TORTOISE PIPELINE & ENERGY FUND, INC. Form N-PX

August 25, 2017

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-22585

Tortoise Pipeline & Energy Fund, Inc. (Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211 (Address of Principal Executive Offices) (Zip code)

Terry C. Matlack Diane Bono 11550 Ash Street, Suite 300, Leawood, KS 66211 (Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: July 1, 2016 - June 30, 2017

## Item 1. Proxy Voting Record

	•	C				
		RESOURCE NT CORP	Е			
Security	5860	)5Q109			Meeting Type	Special
Ticker Symbol	MRI	D			Meeting Date	15-Sep-2016
ISIN	US5	8605Q109	4		Agenda	934470698 - Management
Record Date	10- <i>A</i>	Aug-2016			Holding Recon Date	10-Aug-2016
City /	Countr	у	/United States		Vote Deadline Date Quick	e 14-Sep-2016
SEDOL	$L(\mathbf{s})$				Code	
Item	Propos	al		Proposed by	Vote	For/Against Management
2	ADOP' AGRE PLAN DATE: 2016, I AND A RESOL MEDII INC. A RESOL DEVE AND T TRAN CONT. THERI INCLU MERG TO AP ADVIS (NON- BASIS COMP MAY I BECOL MEMO	EMENT A OF MERC D AS OF M BY AMONG R URCES ORATION NA MERC AND MEM URCE LOPMENT THE SACTION EMPLATI EBY, JDING THE ER. PROVE, O BORY BINDING	AND GER, MAY 15, ANGE  GER SUB, ORIAL F CORP., SED  IE ON AN ON THAT OR BLE TO JAMED	Management		For

IN CONNECTION WITH

THE

For

MERGER.

TO APPROVE THE

ADJOURNMENT OF

THE

MEMORIAL SPECIAL

MEETING TO A LATER

DATE OR

DATES, IF NECESSARY

OR APPROPRIATE, TO

3 SOLICIT ADDITIONAL

Management For

PROXIES IN THE

**EVENT** 

THERE ARE NOT

SUFFICIENT VOTES AT

THE TIME

OF THE SPECIAL

MEETING TO APPROVE

THE

MERGER PROPOSAL.

# RANGE RESOURCES CORPORATION

OF

RANGE RESOURCES CORPORATION COMMON

STOCK, PAR VALUE \$0.01 PER SHARE, TO MEMORIAL RESOURCE DEVELOPMENT CORP. STOCKHOLDERS IN CONNECTION WITH

COIL	1011			
Security	75281A109		Meeting Type	Special
Ticker Symbol	RRC		Meeting Date	15-Sep-2016
ISIN	US75281A1097		Agenda	934470713 - Management
D 1			Holding	C
Record	10-Aug-2016		Recon	10-Aug-2016
Date	C		Date	
	TT '. 1		Vote	
City /	Country / United		Deadline	e 14-Sep-2016
•	States		Date	•
CEDOI			Quick	
SEDOL	o(s)		Code	
T4	D1	Proposed	<b>X</b> 7 - 4 -	For/Against
Item	Proposal	by	Vote	Management
1.	TO APPROVE THE	Management		For
	ISSUANCE OF SHARES	2		

THE

**MERGER** 

**CONTEMPLATED BY** 

THE AGREEMENT

AND PLAN OF

MERGER, DATED AS OF

MAY 15, 2016,

BY AND AMONG

RANGE RESOURCES ..

(DUE TO

SPACE LIMITS, SEE

PROXY STATEMENT

FOR FULL

PROPOSAL).

TO APPROVE THE

ADJOURNMENT OF

THE RANGE

**RESOURCES** 

**CORPORATION** 

SPECIAL MEETING TO

A LATER DATE OR

DATES, IF NECESSARY

OR

2. APPROPRIATE, TO

Management For

For

SOLICIT ADDITIONAL

DROWEG DA

PROXIES IN

THE EVENT THERE

ARE NOT SUFFICIENT

**VOTES AT** 

THE TIME OF THE

SPECIAL MEETING TO

**APPROVE** 

THE RANGE STOCK

ISSUANCE PROPOSAL.

