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FOXBY CORP.
Form N-PX
August 27, 2008

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 811-09261

Foxby Corp.

(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY 10005

(Address of principal executive offices) (Zip code)

Thomas B. Winmill, President
Foxby Corp.
11 Hanover Square, 12th Floor
New York, NY 10005

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-212-344-6310

Date of fiscal year end: 12/31

Date of reporting period: 07/01/07 - 06/30/08

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;
- (h) How the registrant cast its vote; and

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(i) Whether the registrant cast its vote for or against management.

===== FOXBY CORP. =====

AKAMAI TECHNOLOGIES, INC.

Ticker: AKAM Security ID: 00971T101
 Meeting Date: MAY 20, 2008 Meeting Type: Annual
 Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David W. Kenny	For	For	Management
2	Elect Director Peter J. Kight	For	For	Management
3	Elect Director Frederic V. Salerno	For	For	Management
4	Ratify Auditors	For	For	Management

BERKSHIRE HATHAWAY INC.

Ticker: BRK.A Security ID: 084670207
 Meeting Date: MAY 3, 2008 Meeting Type: Annual
 Record Date: MAR 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Warren E. Buffett	For	For	Management
1.2	Elect Director Charles T. Munger	For	For	Management
1.3	Elect Director Howard G. Buffett	For	For	Management
1.4	Elect Director Susan L. Decker	For	For	Management
1.5	Elect Director William H. Gates III	For	For	Management
1.6	Elect Director David S. Gottesman	For	For	Management
1.7	Elect Director Charlotte Guyman	For	For	Management
1.8	Elect Director Donald R. Keough	For	For	Management
1.9	Elect Director Thomas S. Murphy	For	For	Management
1.10	Elect Director Ronald L. Olson	For	For	Management
1.11	Elect Director Walter Scott, Jr.	For	For	Management

BROWN & BROWN, INC.

Ticker: BRO Security ID: 115236101
 Meeting Date: APR 30, 2008 Meeting Type: Annual
 Record Date: MAR 3, 2008

#	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	For	Management
1.3	Elect Director Hugh M. Brown	For	For	Management
1.4	Elect Director J. Powell Brown	For	For	Management
1.5	Elect Director Bradley Currey, Jr.	For	For	Management
1.6	Elect Director Jim W. Henderson	For	For	Management
1.7	Elect Director Theodore J. Hoepner	For	For	Management
1.8	Elect Director Toni Jennings	For	For	Management
1.9	Elect Director Wendell S. Reilly	For	For	Management
1.10	Elect Director John R. Riedman	For	For	Management

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1.11	Elect Director Jan E. Smith	For	For	Management
1.12	Elect Director Chilton D. Varner	For	For	Management
2	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management

CHESAPEAKE ENERGY CORP.

Ticker: CHK Security ID: 165167107
 Meeting Date: JUN 6, 2008 Meeting Type: Annual
 Record Date: APR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Aubrey K. McClendon	For	For	Management
1.2	Elect Director Don Nickles	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

DELL INC.

Ticker: DELL Security ID: 24702R101
 Meeting Date: DEC 4, 2007 Meeting Type: Annual
 Record Date: OCT 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Carty	For	For	Management
1.2	Elect Director Michael S. Dell	For	For	Management
1.3	Elect Director William H. Gray, III	For	For	Management
1.4	Elect Director Sallie L. Krawcheck	For	For	Management
1.5	Elect Director Alan (A.G.) Lafley	For	For	Management
1.6	Elect Director Judy C. Lewent	For	For	Management
1.7	Elect Director Klaus S. Luft	For	For	Management
1.8	Elect Director Thomas W. Luce, III	For	For	Management
1.9	Elect Director Alex J. Mandl	For	For	Management
1.10	Elect Director Michael A. Miles	For	For	Management
1.11	Elect Director Samuel A. Nunn, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Stock Retention/Holding Period	Against	For	Shareholder
5	Declaration of Dividend	Against	Against	Shareholder

DIGITAL REALTY TRUST INC.

Ticker: DLR Security ID: 253868103
 Meeting Date: MAY 5, 2008 Meeting Type: Annual
 Record Date: MAR 6, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard A. Magnuson	For	For	Management
1.2	Elect Director Michael F. Foust	For	For	Management
1.3	Elect Director Laurence A. Chapman	For	For	Management
1.4	Elect Director Kathleen Earley	For	For	Management
1.5	Elect Director Ruann F. Ernst, Ph.D.	For	For	Management

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1.6	Elect Director Dennis E. Singleton	For	For	Management
2	Ratify Auditors	For	For	Management

