

ELLSWORTH GROWTH & INCOME FUND LTD  
Form N-PX  
July 16, 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: 811-04656

Ellsworth Growth and Income 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  
Ellsworth Growth and Income 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: September 30  
Date of reporting period: July 1, 2014 - June 30, 2015



**Item 1. Proxy Voting Record****ABBVIE INC.**

<b>Security</b>	00287Y109	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ABBV	<b>Meeting Date</b>	08-May-2015
<b>ISIN</b>	US00287Y1091	<b>Agenda</b>	934142249 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1. DIRECTOR	Management		
1 ROXANNE S. AUSTIN		For	For
2 RICHARD A. GONZALEZ		For	For
3 GLENN F. TILTON		For	For
RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S			
2. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
SAY ON PAY - AN ADVISORY			
3. VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For

**AMERICAN TOWER CORPORATION**

<b>Security</b>	03027X100	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	AMT	<b>Meeting Date</b>	20-May-2015
<b>ISIN</b>	US03027X1000	<b>Agenda</b>	934174676 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: RAYMOND P. DOLAN	Management	For	For
1B. ELECTION OF DIRECTOR: CAROLYN F. KATZ	Management	For	For
1C. ELECTION OF DIRECTOR: GUSTAVO LARA CANTU	Management	For	For
1D. ELECTION OF DIRECTOR: CRAIG MACNAB	Management	For	For
1E. ELECTION OF DIRECTOR: JOANN A. REED	Management	For	For
1F. ELECTION OF DIRECTOR: PAMELA D.A. REEVE	Management	For	For
1G. ELECTION OF DIRECTOR: DAVID E. SHARBUTT	Management	For	For
1H.	Management	For	For

## ELECTION OF DIRECTOR:

JAMES D. TAICLET, JR.

- |     |   |               |     |
|-----|---|---------------|-----|
| 1I. | ELECTION OF DIRECTOR:<br>SAMME L. THOMPSON<br>TO RATIFY THE SELECTION OF<br>DELOITTE & TOUCHE LLP AS<br>THE COMPANY'S<br>INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM<br>FOR 2015 | ManagementFor | For |
| 2.  | TO APPROVE, ON AN<br>ADVISORY BASIS, THE<br>COMPANY'S EXECUTIVE<br>COMPENSATION   | ManagementFor | For |
| 3.  | AMTRUST FINANCIAL SERVICES, INC.  | ManagementFor | For |

## AMTRUST FINANCIAL SERVICES, INC.

<b>Security</b>	032359309	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	AFSI	<b>Meeting Date</b>	20-May-2015
<b>ISIN</b>	US0323593097	<b>Agenda</b>	934170515 - Management

Item Proposal	Proposed by	Vote	For/Against Management
1. DIRECTOR	Management		
1 DONALD T. DECARLO		For	For
2 SUSAN C. FISCH		For	For
3 ABRAHAM GULKOWITZ		For	For
4 GEORGE KARFUNKEL		For	For
5 MICHAEL KARFUNKEL		For	For
6 JAY J. MILLER		For	For
7 BARRY D. ZYSKIND		For	For
APPROVAL OF THE AMENDED AND RESTATED AMTRUST FINANCIAL SERVICES, INC. 2007 EXECUTIVE PERFORMANCE PLAN.	ManagementFor		For

## AT&amp;T INC.

<b>Security</b>	00206R102	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	T	<b>Meeting Date</b>	24-Apr-2015
<b>ISIN</b>	US00206R1023	<b>Agenda</b>	934134064 - Management

Item Proposal	Proposed by	Vote	For/Against Management
1A. ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	ManagementFor		For
1B. ELECTION OF DIRECTOR: SCOTT T. FORD	ManagementFor		For
1C. ELECTION OF DIRECTOR: GLENN H. HUTCHINS	ManagementFor		For
1D. ELECTION OF DIRECTOR: WILLIAM E. KENNARD	ManagementFor		For

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1E.	ELECTION OF DIRECTOR: JON C. MADONNA	Management	For
1F.	ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER	Management	For
1G.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Management	For
1H.	ELECTION OF DIRECTOR: BETH E. MOONEY	Management	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For
1K.	ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR	Management	For
1L.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Management	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For
4.	POLITICAL SPENDING REPORT.	Shareholder	Against
5.	LOBBYING REPORT.	Shareholder	Against
6.	SPECIAL MEETINGS.	Shareholder	Against

**B&G FOODS, INC.**

<b>Security</b>	05508R106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	BGS	<b>Meeting Date</b>	19-May-2015
<b>ISIN</b>	US05508R1068	<b>Agenda</b>	934165526 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: DEANN L. BRUNTS	Management	For	For
1.2	ELECTION OF DIRECTOR: ROBERT C. CANTWELL	Management	For	For
1.3	ELECTION OF DIRECTOR: CHARLES F. MARCY	Management	For	For
1.4	ELECTION OF DIRECTOR: DENNIS M. MULLEN	Management	For	For
1.5	ELECTION OF DIRECTOR: CHERYL M. PALMER	Management	For	For
1.6	ELECTION OF DIRECTOR: ALFRED POE	Management	For	For
1.7	ELECTION OF DIRECTOR: STEPHEN C. SHERRILL	Management	For	For
1.8	ELECTION OF DIRECTOR: DAVID L. WENNER	Management	For	For
2.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EXECUTIVE COMPENSATION	Management	For	For

RATIFICATION OF  
 APPOINTMENT OF KPMG LLP  
 3. AS INDEPENDENT ManagementFor For  
 REGISTERED PUBLIC  
 ACCOUNTING FIRM

**BLACKROCK CAPITAL INVESTMENT CORPORATION**

<b>Security</b>	092533108	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	BKCC	<b>Meeting Date</b>	18-Feb-2015
<b>ISIN</b>	US0925331086	<b>Agenda</b>	934115797 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
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1.	TO APPROVE AN INVESTMENT MANAGEMENT AGREEMENT (THE "NEW AGREEMENT") BETWEEN THE COMPANY AND BLACKROCK ADVISORS, LLC, AN INDIRECT, WHOLLY-OWNED SUBSIDIARY OF BLACKROCK, INC. (THE "NEW ADVISOR"), TO PERMIT THE NEW ADVISOR TO SERVE AS INVESTMENT ADVISER TO THE COMPANY FOLLOWING THE COMPLETION OF THE SALE OF SUBSTANTIALLY ALL OF THE BUSINESS OF THE COMPANY'S INVESTMENT ADVISER, BLACKROCK KELSO CAPITAL ADVISORS LLC (THE "EXISTING ADVISOR"), TO THE NEW ADVISOR (THE "TRANSACTION"), WHICH AGREEMENT ONLY WILL TAKE EFFECT UPON CLOSING OF THE TRANSACTION	ManagementFor	For
2A.	IN THE EVENT THE FIRST PROPOSAL IS APPROVED BY STOCKHOLDERS AND THE TRANSACTION CLOSES, TO CONSIDER AND VOTE UPON A PROPOSAL TO AMEND THE EXISTING ADVISORY FEE STRUCTURE IN ORDER TO: (A) REDUCE THE BASE MANAGEMENT FEE AND (B) CHANGE THE STRUCTURE OF THE INCENTIVE FEE (COLLECTIVELY, THE "AMENDMENTS"), WHICH	ManagementFor	For