#### SEMGROUP CORPORATION

Security 81663A105 Meeting Type Special

Ticker Meeting

Symbol SEMG Date 29-Sep-2016

ISIN US81663A1051 Agenda 934476018 - Management

Holding

Record 22-Aug-2016 Recon 22-Aug-2016

Date Date

Vote

City / Country / United Deadline 28-Sep-2016

Date

SEDOL(s)

Item	Proposal	Proposed by	Quick Code Vote	For/Against Management
1.	TO APPROVE THE ISSUANCE OF CLASS A COMMON STOCK PURSUANT TO THE TERMS OF THE MERGER AGREEMENT IN CONNECTION WITH THE	Managemen	ıt For	For
2.	MERGER. TO APPROVE THE ADJOURNMENT OF THE SEMGROUP SPECIAL MEETING, FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES	Managemen	t For	For
TESOF LP	RO LOGISTICS			
Securit	у 88160Т107		Meeting Type	Special
Ticker Symbo	TLLP		Meeting Date	04-Oct-2016
ISIN	US88160T1079		Agenda	934473593 - Management
Record Date	18-Aug-2016		Holding Recon Date	18-Aug-2016
City /	Country / United / States		Vote Deadline Date	e 03-Oct-2016
SEDOI	<b>L</b> (s)		Quick Code	
Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE PARTNERSHIP'S 2011 LONG-TERM	·	t For	For

INCENTIVE PLAN (THE

"LTIP

PROPOSAL").

For

TO APPROVE THE

ADJOURNMENT OF

THE SPECIAL

MEETING TO A LATER

DATE OR DATES, IF

**NECESSARY OR** 

APPROPRIATE TO

**SOLICIT** 

ADDITIONAL PROXIES

IN THE EVENT THERE Management For

**ARE** 

**NOT SUFFICIENT** 

**VOTES AT THE TIME** 

OF THE

SPECIAL MEETING TO

APPROVE THE LTIP

PROPOSAL (THE

"ADJOURNMENT

PROPOSAL").

#### PLAINS GP HOLDINGS,

L.P.

2.

Security	72651A108		Meeting Type	Special
Ticker Symbol	PAGP		Meeting Date	15-Nov-2016
ISIN	US72651A108	38	Agenda	934489659 -
Record			Holding	Management
Date	30-Sep-2016		Recon Date	30-Sep-2016
		**	Vote	
City / C	Country	/United States	Deadline	14-Nov-2016
		States	Date	

SEDOL(s)

Item Proposal Proposed by Vote For/Against Management

Quick

Code

1. PROPOSAL TO Management For For

APPROVE THE

**SIMPLIFICATION** 

AGREEMENT, DATED

AS OF JULY 11, 2016, BY

AND

AMONG PLAINS GP

HOLDINGS, L.P., PAA

GP

HOLDINGS LLC,

PLAINS AAP, L.P.,

PLAINS ALL

AMERICAN GP LLC, PLAINS ALL **AMERICAN** PIPELINE, L.P., AND PAA GP LLC, AND THE **TRANSACTIONS CONTEMPLATED BY** THE **SIMPLIFICATION** AGREEMENT. PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, AT THE DISCRETION OF OUR For Management For **GENERAL** PARTNER, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE **SIMPLIFICATION** PROPOSAL. DIAMONDBACK ENERGY, INC. Meeting Security 25278X109 Special Type Ticker Meeting **FANG** 07-Dec-2016 Symbol Date 934506392 -**ISIN** US25278X1090 Agenda Management Holding Record 11-Nov-2016 Recon 11-Nov-2016 Date Date Vote United City / Deadline 06-Dec-2016 Country States Date Quick SEDOL(s) Code Proposed For/Against Item Proposal Vote Management by PROPOSAL TO Management For For

2.

1.

APPROVE AN AMENDMENT TO DIAMONDBACK ENERGY, INC.'S AMENDED AND

RESTATED
CERTIFICATE OF
INCORPORATION TO
INCREASE THE TOTAL
NUMBER OF
AUTHORIZED
SHARES OF COMMON
STOCK FROM
100,000,000 TO
200,000,000.