ENCANA CORPORATION

Ticker: ECA Security ID: 292505104
 Meeting Date: APR 22, 2008 Meeting Type: Annual/Special
 Record Date: MAR 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Ralph S. Cunningham as Director	For	For	Management
1.2	Elect Patrick D. Daniel as Director	For	For	Management
1.3	Elect Ian W. Delaney as Director	For	For	Management
1.4	Elect Randall K. Eresman as Director	For	For	Management
1.5	Elect Claire S. Farley as Director	For	For	Management
1.6	Elect Michael A. Grandin as Director	For	For	Management
1.7	Elect Barry W. Harrison as Director	For	For	Management
1.8	Elect Dale A. Lucas as Director	For	For	Management
1.9	Elect Valerie A.A. Nielsen as Director	For	For	Management
1.10	Elect David P. O'Brien as Director	For	For	Management
1.11	Elect Jane L. Peverett as Director	For	For	Management
1.12	Elect Allan P. Sawin as Director	For	For	Management
1.13	Elect James M. Stanford as Director	For	For	Management
1.14	Elect Wayne G. Thomson as Director	For	For	Management
1.15	Elect Clayton H. Woitas as Director	For	For	Management
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Report on Establishing a Strategy for Incorporating Costs of Carbon into Long-Term Planning	Against	Against	Shareholder

HANSEN NATURAL CORP.

Ticker: HANS Security ID: 411310105
 Meeting Date: JUN 5, 2008 Meeting Type: Annual
 Record Date: APR 14, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney C. Sacks	For	For	Management
1.2	Elect Director Hilton H. Schlosberg	For	For	Management
1.3	Elect Director Norman C. Epstein	For	For	Management
1.4	Elect Director Benjamin M. Polk	For	For	Management
1.5	Elect Director Sydney Selati	For	For	Management
1.6	Elect Director Harold C. Taber, Jr.	For	For	Management
1.7	Elect Director Mark S. Vidergauz	For	For	Management
2	Ratify Auditors	For	For	Management

INTEL CORP.

Ticker: INTC Security ID: 458140100
 Meeting Date: MAY 21, 2008 Meeting Type: Annual

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Record Date: MAR 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Craig R. Barrett	For	For	Management
2	Elect Director Charlene Barshefsky	For	For	Management
3	Elect Director Carol A. Bartz	For	For	Management
4	Elect Director Susan L. Decker	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Jane E. Shaw	For	For	Management
10	Elect Director John L. Thornton	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Bylaws to Establish a Board Committee on Sustainability	Against	Against	Shareholder

MAGINDUSTRIES CORP.

Ticker: MAAFF Security ID: 55917T102
 Meeting Date: JUN 4, 2008 Meeting Type: Annual/Special
 Record Date: APR 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Ratify Ernst & Young LLP as Auditors	For	For	Management
2	Elect Bryan Benitz, William B. Burton, Stephane A. Rigny, Gerard Munera, Victor Wells, Gary E. German, Richard John Linnell and Moustapha Niasse as Directors	For	For	Management
3	Approve Stock Option Plan	For	For	Management
4	Approve Shareholder Rights Plan	For	For	Management

METROGAS S.A.

Ticker: MGS Security ID: 591673207
 Meeting Date: APR 30, 2008 Meeting Type: Annual
 Record Date: MAR 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Designate Two Shareholders to Sign Minutes of Meeting	For	Did Not Vote	Management
2	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2007	For	Did Not Vote	Management
3	Approve Allocation of Income for Fiscal Year Ended Dec. 31, 2007	For	Did Not Vote	Management
4	Approve Discharge of Management and Internal Statutory Auditors for Fiscal Year Ended Dec. 31, 2007	For	Did Not Vote	Management
5	Approve Remuneration of Directors and Internal Statutory Auditors for Fiscal Year Ended Dec. 31, 2007	For	Did Not Vote	Management
6	Approve Remuneration of Auditors for Fiscal Year Ended Dec. 31, 2007	For	Did Not Vote	Management
7	Elect Four Directors and Their Alternates	For	Did Not	Management

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	for Class B Shares		Vote	
8	Elect One Member to Internal Statutory Auditors Committee and Alternate for Class B Shares	For	Did Not Vote	Management
9	Elect External Auditors for Fiscal Year 2008	For	Did Not Vote	Management
10	Approve Budget of Audit Committee	For	Did Not Vote	Management

NGK INSULATORS LTD.

Ticker: 5333 Security ID: J49076110
 Meeting Date: JUN 27, 2008 Meeting Type: Annual
 Record Date: MAR 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Allocation of Income, with a Final Dividend of JY 11	For	For	Management
2.1	Elect Director	For	For	Management
2.2	Elect Director	For	For	Management
2.3	Elect Director	For	For	Management
2.4	Elect Director	For	For	Management
2.5	Elect Director	For	For	Management
2.6	Elect Director	For	For	Management
2.7	Elect Director	For	For	Management
2.8	Elect Director	For	For	Management
2.9	Elect Director	For	For	Management
2.10	Elect Director	For	For	Management
2.11	Elect Director	For	For	Management
2.12	Elect Director	For	Against	Management
2.13	Elect Director	For	For	Management
3	Appoint Internal Statutory Auditor	For	Against	Management

PATTERSON COS INC.

Ticker: PDCO Security ID: 703395103
 Meeting Date: SEP 10, 2007 Meeting Type: Annual
 Record Date: JUL 13, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Buck	For	For	Management
1.2	Elect Director Peter L. Frechette	For	For	Management
1.3	Elect Director Charles Reich	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

REUNION GOLD CORP.