AMENDMENTS WILL GO INTO EFFECT FOLLOWING THE SECOND ANNIVERSARY OF THE EFFECTIVE DATE OF THE NEW AGREEMENT.

IN THE EVENT THE FIRST PROPOSAL IS NOT APPROVED BY STOCKHOLDERS OR THE TRANSACTION OTHERWISE DOES NOT CLOSE, TO CONSIDER AND VOTE UPON THE APPLICATION OF THE AMENDMENTS TO THE EXISTING INVESTMENT MANAGEMENT AGREEMENT BETWEEN THE COMPANY AND THE EXISTING ADVISOR (SUCH AGREEMENT, THE "EXISTING AGREEMENT"), WHICH AMENDMENTS WILL GO INTO EFFECT IMMEDIATELY FOLLOWING STOCKHOLDER APPROVAL AND THE CONCLUSION OF THE SPECIAL MEETING.

2B.	MANAGEMENT FOR	For
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**BLACKROCK CAPITAL INVESTMENT CORPORATION**

<b>Security</b>	092533108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	BKCC	<b>Meeting Date</b>	08-May-2015
<b>ISIN</b>	US0925331086	<b>Agenda</b>	934153949 - Management

Item Proposal	Proposed by	Vote	For/Against Management
1 DIRECTOR	Management		
1 BRIAN D. FINN		For	For
2 WILLIAM E. MAYER		For	For
3 F. DE SAINT PHALLE		For	For
TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP TO SERVE AS THE COMPANY'S			
2 INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING IN DECEMBER 31, 2015.	Management	For	For

**BLACKROCK CAPITAL INVESTMENT CORPORATION**

<b>Security</b>	092533108	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	BKCC	<b>Meeting Date</b>	08-May-2015
<b>ISIN</b>	US0925331086	<b>Agenda</b>	934159179 - Management

Item Proposal	Proposed by	Vote
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**For/Against  
Management**

1. TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN THE PROXY STATEMENT.
- Management Abstain Against

**CHEVRON CORPORATION**

<b>Security</b>	166764100	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	CVX	<b>Meeting Date</b>	27-May-2015
<b>ISIN</b>	US1667641005	<b>Agenda</b>	934174575 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: A.B. CUMMINGS JR.	Management	For	For
1B. ELECTION OF DIRECTOR: L.F. DEILY	Management	For	For
1C. ELECTION OF DIRECTOR: R.E. DENHAM	Management	For	For
1D. ELECTION OF DIRECTOR: A.P. GAST	Management	For	For
1E. ELECTION OF DIRECTOR: E. HERNANDEZ JR.	Management	For	For
1F. ELECTION OF DIRECTOR: J.M. HUNTSMAN JR.	Management	For	For
1G. ELECTION OF DIRECTOR: C.W. MOORMAN	Management	For	For
1H. ELECTION OF DIRECTOR: J.G. STUMPF	Management	For	For
1I. ELECTION OF DIRECTOR: R.D. SUGAR	Management	For	For
1J. ELECTION OF DIRECTOR: I.G. THULIN	Management	For	For
1K. ELECTION OF DIRECTOR: C. WARE	Management	For	For
1L. ELECTION OF DIRECTOR: J.S. WATSON	Management	For	For
2. RATIFICATION OF APPOINTMENT OF PWC AS INDEPENDENT REGISTERED	Management	For	For



3.	PUBLIC ACCOUNTING FIRM ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	DISCLOSE CHARITABLE CONTRIBUTIONS OF \$5,000 OR MORE	Shareholder	Against	For
5.	REPORT ON LOBBYING CEASE USING CORPORATE	Shareholder	Abstain	Against
6.	FUNDS FOR POLITICAL PURPOSES	Shareholder	Abstain	Against
7.	ADOPT DIVIDEND POLICY	Shareholder	Abstain	Against
8.	ADOPT TARGETS TO REDUCE GHG EMISSIONS	Shareholder	Abstain	Against
9.	REPORT ON SHALE ENERGY OPERATIONS	Shareholder	Abstain	Against
10.	ADOPT PROXY ACCESS BYLAW	Shareholder	Abstain	Against
11.	ADOPT POLICY FOR INDEPENDENT CHAIRMAN	Shareholder	Abstain	Against
12.	RECOMMEND INDEPENDENT DIRECTOR WITH	Shareholder	Abstain	Against
13.	ENVIRONMENTAL EXPERTISE SET SPECIAL MEETINGS THRESHOLD AT 10%	Shareholder	Abstain	Against

**CHURCH & DWIGHT CO., INC.**

<b>Security</b>	171340102	<b>Meeting Type</b>	Annual
<b>Ticker</b>	CHD	<b>Meeting Date</b>	07-May-2015
<b>Symbol</b>		<b>Agenda</b>	934146730 - Management
<b>ISIN</b>	US1713401024		

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: T. ROSIE ALBRIGHT	Management	For	For
1B.	ELECTION OF DIRECTOR: RAVICHANDRA K. SALIGRAM	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT K. SHEARER	Management	For	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

**CITIGROUP INC.**

<b>Security</b>	172967424	<b>Meeting Type</b>	Annual
<b>C</b>		<b>Meeting Date</b>	28-Apr-2015

**Ticker  
Symbol**

**ISIN** US1729674242

**Agenda**

934141160 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A.	ELECTION OF DIRECTOR: MICHAEL L. CORBAT	Management	For	For
1B.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER B. HENRY	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANZ B. HUMER	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Management	For	For
1F.	ELECTION OF DIRECTOR: GARY M. REINER	Management	For	For
1G.	ELECTION OF DIRECTOR: JUDITH RODIN	Management	For	For
1H.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Management	For	For
1I.	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For	For
1J.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Management	For	For
1L.	ELECTION OF DIRECTOR: JAMES S. TURLEY	Management	For	For
1M.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Management	For	For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY APPROVAL OF CITI'S 2014 EXECUTIVE COMPENSATION.	Management	For	For
4.	APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING ADDITIONAL SHARES.	Management	For	For
5.	STOCKHOLDER PROPOSAL REQUESTING PROXY ACCESS FOR SHAREHOLDERS.	Shareholder	For	For
6.		Shareholder	Abstain	Against