# SPECTRA ENERGY

CO	RP

Security	847560109			Meeting Type	Special
Ticker Symbol	SE			Meeting Date	15-Dec-2016
ISIN	US847560109	7		Agenda	934503776 - Management
D 1				Holding	
Record	07-Nov-2016			Recon	07-Nov-2016
Date				Date	
		**		Vote	
City / C	Country	/United		Deadline	e 14-Dec-2016
,	J	States		Date	
ann or (				Quick	
SEDOL(s)	)			Code	
Item P	roposal		Proposed by	Vote	For/Against Management

Item Proposal Vote by Vote Management

1. TO CONSIDER AND Management For For

VOTE ON A PROPOSAL

(WHICH

WE REFER TO AS THE

"MERGER PROPOSAL")

TO

ADOPT THE

AGREEMENT AND

PLAN OF MERGER,

DATED AS OF

**SEPTEMBER 5, 2016** 

(WHICH, AS MAY

BE AMENDED, WE

REFER TO AS THE

"MERGER

AGREEMENT"),

AMONG SPECTRA

ENERGY,

ENBRIDGE INC., A

**CANADIAN** 

**CORPORATION** 

For

(WHICH WE REFER TO

AS "ENBRIDGE"), AND

**SAND** 

MERGER SUB, INC., A

**DELAWARE** 

**CORPORATION** 

AND A DIRECT

WHOLLY OWNED

**SUBSIDIARY OF** 

ENBRIDGE (WHICH WE

REFER TO AS

"MERGER

SUB"), PURSUANT TO

WHICH, AMONG

**OTHER** 

...(DUE TO SPACE

LIMITS, SEE PROXY

**STATEMENT** 

FOR FULL PROPOSAL).

TO CONSIDER AND

**VOTE ON A PROPOSAL** 

(WHICH

WE REFER TO AS THE

"ADVISORY

**COMPENSATION** 

PROPOSAL") TO

APPROVE, ON AN

ADVISORY (NON-

BINDING) BASIS,

**CERTAIN SPECIFIED** COMPENSATION THAT Management For 2.

WILL OR MAY BE PAID

BY

SPECTRA ENERGY TO

ITS NAMED

**EXECUTIVE** 

**OFFICERS THAT IS** 

BASED ON OR

**OTHERWISE** 

**RELATES TO THE** 

MERGER.

#### **ENBRIDGE**

INC.

Meeting Security **Special** 29250N105 Type

Meeting Ticker

**ENB** 15-Dec-2016 Symbol Date

934505554 -**ISIN** CA29250N1050 Agenda Management

Holding Record 07-Nov-2016 Recon 07-Nov-2016 Date Date Vote Country /Canada Deadline 12-Dec-2016 City / Date Ouick SEDOL(s) Code Proposed For/Against Item Proposal Vote Management by VOTE ON AN ORDINARY RESOLUTION **AUTHORIZING AND** APPROVING THE **ISSUANCE BY ENBRIDGE OF SUCH** NUMBER OF COMMON SHARES IN THE **CAPITAL OF ENBRIDGE AS SHALL BE NECESSARY** PURSUANT TO THE TERMS OF THE AGREEMENT AND PLAN OF MERGER DATED AS OF SEPTEMBER 5,2016 (THE "MERGER AGREEMENT") AMONG ENBRIDGE, For 01 Management For SAND MERGER SUB, INC., A **DIRECT** WHOLLY-OWNED SUBSIDIARY OF ENBRIDGE, AND SPECTRA ENERGY CORP. THE FULL TEXT OF THE RESOLUTION **AUTHORIZING** AND APPROVING THE ISSUANCE OF COMMON SHARES IS SET OUT IN **OUR MANAGEMENT INFORMATION** CIRCULAR FOR OUR **SPECIAL** 

MEETING OF SHAREHOLDERS.

