JAPAN SMALLER CAPITALIZATION FUND INC

Form N-PX August 28, 2014

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 811-05992

Japan Smaller Capitalization Fund, Inc. (Exact name of registrant as specified in charter)

Worldwide Plaza, 19th Floor, 309 West 49th Street, New York, New York (Address of principal executive offices)

> Mr. Yutaka Itabashi Worldwide Plaza

19th Floor

309 West 49th Street

New York, New York 10019 (Name and address of agent for service)

Registrant's telephone number, including area code: (800) 833-0018

Date of fiscal year end: February 28

Date of reporting period: July 1, 2013 – June 30, 2014

10019

(Zip code)

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

CAPITALIZATION F	UND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSEI BY	OVOTE CAST	WITH/AGAINST MGMT	SHARES
KUSURI NO AOKI CO LTD (3398)	19-Aug-13		AGM				35,400
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Payment of Bonuses to Directors and a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Authorize Use of Stock Options for Directors, Executives and Employees	MGMT	FOR	WITH MANAGEMENT	

MIMASU SEMICONDUCTOR IND (8155)	29-Aug-13		AGM				285,000
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
TOYO TANSO CO LTD (5310)	29-Aug-13		AGM				85,600
	29-Aug-13	1	AGM Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	85,600
	29-Aug-13	2	Approve Appropriation of	MGMT MGMT	FOR FOR		85,600
	29-Aug-13		Approve Appropriation of Surplus Amend Articles to: Expand Business Lines, Change Fiscal Year End to			MANAGEMENT WITH	85,600
	29-Aug-13	2	Approve Appropriation of Surplus Amend Articles to: Expand Business Lines, Change Fiscal Year End to Dec.31	MGMT	FOR	MANAGEMENT WITH MANAGEMENT WITH	85,600
	29-Aug-13	3.1	Approve Appropriation of Surplus Amend Articles to: Expand Business Lines, Change Fiscal Year End to Dec.31 Appoint a Director	MGMT	FOR FOR	MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	85,600
	29-Aug-13	3.1 3.2	Approve Appropriation of Surplus Amend Articles to: Expand Business Lines, Change Fiscal Year End to Dec.31 Appoint a Director Appoint a Director	MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	85,600
	29-Aug-13	3.1 3.2 3.3	Approve Appropriation of Surplus Amend Articles to: Expand Business Lines, Change Fiscal Year End to Dec.31 Appoint a Director Appoint a Director	MGMT MGMT MGMT	FOR FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	85,600

HAJIME CONSTRUCT CO (3268)	30-Aug-13	3.7	Appoint a Director EGM	MGMT	FOR	WITH MANAGEMENT WITH MANAGEMENT	1,700
		1	Co-Create a Holding Company, i.e. IIDA GROUP HOLDINGS CO., LTD., with IIDA HOME MAX CO.,LTD., TOUEI HOUSING CORPORATION, TACT HOME CO.,LTD., ARNEST ONE CORPORATION, and ID HOME Co.,Ltd. by Stock Transfer	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

CALITALIZA	HONTOND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2	Amend Articles to: Approve Minor Revisions, Change Fiscal Year End to End of March, Change Record Date for Mid-Dividends to End of Sept., Eliminate the Articles Related to Record Dates for Shareholders Meetings	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
ASAHI INTECC CO LTD (7747)	26-Sep-13		AGM				114,800
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines, Increase Board Size to 11, Adopt Reduction of Liability System for Outside Directors	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Extension of Anti-Takeover Defense Measures	MGMT	AGAINST	AGAINST MANAGEMENT	
JIN CO LTD (3046)	28-Nov-13		AGM				12,800
,		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Allow Disclosure of Shareholder Meeting Materials on the Internet	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	

		5	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
STEP CO LTD (9795)	13-Dec-13		AGM				152,700
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