- STOCKHOLDER PROPOSAL  
REQUESTING A REPORT ON  
LOBBYING AND GRASSROOTS  
LOBBYING CONTRIBUTIONS.
7. STOCKHOLDER PROPOSAL  
REQUESTING AN AMENDMENT  
TO THE GENERAL CLAWBACK  
POLICY. Shareholder Abstain Against
- STOCKHOLDER PROPOSAL  
REQUESTING A BY-LAW  
AMENDMENT TO EXCLUDE  
FROM THE BOARD OF  
DIRECTORS' AUDIT
8. COMMITTEE ANY DIRECTOR  
WHO WAS A DIRECTOR AT A  
PUBLIC COMPANY WHILE  
THAT COMPANY FILED FOR  
REORGANIZATION UNDER  
CHAPTER 11. Shareholder Abstain Against
- STOCKHOLDER PROPOSAL  
REQUESTING A REPORT  
REGARDING THE VESTING OF  
EQUITY-BASED AWARDS FOR  
SENIOR EXECUTIVES DUE TO  
A VOLUNTARY RESIGNATION  
TO ENTER GOVERNMENT  
SERVICE.
9. Shareholder Abstain Against

**CONAGRA FOODS, INC.**

<b>Security</b>	205887102	<b>Meeting Type</b>	Annual
<b>Ticker</b>	CAG	<b>Meeting Date</b>	19-Sep-2014
<b>Symbol</b>		<b>Agenda</b>	934063708 - Management
<b>ISIN</b>	US2058871029		

Item Proposal	Proposed by	Vote	For/Against Management
1. DIRECTOR	Management		
1 MOGENS C. BAY		For	For
2 THOMAS K. BROWN		For	For
3 STEPHEN G. BUTLER		For	For
4 STEVEN F. GOLDSTONE		For	For
5 JOIE A. GREGOR		For	For
6 RAJIVE JOHRI		For	For
7 W.G. JURGENSEN		For	For
8 RICHARD H. LENNY		For	For
9 RUTH ANN MARSHALL		For	For
10 GARY M. RODKIN		For	For
11 ANDREW J. SCHINDLER		For	For
12 KENNETH E. STINSON		For	For
2. APPROVAL OF THE CONAGRA FOODS, INC. 2014 STOCK PLAN	Management	For	For
3.	Management	For	For

	APPROVAL OF THE CONAGRA FOODS, INC. 2014 EXECUTIVE INCENTIVE PLAN		
4.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR	Management	For
5.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For
6.	STOCKHOLDER PROPOSAL REGARDING BYLAW CHANGE IN REGARD TO VOTE- COUNTING	Shareholder	Against For

**CONOCOPHILLIPS**

<b>Security</b>	20825C104	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	COP	<b>Meeting Date</b>	12-May-2015
<b>ISIN</b>	US20825C1045	<b>Agenda</b>	934150804 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Management	For	For
1C.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN V. FARACI	Management	For	For
1F.	ELECTION OF DIRECTOR: JODY L. FREEMAN	Management	For	For
1G.	ELECTION OF DIRECTOR: GAY HUEY EVANS	Management	For	For
1H.	ELECTION OF DIRECTOR: RYAN M. LANCE	Management	For	For
1I.	ELECTION OF DIRECTOR: ARJUN N. MURTI	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Management	For	For
1K.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Management	For	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.		Management	For	For

- |    |   |             |         |     |
|----|---|-------------|---------|-----|
| 4. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. REPORT ON LOBBYING EXPENDITURES. | Shareholder | Against | For |
| 5. | NO ACCELERATED VESTING UPON CHANGE IN CONTROL. POLICY ON USING RESERVES       | Shareholder | Against | For |
| 6. | METRICS TO DETERMINE INCENTIVE COMPENSATION.                                  | Shareholder | Against | For |
| 7. | PROXY ACCESS.   | Shareholder | Against | For |

**CROWN CASTLE INTERNATIONAL CORP**

<b>Security</b>	22822V101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	CCI	<b>Meeting Date</b>	29-May-2015
<b>ISIN</b>	US22822V1017	<b>Agenda</b>	934172850 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: P. ROBERT BARTOLO	Management	For	For
1B.	ELECTION OF DIRECTOR: CINDY CHRISTY	Management	For	For
1C.	ELECTION OF DIRECTOR: ARI Q. FITZGERALD	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT E. GARRISON II	Management	For	For
1E.	ELECTION OF DIRECTOR: DALE N. HATFIELD	Management	For	For
1F.	ELECTION OF DIRECTOR: LEE W. HOGAN	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN P. KELLY	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT F. MCKENZIE	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015.	Management	For	For
3.	THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	THE NON-BINDING ADVISORY VOTE REGARDING THE FREQUENCY OF VOTING ON THE COMPENSATION OF THE COMPANY'S NAMED	Management	1 Year	For

## EXECUTIVE OFFICERS.

**ELI LILLY AND COMPANY**

<b>Security</b>	532457108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	LLY	<b>Meeting Date</b>	04-May-2015
<b>ISIN</b>	US5324571083	<b>Agenda</b>	934139216 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: K. BAICKER	Management	For	For
1B. ELECTION OF DIRECTOR: J.E. FYRWALD	Management	For	For
1C. ELECTION OF DIRECTOR: E.R. MARRAM	Management	For	For
1D. ELECTION OF DIRECTOR: J.P. TAI	Management	For	For
2. APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD	Management	For	For
3. OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2015.	Management	For	For

**EMC CORPORATION**

<b>Security</b>	268648102	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	EMC	<b>Meeting Date</b>	30-Apr-2015
<b>ISIN</b>	US2686481027	<b>Agenda</b>	934146867 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: JOSE E. ALMEIDA	Management	For	For
1B. ELECTION OF DIRECTOR: MICHAEL W. BROWN	Management	For	For
1C. ELECTION OF DIRECTOR: DONALD J. CARTY	Management	For	For
1D. ELECTION OF DIRECTOR: RANDOLPH L. COWEN	Management	For	For
1E. ELECTION OF DIRECTOR: JAMES S. DISTASIO	Management	For	For
1F. ELECTION OF DIRECTOR: JOHN R. EGAN	Management	For	For
1G. ELECTION OF DIRECTOR: WILLIAM D. GREEN	Management	For	For
1H.	Management	For	For