VOTE ON AN ORDINARY

RESOLUTION

RATIFYING,

**CONFIRMING AND** 

APPROVING CERTAIN

AMENDMENTS TO

GENERAL BY-LAW NO. 1

OF

ENBRIDGE, WHICH

AMENDMENTS ARE

CONDITIONAL UPON

THE COMPLETION OF

THE

MERGER WITH SPECTRA

Management For For

02 ENERGY CORP,

PURSUANT TO THE

TERMS OF THE MERGER

AGREEMENT. THE FULL

**TEXT OF THE** 

RESOLUTION

APPROVING THE

AMENDMENT TO OUR

**BY-LAWS IS** 

SET OUT IN OUR

**MANAGEMENT** 

**INFORMATION** 

CIRCULAR FOR OUR

SPECIAL MEETING OF

SHAREHOLDERS.

RSP

**PERMIAN** 

**INC** 

Security	74978Q105	Meeting	Special
Security	715702105	Type	Special

Ticker Symbol RSPP Meeting Date 24-Feb-2017

ISIN US74978Q1058 Agenda 934528108 - Management

Holding

Record Date 19-Jan-2017 Recon 19-Jan-2017

Date

Vote Vote

City / Country / States Deadline 23-Feb-2017

Date Quick

SEDOL(s) Quick

Item Proposal Proposed by Vote For/Against Management

1. Management For For

APPROVAL OF THE

ISSUANCE OF 16,019,638

SHARES OF RSP

PERMIAN, INC.'S (THE

"COMPANY'S")

COMMON STOCK TO

SILVER HILL

ENERGY PARTNERS II,

LLC (THE "SHEP II

SELLER"),

PURSUANT TO AND

**SUBJECT TO** 

**ADJUSTMENTS** 

PROVIDED IN THE

**MEMBERSHIP** 

**INTEREST** 

PURCHASE AND SALE

AGREEMENT, DATED

AS OF

OCTOBER 13, 2016, BY

...(DUE TO SPACE

LIMITS,

SEE PROXY

STATEMENT FOR FULL

PROPOSAL).

APPROVAL OF THE

ADJOURNMENT OR

POSTPONEMENT OF

THE SPECIAL

MEETING, IF

**NECESSARY OR** 

APPROPRIATE TO

2. SOLICIT Management For

For

**ADDITIONAL PROXIES** 

IF THERE ARE

**INSUFFICIENT** 

**VOTES AT THE TIME** 

OF THE SPECIAL

**MEETING TO** 

APPROVE PROPOSAL 1.

**EQT** 

**CORPORATION** 

Meeting Security 26884L109 Annual Type

Meeting Ticker Symbol 19-Apr-2017 **EQT** 

Date

934533591 -**ISIN** US26884L1098 Agenda Management

Record Date 08-Feb-2017 08-Feb-2017

City / SEDOL(s)	Country / United / States		Holding Recon Date Vote Deadlin Date Quick	
Item	Proposal	Proposed by	Code Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: VICKY A. BAILEY	Management	For	For
1B.	ELECTION OF DIRECTOR: PHILIP G. BEHRMAN, PH.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH M. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: A. BRAY CARY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: MARGARET K. DORMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID L. PORGES	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES E. ROHR	Management	For	For
1H.	ELECTION OF DIRECTOR: STEVEN T. SCHLOTTERBECK	Management	For	For
1I.	ELECTION OF DIRECTOR: STEPHEN A. THORINGTON	Management	For	For
1J.	ELECTION OF DIRECTOR: LEE T. TODD, JR., PH.D.	Management	For	For
1K.	ELECTION OF DIRECTOR: CHRISTINE J. TORETTI	Management	For	For
2.	APPROVAL OF A NON-BINDING RESOLUTION REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	For	For

	Eugar Filling. 10K1015	E PIPELINE & ENEP	RGY FUND, INC FOIII
<ol> <li>4.</li> </ol>	FOR 2016 (SAY-ON-PAY) NON-BINDING RECOMMENDATION ON THE FREQUENCY WITH WHICH THE COMPANY SHOULD HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management 1 Year  Management For	For
MAGELL PARTNE	AN MIDSTREAM RS,L.P.		
Security	559080106	Meeting Type Anni	ual
Ticker		Meeting	