011111111111111111111111111111111111111	31(101(1)						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
EPS CO LTD (4282)	20-Dec-13		AGM				1,015
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Change Company's Location to Shinjuku, Tokyo, Adopt Restriction to the Rights for Odd-Lot Shares, Increase Board Size to 10	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		4	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		6	Approve Provision of Retirement Allowance for a Retiring Director and a Retiring Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
HI-LEX CORP (7279)	25-Jan-14		AGM				32,000
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Payment of Bonuses to Directors and Corporate Auditors	MGMT	AGAINST	AGAINST MANAGEMENT	
		4	Approve Extension of Anti-Takeover Defense Measures	MGMT	AGAINST	AGAINST MANAGEMENT	
SENSHU ELECTRIC CO	30-Jan-14		AGM				93,000

LTD (9824)

1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT
2	Amend Articles to: Expand Business Lines, Adopt Reduction of Liability System for Outside Directors, Adopt Reduction of Liability System for Outside Auditors	MGMT	FOR	WITH MANAGEMENT
3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
ZOJIRUSHI CORP (7965)	18-Feb-14		AGM				733,000
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
BROADLEAF CO LTD (3673)	25-Mar-14		AGM				148,200
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
KEIYO GAS CO (9539)	27-Mar-14		AGM				371,000
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
OTSUKA CORP (4768)	27-Mar-14		AGM				12,100
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
DAIWA INDS LTD (6459)	28-Mar-14		AGM				133,000
,		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

CAPITALIZAT	ION FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	O VOTE CAST	WITH/AGAINST MGMT	SHARES
		3	Shareholder Proposal: Amend Articles of Incorporation (Eliminate the Articles Related to Allow Board to Authorize Use of Appropriation of Retained Earnings)		AGAINST	WITH MANAGEMENT	
		4	Shareholder Proposal: Approve Appropriation of Surplus	MGMT	AGAINST	WITH MANAGEMENT	
NAKANISHI INC (7716)	28-Mar-14		AGM				3,500
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
SIIX CORP (7613)	28-Mar-14		AGM				300,400
		1	Approve Appropriation of Surplus				

THE PACK CORP (3950)	28-Mar-14		AGM				42,800
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Continuance of Policy regarding Large- scale Purchases of Company Shares	MGMT	AGAINST	AGAINST MANAGEMENT	
PIGEON CORP (7956)	25-Apr-14		AGM				20,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR		

				WITH MANAGEMENT
2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

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COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		3	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint Accounting Auditors	MGMT	FOR	WITH MANAGEMENT	
NITORI HLDGS CO (9843)	09-May-14		AGM				15,200.00
		1	Amend Articles to: Increase the Board of Directors Size to 10, Allow the Board of Directors to Appoint Executive Vice Presidents	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Amend the Compensation to be Received by Directors	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Details of Compensation as Stock Options for Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Issuance of Share Acquisition Rights as Stock Options for Executive Officers and Employees of the Company, etc. and Directors, Executive Officers and Employees of the Company's Subsidiaries, etc.	MGMT	FOR	WITH MANAGEMENT	
HEIWADO CO LTD (8276)	15-May-14		AGM				199,600.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.62.73	Appoint a Director Appoint a Director Appoint a Corporate Auditor	MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT	
ARC LAND SAKAMOTO CO LTD (9842)	15-May-14		AGM				206,300.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	

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COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		4	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
SHIMAMURA CO (8227)	16-May-14		AGM				27,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
ABC-MART INC (2670)	28-May-14		AGM				31,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
SAN-A CO LTD (2659)	28-May-14		AGM				97,300.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
YAMAZAWA CO LTD (9993)	29-May-14		AGM				5,800.00
		1		MGMT	FOR		

		2	Approve Appropriation of Surplus Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT WITH MANAGEMENT	
FELISSIMO CORP (3396)	29-May-14		AGM				29,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.3	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
AMIYAKI CO., LTD (2753)	29-May-14		AGM				12,400.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		3	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
NISSAN KOGYO CO .LTD (7230)	13-Jun-14		AGM				114,600.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

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JAPAN SMALLER CAPITALIZATION							
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Payment of Bonuses to Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
OKINAWA CELLULAR TELE (9436)	13-Jun-14		AGM				118,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

Appoint a

Director

MGMT

FOR

WITH

MANAGEMENT

3.4

		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
KINTETSU WORLD EXPRESS INC (9375)	17-Jun-14		AGM				75,800.00
(2515)		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5		MGMT	FOR		