	ELECTION OF DIRECTOR: EDMUND F. KELLY		
1I.	ELECTION OF DIRECTOR: JAMI MISCIK	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PAUL SAGAN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DAVID N. STROHM	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JOSEPH M. TUCCI	ManagementFor	For
	RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015, AS DESCRIBED IN EMC'S PROXY STATEMENT.	ManagementFor	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT.	ManagementFor	For
4.	APPROVAL OF THE EMC CORPORATION AMENDED AND RESTATED 2003 STOCK PLAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.	ManagementFor	For
5.	TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Shareholder Abstain	Against

**FORD MOTOR COMPANY**

<b>Security</b>	345370860	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	F	<b>Meeting Date</b>	14-May-2015
<b>ISIN</b>	US3453708600	<b>Agenda</b>	934153026 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: STEPHEN G. BUTLER	ManagementFor	For	
1B. ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	ManagementFor	For	
1C. ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	ManagementFor	For	
1D. ELECTION OF DIRECTOR: MARK FIELDS	ManagementFor	For	
1E.	ManagementFor	For	

	ELECTION OF DIRECTOR: EDSEL B. FORD II		
1F.	ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.	Management	For
1G.	ELECTION OF DIRECTOR: JAMES P. HACKETT	Management	For
1H.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV	Management	For
1J.	ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.	Management	For
1K.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For
1L.	ELECTION OF DIRECTOR: JOHN C. LECHLEITER	Management	For
1M.	ELECTION OF DIRECTOR: ELLEN R. MARRAM	Management	For
1N.	ELECTION OF DIRECTOR: GERALD L. SHAHEEN	Management	For
1O.	ELECTION OF DIRECTOR: JOHN L. THORNTON	Management	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES. RELATING TO	Management	For
4.	CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE.	Shareholder	Abstain Against
5.	RELATING TO ALLOWING HOLDERS OF 20% OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Shareholder	Abstain Against

**GENERAL ELECTRIC COMPANY**

<b>Security</b>	369604103	<b>Meeting Type</b>	Annual
<b>Ticker</b>	GE	<b>Meeting Date</b>	22-Apr-2015
<b>Symbol</b>		<b>Agenda</b>	934135864 - Management
<b>ISIN</b>	US3696041033		

Item Proposal	Proposed by	Vote	For/Against Management
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A1	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	ManagementFor	For
A2	ELECTION OF DIRECTOR: JOHN J. BRENNAN	ManagementFor	For
A3	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	ManagementFor	For
A4	ELECTION OF DIRECTOR: FRANCISCO D'SOUZA	ManagementFor	For
A5	ELECTION OF DIRECTOR: MARIJN E. DEKKERS	ManagementFor	For
A6	ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD	ManagementFor	For
A7	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	ManagementFor	For
A8	ELECTION OF DIRECTOR: ANDREA JUNG	ManagementFor	For
A9	ELECTION OF DIRECTOR: ROBERT W. LANE	ManagementFor	For
A10	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	ManagementFor	For
A11	ELECTION OF DIRECTOR: JAMES J. MULVA	ManagementFor	For
A12	ELECTION OF DIRECTOR: JAMES E. ROHR	ManagementFor	For
A13	ELECTION OF DIRECTOR: MARY L. SCHAPIRO	ManagementFor	For
A14	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	ManagementFor	For
A15	ELECTION OF DIRECTOR: JAMES S. TISCH	ManagementFor	For
A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	ManagementFor	For
B1	ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION	ManagementFor	For
B2	RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2015	ManagementFor	For
C1	CUMULATIVE VOTING	Shareholder Against	For
C2	WRITTEN CONSENT	Shareholder Against	For
C3	ONE DIRECTOR FROM RANKS OF RETIREES	Shareholder Against	For
C4	HOLY LAND PRINCIPLES	Shareholder Against	For
C5	LIMIT EQUITY VESTING UPON CHANGE IN CONTROL	Shareholder Against	For

**HALCON RESOURCES CORPORATION**

<b>Security</b>	40537Q209	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	HK	<b>Meeting Date</b>	06-May-2015
<b>ISIN</b>	US40537Q2093	<b>Agenda</b>	934177622 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 TUCKER S. BRIDWELL		For	For
	2 KEVIN E. GODWIN		For	For
	3 MARK A. WELSH IV		For	For
2.	TO APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT, AT THE DISCRETION OF OUR BOARD OF DIRECTORS, A ONE-FOR-FIVE (1:5) REVERSE STOCK SPLIT OF OUR COMMON STOCK.	Management	For	For
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.	Management	For	For
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.	Management	For	For
5.	TO APPROVE THE DECLASSIFICATION OF OUR BOARD OF DIRECTORS AND PROVIDE FOR AN ANNUAL ELECTION OF DIRECTORS.	Management	For	For
6.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP, AN INDEPENDENT REGISTERED PUBLIC	Management	For	For

ACCOUNTING FIRM, AS OUR  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTANT FOR  
THE FISCAL YEAR ENDING  
DECEMBER 31, 2015.

**INTEL CORPORATION**

<b>Security</b>	458140100	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	INTC	<b>Meeting Date</b>	21-May-2015
<b>ISIN</b>	US4581401001	<b>Agenda</b>	934160766 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B. ELECTION OF DIRECTOR: ANEEL BHUSRI	Management	For	For
1C. ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For	For
1D. ELECTION OF DIRECTOR: SUSAN L. DECKER	Management	For	For
1E. ELECTION OF DIRECTOR: JOHN J. DONAHOE	Management	For	For
1F. ELECTION OF DIRECTOR: REED E. HUNDT	Management	For	For
1G. ELECTION OF DIRECTOR: BRIAN M. KRZANICH	Management	For	For
1H. ELECTION OF DIRECTOR: JAMES D. PLUMMER	Management	For	For
1I. ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Management	For	For
1J. ELECTION OF DIRECTOR: FRANK D. YEARY	Management	For	For
1K. ELECTION OF DIRECTOR: DAVID B. YOFFIE	Management	For	For
2. RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION APPROVAL OF AMENDMENT	Management	For	For
4. AND EXTENSION OF THE 2006 EQUITY INCENTIVE PLAN APPROVAL OF EXTENSION OF	Management	For	For
5. THE 2006 STOCK PURCHASE PLAN STOCKHOLDER PROPOSAL	Management	For	For
6. ENTITLED "HOLY LAND PRINCIPLES"	Shareholder	Abstain	Against

