

BANCROFT FUND LTD
Form N-PX
July 15, 2015

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: 811-02151

Bancroft Fund Ltd.
(Exact name of registrant as specified in charter)

65 Madison Avenue, Morristown, New Jersey 07960
(Address of principal executive offices)

Gary I. Levine, Executive Vice President
Bancroft Fund Ltd.
65 Madison Avenue
Morristown, New Jersey 07960-7308
(Name and address of agent for service)

Registrant's telephone number, including area code: (973) 631-1177

Date of fiscal year end: October 31
Date of reporting period: July 1, 2014 - June 30, 2015

Bancroft Fund Ltd.

AMTRUST FINANCIAL SERVICES, INC.

Security: 032359309

Ticker: AFSI

ISIN US0323593097

Agenda 934170515 Management

Last Vote Date: 08-Apr-2015

Meeting Type: Annual
Meeting Date: 20-May-2015
Vote Deadline Date: 19-May-2015
Total Ballot Shares: 20110

| Item | Proposal | Recommendation | Default For Vote | Against | Abstain | Take No Action |
|------|--|----------------|------------------|---------|---------|----------------|
| 1 | DIRECTOR | For | None | | | |
| | 1 DONALD T. DECARLO | | FOR | 0 | 0 | 0 |
| | 2 SUSAN C. FISCH | | FOR | 0 | 0 | 0 |
| | 3 ABRAHAM GULKOWITZ | | FOR | 0 | 0 | 0 |
| | 4 GEORGE KARFUNKEL | | FOR | 0 | 0 | 0 |
| | 5 MICHAEL KARFUNKEL | | FOR | 0 | 0 | 0 |
| | 6 JAY J. MILLER | | FOR | 0 | 0 | 0 |
| | 7 BARRY D. ZYSKIND | | FOR | 0 | 0 | 0 |
| | APPROVAL OF THE AMENDED AND RESTATED AMTRUST FINANCIAL SERVICES, INC. 2007 EXECUTIVE PERFORMANCE PLAN. | For | FOR | 0 | 0 | 0 |

CROWN CASTLE INTERNATIONAL CORP

Security: 22822V200

Ticker: CCIPRA

ISIN US22822V2007

Agenda 934172850 Management

Last Vote Date: 14-May-2015

Meeting Type: Annual
Meeting Date: 29-May-2015
Vote Deadline Date: 28-May-2015
Total Ballot Shares: 20000

| Item | Proposal | Recommendation | Default For Vote | Against | Abstain | Take No Action |
|------|---|----------------|------------------|---------|---------|----------------|
| 1 | ELECTION OF DIRECTOR: P. ROBERT BARTOLO | For | FOR | 0 | 0 | 0 |
| 2 | | For | FOR | 0 | 0 | 0 |

| | | | | | | |
|----|--|-----|-----------------|---|---|---|
| | ELECTION OF DIRECTOR: CINDY CHRISTY | | | | | |
| 3 | ELECTION OF DIRECTOR: ARI Q. FITZGERALD | For | NEOR | 0 | 0 | 0 |
| 4 | ELECTION OF DIRECTOR: ROBERT E. GARRISON II | For | NEOR | 0 | 0 | 0 |
| 5 | ELECTION OF DIRECTOR: DALE N. HATFIELD | For | NEOR | 0 | 0 | 0 |
| 6 | ELECTION OF DIRECTOR: LEE W. HOGAN | For | NEOR | 0 | 0 | 0 |
| 7 | ELECTION OF DIRECTOR: JOHN P. KELLY | For | NEOR | 0 | 0 | 0 |
| 8 | ELECTION OF DIRECTOR: ROBERT F. MCKENZIE | For | NEOR | 0 | 0 | 0 |
| 9 | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015. | For | NEOR | 0 | 0 | 0 |
| 10 | THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | For | NEOR | 0 | 0 | 0 |

| Item | Proposal | Recommendation | Default Vote | 1 Year | 2 Years | 3 Years | Abstain | Take No Action |
|------|---|----------------|--------------|--------|---------|---------|---------|----------------|
| 11 | THE NON-BINDING ADVISORY VOTE REGARDING THE FREQUENCY OF VOTING ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | 1 Year | None | FOR | 0 | 0 | 0 | 0 |