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	Appoint a Director			WITH MANAGEMENT
2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
JSR CORP (4185)	17-Jun-14		AGM				118,500.00
		1	Approve Appropriation of Surplus	MGMT of	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of	MGMT	FOR	WITH MANAGEMENT	

Bonuses to Directors

RICOH LEASING CO (8566)	17-Jun-14		AGM				48,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
		5	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
MIRAI INDUSTRY CO (7931)	17-Jun-14		AGM	MGMT	FOR	WITH MANAGEMENT	29,300.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2		MGMT	FOR		

			Approve Payment of Bonuses to Corporate Officers			WITH MANAGEMENT	
		3	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
KAMEDA SEIKA CO (2220)	18-Jun-14		AGM				35,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION	I FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
,		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of Bonuses to Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
HITACHI CHEM CO (4217)	18-Jun-14		AGM				54,500.00
		1	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a	MGMT	FOR	WITH	

Director

MANAGEMENT

		2.6	Annoint o	MGMT	FOR	WITH	
		2.0	Appoint a Director	MGMT	FOR	MANAGEMENT	
		2.7	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
ALPS LOGISTICS CO LTD (9055)	18-Jun-14		AGM				259,700.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Reduce Term of Office of Directors to One Year, Allow the Board of Directors to Authorize the Company to Purchase Own Shares, Approve Minor Revisions	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Adoption and Details of Compensation as Stock-Linked Compensation Type Stock Options for Directors	MGMT	FOR	WITH MANAGEMENT	

		5	Approve Payment of Accrued Benefits associated with Abolition of Retirement Benefit System for Current Directors	MGMT	FOR	WITH MANAGEMENT	
TECHNO ASSOCIE CO (8249)	19-Jun-14		AGM				177,600.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Corporate	MGMT	FOR	WITH MANAGEMENT	
			Auditors				
TRANCOM CO (9058)	19-Jun-14		AGM				87,800.00
	19-Jun-14	1		MGMT	FOR	WITH MANAGEMENT	87,800.00
	19-Jun-14	1 2.1	AGM Approve Appropriation of	MGMT	FOR		87,800.00
	19-Jun-14		AGM Approve Appropriation of Surplus Appoint a			MANAGEMENT WITH	87,800.00
	19-Jun-14	2.1	AGM Approve Appropriation of Surplus Appoint a Director Appoint a	MGMT	FOR	WITH MANAGEMENT WITH	87,800.00
	19-Jun-14	2.1	AGM Approve Appropriation of Surplus Appoint a Director Appoint a Director Appoint a	MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	87,800.00
	19-Jun-14	2.12.22.3	AGM Approve Appropriation of Surplus Appoint a Director Appoint a Director Appoint a Director Appoint a Director Appoint a	MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	87,800.00

			Appoint a Director			WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
KEIHANSHIN BLDG CO (8818)	19-Jun-14		AGM				695,500.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
HACHIJUNI BK LTD, THE (8359)	20-Jun-14		AGM				43,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
SUGIMOTO & CO.,LTD. (9932)	20-Jun-14		AGM				240,800.00
,		1		MGMT	FOR		

			Approve Appropriation of Surplus			WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
NISSEI CORP (6271)	20-Jun-14		AGM				23,900.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
HARMONIC DRIVE SYSTEMS INC. (6324)	20-Jun-14		AGM				13,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.8	Appoint a Director Approve Payment of	MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT	
			Bonuses to Corporate Officers				
HOGY MEDICAL CO LTD (3593)	20-Jun-14		AGM				56,300.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
BANK OF IWATE LTD/THE (8345)	20-Jun-14		AGM				17,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors and Outside Corporate Auditors		FOR	WITH MANAGEMENT	
		3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	

NS SOLUTIONS CORP (2327)	20-Jun-14		AGM				303,700.00
		1.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.3	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.4	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.5	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.6	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.7	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