7. STOCKHOLDER PROPOSAL ON WHETHER THE CHAIRMAN OF THE BOARD SHOULD BE AN INDEPENDENT DIRECTOR Shareholder Abstain Against
8. STOCKHOLDER PROPOSAL ON WHETHER TO ADOPT AN ALTERNATIVE VOTE COUNTING STANDARD Shareholder Abstain Against

**INVESCO MORTGAGE CAPITAL INC.**

<b>Security</b>	46131B100	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	IVR	<b>Meeting Date</b>	06-May-2015
<b>ISIN</b>	US46131B1008	<b>Agenda</b>	934147237 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: G. MARK ARMOUR	Management	For	For
1.2	ELECTION OF DIRECTOR: JAMES S. BALLOUN	Management	For	For
1.3	ELECTION OF DIRECTOR: JOHN S. DAY	Management	For	For
1.4	ELECTION OF DIRECTOR: KAREN DUNN KELLEY	Management	For	For
1.5	ELECTION OF DIRECTOR: EDWARD J. HARDIN	Management	For	For
1.6	ELECTION OF DIRECTOR: JAMES R. LIENTZ, JR.	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S 2014 EXECUTIVE COMPENSATION APPOINTMENT OF GRANT THORNTON LLP AS THE	Management	For	For
3.	COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For

**KINDER MORGAN, INC.**

<b>Security</b>	49456B101	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	KMI	<b>Meeting Date</b>	20-Nov-2014
<b>ISIN</b>	US49456B1017	<b>Agenda</b>	934091721 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE AN AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF KMI TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS P COMMON STOCK, PAR VALUE \$0.01 PER SHARE, OF	Management	For	For

- KMI FROM 2,000,000,000 TO 4,000,000,000.
2. TO APPROVE THE ISSUANCE OF SHARES OF KMI COMMON STOCK IN THE PROPOSED KMP, KMR AND EPB MERGERS. ManagementFor For
3. TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE FOREGOING PROPOSALS AT THE TIME OF THE SPECIAL MEETING. ManagementFor For

**KINDER MORGAN, INC.**

<b>Security</b>	49456B101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	KMI	<b>Meeting Date</b>	07-May-2015
<b>ISIN</b>	US49456B1017	<b>Agenda</b>	934149813 - Management

Item Proposal	Proposed by	Vote	For/Against Management
1. DIRECTOR	Management		
1 RICHARD D. KINDER		For	For
2 STEVEN J. KEAN		For	For
3 TED A. GARDNER		For	For
4 ANTHONY W. HALL, JR.		For	For
5 GARY L. HULTQUIST		For	For
6 RONALD L. KUEHN, JR.		For	For
7 DEBORAH A. MACDONALD		For	For
8 MICHAEL J. MILLER		For	For
9 MICHAEL C. MORGAN		For	For
10 ARTHUR C. REICHSTETTER		For	For
11 FAYEZ SAROFIM		For	For
12 C. PARK SHAPER		For	For
13 WILLIAM A. SMITH		For	For
14 JOEL V. STAFF		For	For
15 ROBERT F. VAGT		For	For
16 PERRY M. WAUGHTAL		For	For
2. APPROVAL OF THE KINDER MORGAN, INC. 2015 AMENDED AND RESTATED STOCK INCENTIVE PLAN. ManagementFor For			
3. APPROVAL OF THE AMENDED AND RESTATED ANNUAL INCENTIVE PLAN OF KINDER MORGAN, INC. ManagementFor For			
4. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. ManagementFor For			

5.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
6.	APPROVAL OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF KINDER MORGAN, INC. STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE.	Management	For	For
7.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS.	Shareholder	Abstain	Against
8.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT.	Shareholder	Abstain	Against
9.		Shareholder	Abstain	Against

**LEXINGTON REALTY TRUST**

<b>Security</b>	529043101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	LXP	<b>Meeting Date</b>	19-May-2015
<b>ISIN</b>	US5290431015	<b>Agenda</b>	934169485 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A.	ELECTION OF TRUSTEE: E. ROBERT ROSKIND	Management	For	For
1B.	ELECTION OF TRUSTEE: T. WILSON EGLIN	Management	For	For
1C.	ELECTION OF TRUSTEE: RICHARD J. ROUSE	Management	For	For
1D.	ELECTION OF TRUSTEE: HAROLD FIRST	Management	For	For
1E.	ELECTION OF TRUSTEE: RICHARD S. FRARY	Management	For	For
1F.	ELECTION OF TRUSTEE: JAMES GROSFELD	Management	For	For
1G.	ELECTION OF TRUSTEE: KEVIN W. LYNCH	Management	For	For
2.	AN ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT FOR THE 2015 ANNUAL MEETING OF SHAREHOLDERS.	Management	For	For
3.		Management	For	For

RATIFICATION OF THE  
APPOINTMENT OF KPMG LLP  
AS THE COMPANY'S  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM  
FOR THE FISCAL YEAR  
ENDING DECEMBER 31, 2015.

**MERCK & CO., INC.**

<b>Security</b>	58933Y105	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MRK	<b>Meeting Date</b>	26-May-2015
<b>ISIN</b>	US58933Y1055	<b>Agenda</b>	934177393 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For	For
1B. ELECTION OF DIRECTOR: THOMAS R. CECH	Management	For	For
1C. ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Management	For	For
1D. ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For
1E. ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR.	Management	For	For
1F. ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For	For
1G. ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
1H. ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Management	For	For
1I. ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1J. ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Management	For	For
1K. ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1L. ELECTION OF DIRECTOR: PETER C. WENDELL	Management	For	For
2. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. RATIFICATION OF THE APPOINTMENT OF THE	Management	Abstain	Against
3. COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. PROPOSAL TO AMEND AND	Management	For	For
4. RESTATE THE 2010 INCENTIVE STOCK PLAN.	Management	Abstain	Against
5. PROPOSAL TO AMEND AND RESTATE THE EXECUTIVE	Management	Abstain	Against

- INCENTIVE PLAN.  
SHAREHOLDER PROPOSAL  
CONCERNING
6. SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT. Shareholder Against For
- SHAREHOLDER PROPOSAL  
7. CONCERNING ACCELERATED VESTING OF EQUITY AWARDS. Shareholder Against For