Ticker: RGD Security ID: 76131P106
 Meeting Date: SEP 14, 2007 Meeting Type: Annual/Special
 Record Date: AUG 3, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Loraine Altenweg	For	For	Management
1.2	Elect Director Leanne M. Baker	For	For	Management
1.3	Elect Director James A. Crombie	For	For	Management
1.4	Elect Director David A. Fennell	For	For	Management
1.5	Elect Director Vijay N.J. Kirpalani	For	For	Management
1.6	Elect Director D. Bruce McLeod	For	For	Management
1.7	Elect Director Peter B. Nixon	For	For	Management
2	Approve Raymond, Chabot, Grant, Thornton LLP as Auditors and Authorize Board to Fix Remuneration of Auditors	For	For	Management
3	Approval & Ratification of Rolling 10% Stock Option Plan	For	For	Management

RIVERBED TECHNOLOGY, INC.

Ticker: RVBD Security ID: 768573107
 Meeting Date: MAY 29, 2008 Meeting Type: Annual
 Record Date: APR 16, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael R. Kourey	For	For	Management
1.2	Elect Director Steven McCanne, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management

SAFECO CORP.

Ticker: SAF Security ID: 786429100
 Meeting Date: MAY 7, 2008 Meeting Type: Annual
 Record Date: MAR 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph W. Brown	For	For	Management
1.2	Elect Director Kerry Killinger	For	For	Management
1.3	Elect Director Gary F. Locke	For	For	Management
1.4	Elect Director Gerardo I. Lopez	For	For	Management
1.5	Elect Director Charles R. Rinehart	For	For	Management
2	Ratify Auditors	For	For	Management

SURMODICS, INC.

Ticker: SRDX Security ID: 868873100
 Meeting Date: JAN 28, 2008 Meeting Type: Annual
 Record Date: DEC 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Fix Number of Directors at 10	For	For	Management
2.1	Elect Director Kenneth H. Keller	For	For	Management
2.2	Elect Director Robert C. Buhrmaster	For	For	Management

T. ROWE PRICE GROUP, INC.

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Ticker: TROW Security ID: 74144T108
 Meeting Date: APR 10, 2008 Meeting Type: Annual
 Record Date: FEB 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Edward C. Bernard	For	For	Management
2	Elect Director James T. Brady	For	For	Management
3	Elect Director) J. Alfred Broaddus, Jr.	For	For	Management
4	Elect Director Donald B. Hebb, Jr.	For	For	Management
5	Elect Director James A.C. Kennedy	For	For	Management
6	Elect Director Brian C. Rogers	For	For	Management
7	Elect Director Dr. Alfred Sommer	For	For	Management
8	Elect Director Dwight S. Taylor	For	For	Management
9	Elect Director Anne Marie Whittemore	For	For	Management
10	Increase Authorized Common Stock	For	For	Management
11	Ratify Auditors	For	For	Management
12	Other Business	For	Against	Management

 TEXAS INSTRUMENTS, INC.

Ticker: TXN Security ID: 882508104
 Meeting Date: APR 17, 2008 Meeting Type: Annual
 Record Date: FEB 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James R. Adams	For	For	Management
2	Elect Director David L. Boren	For	For	Management
3	Elect Director Daniel A. Carp	For	For	Management
4	Elect Director Carrie S. Cox	For	For	Management
5	Elect Director David R. Goode	For	For	Management
6	Elect Director Pamela H. Patsley	For	For	Management
7	Elect Director Wayne R. Sanders	For	For	Management
8	Elect Director Ruth J. Simmons	For	For	Management
9	Elect Director Richard K. Templeton	For	For	Management
10	Elect Director Christine Todd Whitman	For	For	Management
11	Ratify Auditors	For	For	Management
12	Require Director Nominee Qualifications	Against	Against	Shareholder

 WEATHERFORD INTERNATIONAL LTD

Ticker: WFT Security ID: G95089101
 Meeting Date: JUN 2, 2008 Meeting Type: Annual
 Record Date: APR 9, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION AS DIRECTOR: NICHOLAS F. BRADY	For	For	Management
2	ELECTION AS DIRECTOR: WILLIAM E. MACAULAY	For	For	Management
3	ELECTION AS DIRECTOR: DAVID J. BUTTERS	For	For	Management
4	ELECTION AS DIRECTOR: ROBERT B. MILLARD	For	For	Management
5	ELECTION AS DIRECTOR: BERNARD J. DUROC-DANNER	For	For	Management
6	ELECTION AS DIRECTOR: ROBERT K. MOSES, JR.	For	For	Management
7	ELECTION OF DIRECTOR: ROBERT A. RAYNE	For	For	Management
8	Ratify Auditors	For	For	Management

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WORTHINGTON INDUSTRIES INC.

Ticker: WOR Security ID: 981811102
Meeting Date: SEP 26, 2007 Meeting Type: Annual
Record Date: AUG 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Kasich	For	For	Management
1.2	Elect Director John P. McConnell	For	For	Management
1.3	Elect Director Mary Schiavo	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend EEO Statement to Include Reference to Sexual Orientation	Against	For	Shareholder

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/ John F. Ramirez

John F. Ramirez, Chief Compliance Officer

Date: August 27, 2008