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JAPAN SMALLER

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

CAPITALIZATIO	N FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
SPK CORP (7466)	20-Jun-14		AGM				15,400.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
CHUBU STEEL PLATE CO (5461)	20-Jun-14		AGM				734,900.00
		1	Approve Appropriation	MGMT	FOR	WITH MANAGEMENT	

of Surplus Appoint a

Director

Director

AGM

Appoint a

MGMT

MGMT

FOR

FOR

WITH

MANAGEMENT

WITH

MANAGEMENT

2.1

2.2

20-Jun-14

106,000.00

DENSETSU	
KOGYO CO	
(1950)	

(1950)							
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
SATO HLDGS CORP (6287)	20-Jun-14		AGM				83,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate	MGMT	FOR	WITH MANAGEMENT	

		4	Auditor Appoint Accounting Auditors	MGMT	FOR	WITH MANAGEMENT	
NIKKO CO LTD (6306)	20-Jun-14		AGM				222,000.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION							
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Amend the Compensation to be received by Directors	MGMT	AGAINST	AGAINST MANAGEMENT	
		5	Approve Payment of Bonuses to Corporate Officers	MGMT	AGAINST	AGAINST MANAGEMENT	
MIE BANK LTD/ THE (8374)	20-Jun-14		AGM				384,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a	MGMT	FOR	WITH MANAGEMENT	

Director

MANAGEMENT

		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
HYAKUGO BANK LTD, THE (8368)	20-Jun-14		AGM				255,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
OISIX INC (3182)	23-Jun-14		AGM				20,500.00
		1	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
SINANEN CO LTD (8132)	24-Jun-14		AGM				114,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to:Expand Business Lines, Adopt Reduction of Liability System for Directors, Outside Directors, Corporate Auditors and Outside Corporate Auditors		FOR	WITH MANAGEMENT	

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSEI BY	O VOTE CAST	WITH/AGAINST MGMT	SHARES
		3.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
YAOKO CO LTD (8279)	24-Jun-14		AGM				37,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
THE SAN-IN GODO BANK, LTD (8381)	24-Jun-14		AGM				167,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	

		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
TERAOKA SEISAKUSHO (4987)	24-Jun-14		AGM				355,900.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
SANOH INDUSTRIAL CO (6584)	24-Jun-14		AGM				623,200.00

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1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND
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COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Details of Compensation as Stock Options for Directors	MGMT	FOR	WITH MANAGEMENT	
SINTOKOGIO LTD (6339)	24-Jun-14		AGM				515,400.00
		1	Amend Articles to: Adopt Reduction of Liability System for Directors, Outside Directors, Corporate Auditors and Outside Corporate Auditors		FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Payment of Bonuses to Directors	MGMT	AGAINST	AGAINST MANAGEMENT	
J-OIL MILLS INC (2613)	24-Jun-14		AGM				707,000.00
		1	Approve Appropriation of	MGMT	FOR	WITH	
			Surplus			MANAGEMENT	
		2.1		MGMT	FOR	WITH MANAGEMENT	
		2.1	Surplus Appoint a	MGMT MGMT	FOR FOR	WITH	
			Surplus Appoint a Director Appoint a			WITH MANAGEMENT WITH	
		2.2	Surplus Appoint a Director Appoint a Director Appoint a	MGMT	FOR	WITH MANAGEMENT WITH MANAGEMENT WITH	
		2.2	Surplus Appoint a Director Appoint a Director Appoint a Director Appoint a	MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT	
		<ul><li>2.2</li><li>2.3</li><li>2.4</li></ul>	Surplus Appoint a Director Appoint a	MGMT MGMT MGMT	FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT	
		<ul><li>2.2</li><li>2.3</li><li>2.4</li><li>2.5</li></ul>	Surplus Appoint a Director Appoint a	MGMT MGMT MGMT	FOR FOR FOR	WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	
		<ul><li>2.2</li><li>2.3</li><li>2.4</li><li>2.5</li><li>2.6</li></ul>	Surplus Appoint a Director Appoint a	MGMT MGMT MGMT MGMT	FOR FOR FOR	WITH MANAGEMENT	