**METLIFE, INC.**

<b>Security</b>	59156R108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MET	<b>Meeting Date</b>	28-Apr-2015
<b>ISIN</b>	US59156R1086	<b>Agenda</b>	934151402 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHERYL W. GRISE	Management	For	For
1B.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1C.	ELECTION OF DIRECTOR: R. GLENN HUBBARD	Management	For	For
1D.	ELECTION OF DIRECTOR: STEVEN A. KANDARIAN	Management	For	For
1E.	ELECTION OF DIRECTOR: ALFRED F. KELLY, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: EDWARD J. KELLY, III	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES M. KILTS	Management	For	For
1I.	ELECTION OF DIRECTOR: CATHERINE R. KINNEY	Management	For	For
1J.	ELECTION OF DIRECTOR: DENISE M. MORRISON	Management	For	For
1K.	ELECTION OF DIRECTOR: KENTON J. SICCHITANO	Management	For	For
1L.	ELECTION OF DIRECTOR: LULU C. WANG	Management	For	For
2A.	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	Management	For	For
2B.		Management	For	For



	AMEND THE CERTIFICATE OF INCORPORATION TO CHANGE 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	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS	ManagementFor	For

**MICROSOFT CORPORATION**

<b>Security</b>	594918104	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MSFT	<b>Meeting Date</b>	03-Dec-2014
<b>ISIN</b>	US5949181045	<b>Agenda</b>	934087708 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Management	For	For
1B.	ELECTION OF DIRECTOR: MARIA M. KLAWE	Management	For	For
1C.	ELECTION OF DIRECTOR: TERI L. LIST- STOLL	Management	For	For
1D.	ELECTION OF DIRECTOR: G. MASON MORFIT	Management	For	For
1E.	ELECTION OF DIRECTOR: SATYA NADELLA	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Management	For	For
1G.	ELECTION OF DIRECTOR: HELMUT PANKE	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN W. STANTON	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Management	For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2015	Management	For	For
3.	INDEPENDENT AUDITOR FOR FISCAL YEAR 2015	Management	For	For
4.	SHAREHOLDER PROPOSAL - PROXY ACCESS FOR	Shareholder	Abstain	Against

## SHAREHOLDERS

**PFIZER INC.**

<b>Security</b>	717081103	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	PFE	<b>Meeting Date</b>	23-Apr-2015
<b>ISIN</b>	US7170811035	<b>Agenda</b>	934135927 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Management	For	For
1B. ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1C. ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	Management	For	For
1D. ELECTION OF DIRECTOR: HELEN H. HOBBS	Management	For	For
1E. ELECTION OF DIRECTOR: JAMES M. KILTS	Management	For	For
1F. ELECTION OF DIRECTOR: SHANTANU NARAYEN	Management	For	For
1G. ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For
1H. ELECTION OF DIRECTOR: IAN C. READ	Management	For	For
1I. ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For	For
1J. ELECTION OF DIRECTOR: JAMES C. SMITH	Management	For	For
1K. ELECTION OF DIRECTOR: MARC TESSIER- LAVIGNE	Management	For	For
2. RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
3. ADVISORY APPROVAL OF EXECUTIVE COMPENSATION SHAREHOLDER PROPOSAL	Management	For	For
4. REGARDING REPORT ON LOBBYING ACTIVITIES	Shareholder	Abstain	Against

**SBA COMMUNICATIONS CORPORATION**

<b>Security</b>	78388J106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	SBAC	<b>Meeting Date</b>	21-May-2015
<b>ISIN</b>	US78388J1060	<b>Agenda</b>	934178674 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.1 ELECTION OF DIRECTOR FOR A THREE- YEAR TERM EXPIRING AT THE 2018	Management	For	For

	ANNUAL MEETING: BRIAN C. CARR ELECTION OF DIRECTOR FOR A THREE- YEAR TERM		
1.2	EXPIRING AT THE 2018 ANNUAL MEETING: MARY S. CHAN ELECTION OF DIRECTOR FOR A THREE- YEAR TERM	ManagementFor	For
1.3	EXPIRING AT THE 2018 ANNUAL MEETING: GEORGE R. KROUSE, JR. RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS SBA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	ManagementFor	For
2.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF SBA'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	APPROVAL OF SBA'S PROPOSAL REGARDING PROXY ACCESS.	ManagementFor	For
4.	VOTE ON SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder Abstain	Against

**STRATASYS LTD**

<b>Security</b>	M85548101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	SSYS	<b>Meeting Date</b>	10-Jul-2014
<b>ISIN</b>	IL0011267213	<b>Agenda</b>	934048073 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	ELECTION OF MS. ZIVA PATIR, WHO ALSO QUALIFIES AS AN UNAFFILIATED DIRECTOR UNDER THE ISRAELI COMPANIES LAW 5759- 1999, TO SERVE AS THE UNCLASSIFIED DIRECTOR OF THE COMPANY.	ManagementFor	For
2.	APPROVAL OF A CASH BONUS OF 1,880,800 NEW ISRAELI SHEKELS ("NIS") (APPROXIMATELY \$541,550) TO BE PAID TO MR. DAVID REIS,	ManagementFor	For

- |     |  |               |     |
|-----|--|---------------|-----|
| 3.  | <p>OUR CHIEF EXECUTIVE OFFICER AND A DIRECTOR, IN RESPECT OF HIS PERFORMANCE FOR THE YEAR ENDED DECEMBER 31, 2013. APPROVAL OF A CASH BONUS OF \$177,716 TO BE PAID TO MR. S. SCOTT CRUMP, OUR CHAIRMAN AND CHIEF INNOVATION OFFICER, IN RESPECT OF HIS PERFORMANCE FOR THE YEAR ENDED DECEMBER 31, 2013. APPROVAL OF A CASH BONUS OF NIS 574,500 (APPROXIMATELY \$165,420) TO BE PAID TO MR. ILAN LEVIN, A DIRECTOR AND CHAIRMAN OF BACCIO CORPORATION, THE PARENT ENTITY OF OUR MAKERBOT GROUP OF COMPANIES, IN RESPECT OF HIS PERFORMANCE FOR THE YEAR ENDED DECEMBER 31, 2013.</p> | ManagementFor | For |
| 4.  | <p>APPROVAL OF THE TERMS OF A GRANT OF OPTIONS TO PURCHASE 22,000 ORDINARY SHARES, NOMINAL VALUE NIS 0.01 PER SHARE, OF STRATASYS LTD. TO MR. EDWARD J. FIERKO AS DIRECTOR OF THE COMPANY.</p>   | ManagementFor | For |
| 5A. | <p>APPROVAL OF THE TERMS OF A GRANT OF OPTIONS TO PURCHASE 22,000 ORDINARY SHARES, NOMINAL VALUE NIS 0.01 PER SHARE, OF STRATASYS LTD. TO MR. JOHN J. MCELENEY AS DIRECTOR OF THE COMPANY</p>  | ManagementFor | For |
| 5B. | <p>APPROVAL OF THE TERMS OF A GRANT OF OPTIONS TO PURCHASE 22,000 ORDINARY SHARES, NOMINAL VALUE NIS 0.01 PER SHARE, OF STRATASYS LTD. TO MR. CLIFFORD H. SCHWIETER AS DIRECTOR OF THE COMPANY</p>   | ManagementFor | For |
| 5C. | <p>APPROVAL OF AN INCREASE IN THE COVERAGE UNDER</p>   | ManagementFor | For |
| 6.  | <p>APPROVAL OF AN INCREASE IN THE COVERAGE UNDER</p>   | ManagementFor | For |