Ticker Symbol	MMP			Meeting Date	20-Apr-2017
ISIN	US559080106	55		Agenda	934535139 - Management
Record Date	21-Feb-2017			Holding Recon Date	21-Feb-2017
City /	Country	/United States		Vote Deadline Date	e 19-Apr-2017
SEDOL	$L(\mathbf{s})$			Quick Code	
Item	Proposal		Proposed by	Vote	For/Against Management
1.	DIRECTOR		Management		
	1 LORI A. 1 GOBILLOT			For	For
	2EDWARD J. GUAY			For	For
	MICHAEL N. MEARS			For	For
	4 JAMES R. MONTAGUE			For	For
2.	ADVISORY RESOLUTION T APPROVE EXE	CUTIVE	Management	For	For
3.	COMPENSATION ADVISORY RESOLUTION TO		Management	1 Year	For

For

APPROVE EXECUTIVE
COMPENSATION VOTE
FREQUENCY
RATIFICATION OF
APPOINTMENT OF
INDEPENDENT

Management For

### NOBLE ENERGY, INC.

**AUDITOR** 

4.

TOBLI	E ENERGI, INC.			
Security	y 655044105		Meeting Type	Annual
Ticker Symbol	NBL		Meeting Date	25-Apr-2017
ISIN	US6550441058		Agenda	934535660 - Management
Record Date	24-Feb-2017		Holding Recon Date	24-Feb-2017
City /	Country / United / States		Vote Deadline Date	24-Apr-2017
SEDOL	$\mathcal{L}(\mathbf{s})$		Quick Code	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JEFFREY L. BERENSON	Management		For
1B.	ELECTION OF DIRECTOR: MICHAEL A. CAWLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: EDWARD F. COX	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES E. CRADDOCK	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. EDELMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: KIRBY L. HEDRICK	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID L. STOVER	Management	For	For
1H.	ELECTION OF DIRECTOR: SCOTT D.	Management	For	For
1I.	URBAN	Management	For	For

**ELECTION OF DIRECTOR: WILLIAM** T. VAN KLEEF **ELECTION OF** For 1J. DIRECTOR: MOLLY K. Management For **WILLIAMSON** TO RATIFY THE APPOINTMENT OF THE **INDEPENDENT** For 2. Management For AUDITOR BY THE **COMPANY'S AUDIT** COMMITTEE. TO APPROVE, IN AN ADVISORY VOTE, For 3. Management For **EXECUTIVE** COMPENSATION. TO APPROVE, IN AN ADVISORY VOTE, THE FREQUENCY OF THE For 4. STOCKHOLDER VOTE Management 1 Year ON **EXECUTIVE** COMPENSATION. TO APPROVE THE 2017 **LONG-TERM** For 5. Management For **INCENTIVE** PLAN. TO CONSIDER A **STOCKHOLDER PROPOSAL REQUESTING A PUBLISHED** 6. ASSESSMENT OF Shareholder Against **CLIMATE CHANGE** POLICY IMPACTS, IF **PROPERLY** PRESENTED AT THE MEETING. **ENERGY TRANSFER** PARTNERS, L.P.

Security	29273R109	Meeting Type	Special
Ticker Symbol	ЕТР	Meeting Date	26-Apr-2017
ISIN	US29273R1095	Agenda	934567693 - Management
Record Date	27-Feb-2017	Holding Recon	27-Feb-2017

Vote United City / Country Deadline 25-Apr-2017 States Date Quick SEDOL(s) Code Proposed For/Against Item **Proposal** Vote Management by TO CONSIDER AND **VOTE ON A PROPOSAL** TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 20, 2016, AS AMENDED BY AMENDMENT NO. 1 THERETO, DATED AS OF Against DECEMBER 16, 2016, 1. Management Against BY AND AMONG **SUNOCO** LOGISTICS PARTNERS L.P. ("SXL"), SUNOCO PARTNERS LLC, THE GENERAL PARTNER OF SXL, SXL ACQUISITION SUB ... (DUE TO SPACE LIMITS, **SEE PROXY** STATEMENT FOR FULL PROPOSAL) 2. TO CONSIDER AND Management Abstain Against **VOTE ON A PROPOSAL** TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE **NOT SUFFICIENT VOTES TO** ADOPT THE AGREEMENT AND PLAN OF MERGER, AS AMENDED, AND

THE TRANSACTIONS

CONTEMPLATED THERE BY AT THE TIME OF THE SPECIAL MEETING. TO CONSIDER AND **VOTE ON A PROPOSAL** TO APPROVE, ON AN **ADVISORY** (NON-BINDING) BASIS, THE PAYMENTS THAT WILL OR MAY BE PAID Management Abstain Against 3. BYETP TO ITS NAMED **EXECUTIVE OFFICERS CONNECTION WITH** 

#### EOG RESOURCES,

THE MERGER.