			Payment of Bonuses to Directors			MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Delegation of Authority to the Board of Directors to Use Free Share Acquisition Rights for Exercising the Anti-Takeover Defense Measures	MGMT	AGAINST	AGAINST MANAGEMENT	
FUJI OIL CO LTD (2607)	24-Jun-14		AGM				259,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK MTG DATE CODE)		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
	2	Amend Articles to:Change Company Location within Osaka		FOR	WITH MANAGEMENT	
	3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	3.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
	4	Appoint a Substitute	MGMT	AGAINST	AGAINST MANAGEMENT	

Corporate

Auditor

PALTAC CORP (8283)	24-Jun-14		AGM				120,200.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
NDS CO LTD (1956)	24-Jun-14		AGM				126,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Increase the Board of Directors Size to 12, Adopt Reduction of Liability System for Outside Directors	MGMT	FOR	WITH MANAGEMENT	
		3		MGMT	FOR		

		4	Appoint a Director Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT WITH MANAGEMENT	
SHINKO SHOJI CO (8141)	24-Jun-14		AGM				238,900.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION							
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
ROHTO PHARM CO LTD (4527)	24-Jun-14		AGM				251,700.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

1.11

Appoint a

MGMT

FOR

WITH

			Director			MANAGEMENT	
		1.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
KYORIN HOLDINGS INC (4569)	24-Jun-14		AGM				134,800.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Corporate	MGMT	FOR	WITH MANAGEMENT	

		2.4	Auditor Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
YURTEC CORP (1934)	25-Jun-14		AGM				641,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

#### JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK M CODE)	TG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Corporate Officers	MGMT	AGAINST	AGAINST MANAGEMENT	
THE GUNMA BANK LTD (8334)	25-Jun-14		AGM				237,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	

		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
TACHI-S CO (7239)	25-Jun-14		AGM				395,200.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a	MGMT	FOR	WITH	

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			Director			MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
SOKEN CHEM & ENG CO (4972)	25-Jun-14		AGM				129,400.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
<b>CAPITALIZATION FUND</b>

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
THE TAIKO BANK LTD (8537)	25-Jun-14		AGM				178,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors and Outside Corporate Auditors	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
NICHIHA CORP (7943)	25-Jun-14		AGM				45,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
PIOLAX INC (5988)	25-Jun-14		AGM				37,700.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2	Approve Continuance of Policy regarding Large-scale Purchases of Company Shares (Anti-Takeover Defense Measures)	MGMT	AGAINST	AGAINST MANAGEMENT	

PROXY VOTING REPORT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
<b>CAPITALIZATION FUND</b>

CAPITALIZATIO	ON FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
FUYO GENERAL LEASE CO LTD (8424)	25-Jun-14		AGM				58,900.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
THE DAISHI BANK LTD (8324)	25-Jun-14		AGM				598,000.00
		1		MGMT	FOR		

			Approve Appropriation of Surplus			WITH MANAGEMENT	
		2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors, Approve Minor Revisions Related to Change of Laws and Regulations	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
NISSIN CORP (9066)	25-Jun-14		AGM				399,000.00
		1	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		2.1		MGMT	FOR		

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	Appoint a Director			WITH MANAGEMENT
2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	O VOTE CAST	WITH/AGAINST MGMT	SHARES
TOMEN DEVICES CORP (2737)	25-Jun-14		AGM				9,000.00
		1	Approve Appropriation of Surplus	MGMT f	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.5	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.6	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
ESPEC CORP (6859)	25-Jun-14		AGM				552,700.00
		1	Approve Appropriation of Surplus	MGMT f	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Continuance of Policy regarding Large-scale Purchases of Company Shares (Anti-Takeover Defense Measures)	MGMT	AGAINST	AGAINST MANAGEMENT	
SAINT MARC HLDGS (3395)	25-Jun-14		AGM				29,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
HIGO BANK LTD, THE (8394)	25-Jun-14		AGM				248,000.00
LTD, THE	25-Jun-14	1	AGM Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	248,000.00
LTD, THE	25-Jun-14	2	Approve Appropriation of		FOR		248,000.00

#### PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

#### JAPAN SMALLER CAPITALIZATION FUND

CHITTELENTION	TOND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
KINDEN CORPORATION (1944)	25-Jun-14		AGM				150,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Approve Payment of Bonuses to	MGMT	AGAINST	AGAINST MANAGEMENT	

			Directors				
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.00	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
TOENEC CORP (1946)	26-Jun-14		AGM				1,090,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.3	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5		MGMT	AGAINST		

			Appoint a Director			AGAINST MANAGEMENT	
		2.6	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
MATSUDA SANGYO CO (7456)	26-Jun-14		AGM				162,500.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

NIPPON

PILLAR PACKING CO 26-Jun-14

AGM

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Corporate Officers	MGMT	FOR	WITH MANAGEMENT	

349,000.00

(6490)

(0490)							
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Continuance of Policy regarding Large-scale Purchases of Company Shares (Anti-Takeover Defense Measures)	MGMT	AGAINST	AGAINST MANAGEMENT	
NIHON M&A CENTER INC (2127)	26-Jun-14		AGM				15,100.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a	MGMT	FOR	WITH	

			Director			MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Payment of Accrued Benefits associated with Abolition of Retirement Benefit System for Current Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
JAPAN DIGITAL LAB CO (6935)	26-Jun-14		AGM				71,100.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALL CAPITALIZATI COMPANY							
NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2	Shareholder Proposal: Approve Appropriation of Surplus	SHRHLDR	AGAINST	WITH MANAGEMENT	
NIHON KOHDEN CORP (6849)	26-Jun-14		AGM				27,700.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR		

						WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
KAGOSHIMA BANK LTD, THE (8390)	26-Jun-14		AGM				721,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Allow Use of Electronic Systems for Public Notifications, Adopt Reduction of Liability System for Outside Directors and Outside Corporate Auditors	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Retirement Allowance for Retiring Directors, and Payment of Accrued Benefits	MGMT	FOR	WITH MANAGEMENT	

associated with Abolition of Retirement Benefit System for Current Corporate Officers Amend the 5 **MGMT AGAINST AGAINST** Compensation to **MANAGEMENT** be received by Corporate Officers Approve Payment **MGMT AGAINST AGAINST** of Bonuses to MANAGEMENT Corporate Officers and Approve Adoption of the Performance-based Compensation to be received by Directors **AGM** 159,200.00

KITAGAWA 26-Jun-14 INDS (6896)

1 Approve MGMT F
Appropriation of
Surplus

FOR WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

C1111111111111111111111111111111111111	110112						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint Accounting Auditors	MGMT	FOR	WITH MANAGEMENT	
KANDENKO CO LTD (1942)	26-Jun-14		AGM				287,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
MORY INDS INC (5464)	26-Jun-14		AGM				495,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

			Director			MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
ASAHI DIAMOND INDL (6140)	26-Jun-14		AGM				59,700.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK M CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
OSAKA STEEL CO LTD (5449)	26-Jun-14		AGM				214,600.00
		1.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.3	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.4	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.5	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.6	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	

		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
MIRAIT HLDGS CORP (1417)	26-Jun-14		AGM				677,600.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Increase the Board of Directors Size to 11	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	

		4.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		6	Appoint Accounting Auditors	MGMT	FOR	WITH MANAGEMENT	
NIPPON SEIKI (7287)	26-Jun-14		AGM				122,000.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

CAPITALIZATIC	ON FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.15	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.16	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.17	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	

HITACHI CAPITAL CORP (8586)	26-Jun-14		AGM				107,000.00
		1.1	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
DAINICHI CO LTD (5951)	26-Jun-14		AGM				178,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
KOATSU GAS KOGYO CO (4097)	27-Jun-14		AGM				258,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Payment of Bonuses to Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
THE AKITA BANK LTD (8343)	27-Jun-14		AGM				1,267,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2		MGMT	FOR		

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	Appoint a Director			WITH MANAGEMENT
2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
<b>CAPITALIZATION FUND</b>

COMPANY NAME (QUICK 1 CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
OBIC CO LTD (4684)	27-Jun-14		AGM				56,700.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Provision of Retirement Allowance for Retiring Directors	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Payment of Bonuses to Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
	27-Jun-14		AGM				548,600.00

