For	Management
1.9	Elect	Director	Marilou M. Von Ferstel	For	For	Management
1.10	Elect	Director	Charles R. Walgreen III	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Separate	Chairman and	CEO Positions	Against	For	Shareholder

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### WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
 Meeting Date: APR 26, 2005 Meeting Type: Annual  
 Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.A. Blanchard III	For	For	Management
1.2	Elect Director Susan E. Engel	For	For	Management
1.3	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.4	Elect Director Robert L. Joss	For	For	Management
1.5	Elect Director Reatha Clark King	For	For	Management
1.6	Elect Director Richard M. Kovacevich	For	For	Management
1.7	Elect Director Richard D. McCormick	For	For	Management
1.8	Elect Director Cynthia H. Milligan	For	Withhold	Management
1.9	Elect Director Philip J. Quigley	For	For	Management
1.10	Elect Director Donald B. Rice	For	Withhold	Management
1.11	Elect Director Judith M. Runstad	For	Withhold	Management
1.12	Elect Director Stephen W. Sanger	For	For	Management
1.13	Elect Director Susan G. Swenson	For	For	Management
1.14	Elect Director Michael W. Wright	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Policy on Payday Lenders	Against	Against	Shareholder
5	Link Executive Compensation to Predatory Lending	Against	Against	Shareholder
6	Performance- Based/Indexd Options	Against	For	Shareholder
7	Limit Executive Compensation	Against	Against	Shareholder
8	Separate Chairman and CEO Positions	Against	For	Shareholder

===== 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.

Foxby Corp.

By: /s/ Thomas B. Winmill

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 Thomas B. Winmill, President

Date: August 22, 2005