- THE COMPANY'S DIRECTORS AND OFFICERS LIABILITY INSURANCE POLICY TO AGGREGATE MAXIMUM COVERAGE OF \$80 MILLION. RE-APPOINTMENT OF KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LIMITED, AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2014 AND UNTIL ITS NEXT ANNUAL GENERAL MEETING OF SHAREHOLDERS, AND TO AUTHORIZE THE BOARD (UPON RECOMMENDATION OF THE AUDIT COMMITTEE) TO FIX THEIR REMUNERATION.
- |    |  |            |     |     |
|----|--|------------|-----|-----|
| 7. |  | Management | For | For |
|----|--|------------|-----|-----|

**STRATASYS LTD**

<b>Security</b>	M85548101	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	SSYS	<b>Meeting Date</b>	03-Feb-2015
<b>ISIN</b>	IL0011267213	<b>Agenda</b>	934117789 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1. THE APPROVAL OF AMENDMENTS TO THE COMPANY'S CURRENT AMENDED AND RESTATED ARTICLES OF ASSOCIATION, AS AMENDED (THE "ARTICLES OF ASSOCIATION"), THAT (I) REFLECT THE EXPIRATION OF THE INITIAL TWO-YEAR TERM FOLLOWING THE OBJET LTD.- STRATASYS, INC. MERGER, INCLUDING THE ELIMINATION OF CLASS A DIRECTOR AND CLASS B DIRECTOR CLASSIFICATIONS FOR MEMBERS OF OUR BOARD OF DIRECTORS (THE "BOARD"), (II) PROVIDE PROCEDURES FOR SHAREHOLDER PROPOSALS AND SHAREHOLDER NOMINATIONS FOR DIRECTORS AT GENERAL ... (DUE TO SPACE LIMITS, SEE	Management	For	For

PROXY STATEMENT FOR FULL PROPOSAL)

2A.	ELECTION OF DIRECTOR: S. SCOTT CRUMP	ManagementFor	For
2B.	ELECTION OF DIRECTOR: ELCHANAN JAGLOM	ManagementFor	For
2C.	ELECTION OF DIRECTOR: EDWARD J. FIERKO	ManagementFor	For
2D.	ELECTION OF DIRECTOR: ILAN LEVIN	ManagementFor	For
2E.	ELECTION OF DIRECTOR: JOHN J. MCELENEY	ManagementFor	For
2F.	ELECTION OF DIRECTOR: DAVID REIS	ManagementFor	For
2G.	ELECTION OF DIRECTOR: CLIFFORD H. SCHWIETER	ManagementFor	For
3.	THE APPROVAL OF AMENDMENTS TO THE COMPENSATION POLICY FOR THE COMPANY'S EXECUTIVE OFFICERS AND DIRECTORS, IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES LAW	ManagementFor	For

**THE WALT DISNEY COMPANY**

<b>Security</b>	254687106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	DIS	<b>Meeting Date</b>	12-Mar-2015
<b>ISIN</b>	US2546871060	<b>Agenda</b>	934118666 - Management

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A.	ELECTION OF DIRECTOR: SUSAN E. ARNOLD	ManagementFor	For
1B.	ELECTION OF DIRECTOR: JOHN S. CHEN	ManagementFor	For
1C.	ELECTION OF DIRECTOR: JACK DORSEY	ManagementFor	For
1D.	ELECTION OF DIRECTOR: ROBERT A. IGER	ManagementFor	For
1E.	ELECTION OF DIRECTOR: FRED H. LANGHAMMER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: AYLWIN B. LEWIS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	ManagementFor	For
1H.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	ManagementFor	For
1I.	ELECTION OF DIRECTOR: SHERYL K. SANDBERG	ManagementFor	For
1J.		ManagementFor	For

	ELECTION OF DIRECTOR: ORIN C. SMITH TO RATIFY THE APPOINTMENT OF		
2.	PRICewaterhouseCOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	ManagementFor	For
3.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	ManagementFor	For
4.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN.	Shareholder For	Against
5.	TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO ACCELERATION OF EXECUTIVE PAY.	Shareholder For	Against

**UNILEVER N.V.**

<b>Security</b>	904784709	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	UN	<b>Meeting Date</b>	29-Apr-2015
<b>ISIN</b>	US9047847093	<b>Agenda</b>	934164043 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
2.	ADOPTION OF THE ANNUAL ACCOUNTS AND APPROPRIATION OF THE PROFIT FOR THE 2014 FINANCIAL YEAR.	ManagementFor	For	For
3.	DISCHARGE OF EXECUTIVE DIRECTORS.	ManagementFor	For	For
4.	DISCHARGE OF NON-EXECUTIVE DIRECTORS. RE-APPOINT OF EXECUTIVE	ManagementFor	For	For
5.	DIRECTOR: MR P G J M POLMAN	ManagementFor	For	For
6.	RE-APPOINT OF EXECUTIVE DIRECTOR: MR R J-M S HUET	ManagementFor	For	For
7.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MRS L M CHA	ManagementFor	For	For
8.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: PROFESSOR L O FRESCO	ManagementFor	For	For
9.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MS A M FUDGE	ManagementFor	For	For
10.		ManagementFor	For	For