#### FUJIKURA KASEI CO LTD (4620)

(4620)							
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
SEKISUI JUSHI CORP (4212)	27-Jun-14		AGM				166,000.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
JP-HLDGS INC (2749)	27-Jun-14		AGM				133,700.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a	MGMT	FOR	WITH	

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			Director			MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
RYODEN TRADING CO (8084)	27-Jun-14		AGM				809,000.00
		1	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

CAPITALIZATION	I FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.15	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

Appoint a

**FOR** 

MGMT

WITH

2.16

		3	Director Appoint a Substitute Corporate Auditor	MGMT	AGAINST	MANAGEMENT AGAINST MANAGEMENT	
MEIKO TRANS CO LTD (9357)	27-Jun-14		AGM				269,000.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2	Amend the Compensation to be received by Directors	MGMT	AGAINST	AGAINST MANAGEMENT	
NICHIA STEEL WORKS LTD (5658)	27-Jun-14		AGM				899,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Approve Provision of Retirement Allowance for Retiring Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
C. UYEMURA & CO LTD (4966)	27-Jun-14		AGM				68,400.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2		MGMT	FOR		

			Approve Provision of Retirement Allowance for Retiring Directors			WITH MANAGEMENT	
DAIICHI KENSETSU CORP (1799)	27-Jun-14		AGM				13,300.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
FP CORP (7947)	27-Jun-14		AGM				6,000.00

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

#### JAPAN SMALLER CAPITALIZATION FUND

CAFITALIZATION	UND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSEI BY	DVOTE CAST	WITH/AGAINST MGMT	SHARES
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3	Approve	MGMT	FOR	WITH	

Provision of

**MANAGEMENT** 

Retirement Allowance for Retiring Directors

			Directors				
HIBIYA ENGINEERING LTD (1982)	27-Jun-14		AGM				261,800.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
HISAKA WORKS LTD (6247)	27-Jun-14		AGM				326,000.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a	MGMT	FOR	WITH	

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			Director			MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
JAPAN TRANSCITY CORP (9310)	27-Jun-14		AGM				1,238,000.00

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Expand Business Lines	MGMT	FOR	WITH MANAGEMENT	
KANADEN CORP (8081)	27-Jun-14		AGM				171,000.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.2		MGMT	AGAINST		

			Appoint a Substitute Corporate Auditor			AGAINST MANAGEMENT	
OILES CORP (6282)	27-Jun-14		AGM				127,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Amend Articles to: Increase the Board of Directors Size to 10, Adopt Reduction of Liability System for Outside Directors, Approve Minor Revisions	MGMT	FOR	WITH MANAGEMENT	
		3.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		5	Appoint a Substitute	MGMT	FOR	WITH MANAGEMENT	

		6	Corporate Auditor Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
TENMA CORP (7958)	27-Jun-14		AGM				315,400.00
		1	Approve Appropriation of Surplus	MGMT	AGAINST	AGAINST MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER
CAPITALIZATION FUND

CAPITALIZATION	FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
		4	Approve Provision of Retirement Allowance for Retiring Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
OKINAWA ELEC PWR CO, THE (9511)	27-Jun-14		AGM				35,500.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
NIPPON SEISEN CO (5659)	27-Jun-14		AGM				671,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
		5		MGMT	FOR		

			Approve Provision of Retirement Allowance for Retiring Directors			WITH MANAGEMENT	
		6	Approve Provision of Retirement Allowance for Retiring Corporate Auditors	MGMT	FOR	WITH MANAGEMENT	
		7	Approve Payment of Bonuses to Directors	MGMT	FOR	WITH MANAGEMENT	
THE YAMANASHI CHUO BANK (8360)	27-Jun-14		AGM				1,214,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
KOITO MFG CO LTD (7276)	27-Jun-14		AGM				153,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
ZUKEN INC (6947)	27-Jun-14		AGM				63,300.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3		MGMT	FOR		

			Appoint a Director			WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
SAKAI CHEMICAL IND (4078)	27-Jun-14		AGM				2,830,000.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

#### JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
CODE)				21	01101	1/101/11	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Provision of Retirement Allowance for Retiring Corporate Officers	MGMT	FOR	WITH MANAGEMENT	
LEC INC (7874)	27-Jun-14		AGM				70,600.00
		1.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.2	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

		1.5	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
		1.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		1.10	Appoint a Director	MGMT	AGAINST	AGAINST MANAGEMENT	
OHMOTO GUMI. LTD (1793)	27-Jun-14		AGM				70,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
YONDENKO CORP (1939)	27-Jun-14		AGM				90,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.7	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.8	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.9	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	

2.10	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.11	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.12	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.13	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
2.14	Appoint a Director	MGMT	FOR	WITH MANAGEMENT
3.1	Appoint a Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT
3.2	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION	FUND						
COMPANY NAME (QUICK CODE)	MTG DATE		DETAILS	PROPOSED BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
NISHIKAWA RUBBER CO (5161)	27-Jun-14		AGM				390,000.00
		1	Approve Appropriation of Surplus	MGMT f	FOR	WITH MANAGEMENT	
		2	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
		3	Approve Continuance of Policy regarding Large-scale Purchases of Company Shares (Anti-Takeover Defense Measures)		AGAINST	AGAINST MANAGEMENT	
OHSHO FOOD SVC CORP (2327)	27-Jun-14		AGM				27,400.00
		1	Approve Appropriation of Surplus	MGMT f	FOR	WITH MANAGEMENT	
		2	Amend Articles	MGMT	FOR	WITH	

to: Reduce the

Directors Size to

MGMT

**FOR** 

Board of

13

3

MANAGEMENT

			Appoint a Director			WITH MANAGEMENT	
		4	Amend the Compensation to be received by Directors	MGMT	FOR	WITH MANAGEMENT	
		5	Approve Provision of Condolence Allowance for a Deceased Director	MGMT	FOR	WITH MANAGEMENT	
		6	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
KOMATSU SEIREN CO (3580)	27-Jun-14		AGM				727,000.00
		1	Approve Appropriation of Surplus	MGMT	FOR	WITH MANAGEMENT	
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.1	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
		4.2	Appoint a Substitute Corporate Auditor	MGMT	AGAINST	AGAINST MANAGEMENT	
THE TOCHIGI BANK LTD (8550)	27-Jun-14		AGM				785,000.00
		1	Approve Appropriation of	MGMT	FOR	WITH MANAGEMENT	

			Surplus				
		2.1	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.2	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.3	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.4	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.5	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		2.6	Appoint a Director	MGMT	FOR	WITH MANAGEMENT	
		3	Appoint a Corporate Auditor	MGMT	FOR	WITH MANAGEMENT	
			11001001				
KITZ CORP (6498)	27-Jun-14		AGM				429,000.00
	27-Jun-14	1.1		MGMT	FOR	WITH MANAGEMENT	429,000.00
	27-Jun-14	1.1	AGM Appoint a	MGMT MGMT	FOR FOR		429,000.00
	27-Jun-14		AGM Appoint a Director Appoint a			MANAGEMENT WITH	429,000.00
	27-Jun-14	1.2	AGM Appoint a Director Appoint a Director Appoint a	MGMT	FOR	MANAGEMENT WITH MANAGEMENT WITH	429,000.00
	27-Jun-14	1.2	AGM  Appoint a Director  Appoint a Director  Appoint a Director  Appoint a	MGMT MGMT	FOR FOR	MANAGEMENT WITH MANAGEMENT WITH MANAGEMENT WITH	429,000.00

PROXY VOTING REPORT FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

JAPAN SMALLER CAPITALIZATION FUND

COMPANY NAME (QUICK CODE) MTG DATE		DETAILS	PROPOSEI BY	VOTE CAST	WITH/AGAINST MGMT	SHARES
	2	Appoint a Substitute Corporate Auditor	MGMT	FOR	WITH 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.

Japan Smaller Capitalization Fund, Inc.

By:/s/ Yutaka Itabashi Yutaka Itabashi, President (Principal Executive Officer)

Date: August 28, 2014