INC.

mvc.				
Security	26875P101		Meeting Type	Annual
Ticker Symbol	EOG		Meeting Date	27-Apr-2017
ISIN	US26875P1012		Agenda	934538476 - Management
Record Date	27-Feb-2017		Holding Recon Date	27-Feb-2017
City /	Country / United States		Vote Deadline Date	e 26-Apr-2017
SEDOL	(s)		Quick Code	
Item	Proposal	Proposed by		For/Against Management
1A.	ELECTION OF DIRECTOR: JANET F. CLARK	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES R. CRISP	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT P. DANIELS	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES C. DAY	Management	For	For
1E.		Management	For	For

**ELECTION OF DIRECTOR: DONALD** F. TEXTOR **ELECTION OF** For 1F. DIRECTOR: WILLIAM Management For R. THOMAS **ELECTION OF** For 1G. DIRECTOR: FRANK G. Management For **WISNER** TO RATIFY THE APPOINTMENT BY THE **AUDIT COMMITTEE OF THE BOARD OF DIRECTORS** OF **DELOITTE & TOUCHE** LLP, INDEPENDENT For 2. Management For REGISTERED PUBLIC ACCOUNTING FIRM, AS **AUDITORS FOR THE** COMPANY FOR THE YEAR ENDING DECEMBER 31, 2017. TO APPROVE AN AMENDMENT OF THE COMPANY'S **RESTATED CERTIFICATE OF INCORPORATION TO** For 3. Management For **INCREASE THE** NUMBER OF **AUTHORIZED SHARES** OF COMMON STOCK FROM 640 MILLION TO 1.28 BILLION. TO APPROVE, BY NON-BINDING VOTE, THE For 4. **COMPENSATION OF** Management For THE COMPANY'S **NAMED** EXECUTIVE OFFICERS. 5. TO RECOMMEND, BY Management 1 Year NON-BINDING VOTE, THE FREQUENCY OF **HOLDING ADVISORY** 

**VOTES ON** 

THE COMPENSATION
OF THE COMPANY'S
NAMED
EXECUTIVE OFFICERS.

# CABOT OIL & GAS CORPORATION

			Meeting	
Security	y 127097103		Type	Annual
Ticker Symbol	COG		Meeting Date	03-May-2017
ISIN	US1270971039		Agenda	934546079 - Management
Record Date	13-Mar-2017		Holding Recon Date	-
City /	Country / United States		Vote Deadline Date Quick	e 02-May-2017
SEDOI	$\mathcal{L}(\mathbf{s})$		Code	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOROTHY M. ABLES	Management	For	For
1B.	ELECTION OF DIRECTOR: RHYS J. BEST	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT S. BOSWELL	Management	For	For
1D.	ELECTION OF DIRECTOR: DAN O. DINGES	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT KELLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: W. MATT RALLS	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF THE FIRM PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR ITS 2017 FISCAL	Management	For	For
3.	YEAR. TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management		For
4.		Management	1 Year	For

TO RECOMMEND, BY
NON-BINDING ADVISORY
VOTE, THE FREQUENCY OF
FUTURE ADVISORY
VOTES ON EXECUTIVE
COMPENSATION.

# PEMBINA PIPELINE CORP, CALGARY AB

Security	706327103	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	05-May-2017
ISIN	CA7063271034	Agenda	707935740 - Management
Record Date	16-Mar-2017	Holding Recon Date	16-Mar-2017
City / Country	CALGAR Y /Canada	Vote Deadline Date	01-May-2017
SEDOL(s)	B4PPQG5 - B4PT2P8 - B5TVCB3	Quick Code	
116111			