	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MS M MA		
11.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MS H NYASULU	ManagementFor	For
12.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MR J RISHTON	ManagementFor	For
13.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MR F SIJBESMA	ManagementFor	For
14.	RE-APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MR M TRESCHOW	ManagementFor	For
15.	APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MR N S ANDERSEN	ManagementFor	For
16.	APPOINTMENT OF NON-EXECUTIVE DIRECTOR: MR V COLAO	ManagementFor	For
17.	APPOINTMENT OF NON-EXECUTIVE DIRECTOR: DR J HARTMANN	ManagementFor	For
18.	APPOINTMENT OF THE AUDITOR CHARGED WITH THE AUDITING OF THE ANNUAL ACCOUNTS FOR THE 2015 FINANCIAL YEAR.	ManagementFor	For
19.	DESIGNATION OF THE BOARD OF DIRECTORS AS THE COMPANY BODY AUTHORISED IN RESPECT OF THE ISSUE OF SHARES IN THE SHARE CAPITAL OF THE COMPANY AND TO RESTRICT OR EXCLUDE THE STATUTORY PRE-EMPTION RIGHTS THAT ACCRUE TO SHAREHOLDERS UPON ISSUE OF SHARES.	ManagementFor	For
20.	AUTHORISATION OF THE BOARD OF DIRECTORS TO PURCHASE SHARES AND DEPOSITARY RECEIPTS THEREOF IN THE SHARE CAPITAL OF THE COMPANY.	ManagementFor	For
21.	CAPITAL REDUCTION WITH RESPECT TO SHARES AND DEPOSITARY RECEIPTS THEREOF HELD BY THE COMPANY IN ITS OWN SHARE	ManagementFor	For



## CAPITAL.

**VERIZON COMMUNICATIONS INC.**

<b>Security</b>	92343V104	<b>Meeting Type</b>	Annual
<b>Ticker</b>	VZ	<b>Meeting Date</b>	07-May-2015
<b>Symbol</b>		<b>Agenda</b>	934144318 - Management
<b>ISIN</b>	US92343V1044		

<b>Item Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A. ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU	Management	For	For
1B. ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C. ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For	For
1D. ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For	For
1E. ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For	For
1F. ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For	For
1G. ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For	For
1H. ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Management	For	For
1I. ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For	For
1J. ELECTION OF DIRECTOR: KATHRYN A. TESIJA	Management	For	For
1K. ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For	For
2. RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4. NETWORK NEUTRALITY REPORT	Shareholder	For	Against
5. POLITICAL SPENDING REPORT	Shareholder	Abstain	Against
6. SEVERANCE APPROVAL POLICY	Shareholder	Abstain	Against
7. STOCK RETENTION POLICY	Shareholder	Abstain	Against
8. SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Abstain	Against

**VODAFONE GROUP PLC**

<b>Security</b>	92857W308	<b>Meeting Type</b>	Annual
<b>Ticker</b>	VOD	<b>Meeting Date</b>	29-Jul-2014
<b>Symbol</b>		<b>Agenda</b>	934046740 - Management
<b>ISIN</b>	US92857W3088		

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	TO RECEIVE THE COMPANY'S ACCOUNTS, THE STRATEGIC REPORT AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2014	Management	For	For
2.	TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR	Management	For	For
3.	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Management	For	For
4.	TO ELECT NICK READ AS A DIRECTOR	Management	For	For
5.	TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR	Management	For	For
6.	TO ELECT SIR CRISPIN DAVIS AS A DIRECTOR	Management	For	For
7.	TO ELECT DAME CLARA FURSE AS A DIRECTOR, WITH EFFECT FROM 1 SEPTEMBER 2014	Management	For	For
8.	TO ELECT VALERIE GOODING AS A DIRECTOR	Management	For	For
9.	TO RE-ELECT RENEE JAMES AS A DIRECTOR	Management	For	For
10.	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR	Management	For	For
11.	TO RE-ELECT OMID KORDESTANI AS A DIRECTOR	Management	For	For
12.	TO RE-ELECT NICK LAND AS A DIRECTOR	Management	For	For
13.	TO RE-ELECT LUC VANDEVELDE AS A DIRECTOR	Management	For	For
14.	TO RE-ELECT PHILIP YEA AS A DIRECTOR	Management	For	For
15.	TO DECLARE A FINAL DIVIDEND OF 7.47 PENCE PER ORDINARY SHARE FOR THE YEAR ENDED 31 MARCH 2014	Management	For	For
16.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY FOR THE YEAR ENDED 31 MARCH 2014	Management	For	For
17.	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2014	Management	For	For
18.	TO APPROVE THE VODAFONE GLOBAL INCENTIVE PLAN RULES	Management	For	For

19.	TO CONFIRM PWC'S APPOINTMENT AS AUDITOR TO AUTHORISE THE AUDIT AND RISK COMMITTEE TO	ManagementFor	For
20.	DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
21.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES TO AUTHORISE THE	ManagementAbstain	Against
S22	DIRECTORS TO DIS- APPLY PRE-EMPTION RIGHTS TO AUTHORISE THE COMPANY	ManagementAbstain	Against
S23	TO PURCHASE ITS OWN SHARES TO AUTHORISE POLITICAL	ManagementFor	For
24.	DONATIONS AND EXPENDITURE TO AUTHORISE THE COMPANY	ManagementAbstain	Against
S25	TO CALL GENERAL MEETINGS (OTHER THAN AGMS) ON 14 CLEAR DAYS' NOTICE	ManagementFor	For

**WELLS FARGO & COMPANY**

<b>Security</b>	949746101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	WFC	<b>Meeting Date</b>	28-Apr-2015
<b>ISIN</b>	US9497461015	<b>Agenda</b>	934141374 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	Management	For	For
1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	Management	For	For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	Management	For	For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	Management	For	For
1E)	ELECTION OF DIRECTOR: ELIZABETH A. DUKE	Management	For	For
1F)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Management	For	For
1G)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Management	For	For
1H)	ELECTION OF DIRECTOR: DONALD M. JAMES	Management	For	For
1I)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Management	For	For
1J)	ELECTION OF DIRECTOR: FEDERICO F. PENA	Management	For	For
1K)		Management	For	For

	ELECTION OF DIRECTOR: JAMES H. QUIGLEY		
1L)	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	ManagementFor	For
1M)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	ManagementFor	For
1N)	ELECTION OF DIRECTOR: JOHN G. STUMPF	ManagementFor	For
1O)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	ManagementFor	For
1P)	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	ManagementFor	For
2.	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S	ManagementFor	For
3.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
4.	ADOPT A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN. PROVIDE A REPORT ON THE	Shareholder Abstain	Against
5.	COMPANY'S LOBBYING POLICIES AND PRACTICES.	Shareholder Abstain	Against

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.

Ellsworth Growth and Income Fund Ltd.  
(Registrant)

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

DATE: July 16, 2015