HALCON RESOURCES CORPORATION

Security: 40537Q209

Ticker: HK

ISIN US40537Q2093

Agenda 934177622 Management

Last Vote Date: 04-May-2015

Meeting Type: Annual
Meeting Date: 06-May-2015
Vote Deadline Date: 05-May-2015
Total Ballot Shares: 7414

| Item | Proposal | Recommendation | Default For Vote | Against | Abstain | Take No Action |
|------|----------------------|----------------|------------------|---------|---------|----------------|
| 1 | DIRECTOR | For | None | | | |
| | 1 TUCKER S. BRIDWELL | | FOR | 0 | 0 | 0 |
| | 2 KEVIN E. GODWIN | | FOR | 0 | 0 | 0 |

| | | | | | | |
|---|--|-----|----------------|---|---|---|
| 3 | MARK A. WELSH IV TO APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT, | | FOR | 0 | 0 | 0 |
| 2 | AT THE DISCRETION OF OUR BOARD OF DIRECTORS, A ONE-FOR-FIVE (1:5) REVERSE STOCK SPLIT OF OUR COMMON STOCK. | For | FOR | 0 | 0 | 0 |
| 3 | TO RATIFY AND APPROVE AN AMENDMENT TO OUR FIRST AMENDED AND RESTATED 2012 LONG-TERM INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF HALCON COMMON STOCK THAT MAY BE ISSUED UNDER THE PLAN BY 40 MILLION SHARES, SUBJECT TO ADJUSTMENT IN ACCORDANCE WITH THE TERMS OF THE PLAN UPON APPROVAL AND IMPLEMENTATION OF PROPOSAL NO. 2. | For | FOR | 0 | 0 | 0 |
| 4 | TO APPROVE, IN ACCORDANCE WITH SECTION 312.03 OF THE NYSE LISTED COMPANY MANUAL, THE ISSUANCE OF ADDITIONAL SHARES OF HALCON COMMON STOCK TO HALRES LLC UPON THE CONVERSION OF OUR 8.0% SENIOR CONVERTIBLE NOTE AND EXERCISE OF THE WARRANTS. | For | FOR | 0 | 0 | 0 |
| 5 | TO APPROVE THE DECLASSIFICATION OF OUR BOARD OF DIRECTORS AND PROVIDE FOR AN ANNUAL ELECTION OF DIRECTORS. | For | FOR | 0 | 0 | 0 |
| 6 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR THE FISCAL YEAR ENDING | For | FOR | 0 | 0 | 0 |

DECEMBER 31, 2015.

METLIFE, INC.**Security:** 59156R108**Ticker:** MET**ISIN** US59156R1086**Agenda** 934151402

Management

Last Vote Date: 31-Mar-2015

Meeting Type: Annual
Meeting Date: 28-Apr-2015
Vote Deadline Date: 27-Apr-2015
Total Ballot Shares: 32855

| Item | Proposal | Recommendation | Default For Vote | Against | Abstain | Take No Action |
|------|--|----------------|------------------|---------|---------|----------------|
| 1 | ELECTION OF DIRECTOR: CHERYL W. GRISE | For | NEQR | 0 | 0 | 0 |
| 2 | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | For | NEQR | 0 | 0 | 0 |
| 3 | ELECTION OF DIRECTOR: R. GLENN HUBBARD | For | NEQR | 0 | 0 | 0 |
| 4 | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN | For | NEQR | 0 | 0 | 0 |
| 5 | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | For | NEQR | 0 | 0 | 0 |
| 6 | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | For | NEQR | 0 | 0 | 0 |
| 7 | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | For | NEQR | 0 | 0 | 0 |
| 8 | ELECTION OF DIRECTOR: JAMES M. KILTS | For | NEQR | 0 | 0 | 0 |
| 9 | ELECTION OF DIRECTOR: CATHERINE R. KINNEY | For | NEQR | 0 | 0 | 0 |
| 10 | ELECTION OF DIRECTOR: DENISE M. MORRISON | For | NEQR | 0 | 0 | 0 |
| 11 | ELECTION OF DIRECTOR: KENTON J. SICCHITANO | For | NEQR | 0 | 0 | 0 |
| 12 | ELECTION OF DIRECTOR: LULU C. WANG | For | NEQR | 0 | 0 | 0 |
| 13 | AMEND THE CERTIFICATE OF INCORPORATION TO CHANGE EACH SUPERMAJORITY COMMON SHAREHOLDER VOTE REQUIREMENT FOR AMENDMENTS TO THE CERTIFICATE OF INCORPORATION TO A MAJORITY VOTE REQUIREMENT | For | NEQR | 0 | 0 | 0 |
| 14 | AMEND THE CERTIFICATE OF INCORPORATION TO CHANGE | For | NEQR | 0 | 0 | 0 |

| | | | | | | |
|----|---|-----|-----------------|---|---|---|
| 15 | THE SUPERMAJORITY VOTE REQUIREMENT FOR SHAREHOLDERS TO AMEND THE BY-LAWS TO A MAJORITY VOTE REQUIREMENT RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2015 | For | NEQR | 0 | 0 | 0 |
| 16 | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | For | NEQR | 0 | 0 | 0 |

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.

Bancroft Fund Ltd.
(Registrant)

BY: /s/Thomas H. Dinsmore
Thomas H. Dinsmore
Principal Executive Officer

DATE: July 15, 2015