

TORTOISE ENERGY INFRASTRUCTURE CORP
Form N-PX
August 28, 2015

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 811-21462

Tortoise Energy Infrastructure Corporation
(Exact Name of Registrant as specified in charter)

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

Terry 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, 2014 - June 30, 2015

Item 1. Proxy Voting Record

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Kinder Morgan Management, LLC | 11/20/2014 | 49455U100 | KMR | To approve the KMR Merger Agreement | For | For | Issuer |
| | | | | To approve the KMR Adjournment Proposal | For | For | Issuer |
| | | | | To approve the KMP Merger Agreement | For | For | Issuer |
| | | | | To approve the KMP Adjournment Proposal | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Energy Transfer Partners, L.P. | 11/20/2014 | 29273R109 | ETP | Approval of the Second Amended and Restated Energy Transfer Partners, L.P. 2008 Long-Term Incentive Plan (as it has been amended from time to time, the "LTIP"), which, among other things, provides for an increase in the maximum number of common units reserved and available for delivery with respect to awards under the LTIP to 10,000,000 common units (The "LTIP Proposal") | For | For | Issuer |
| | | | | Approval of the adjournment of the special meeting to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the special meeting to approve the LTIP Proposal | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| El Paso Pipeline Partners, L.P. | 11/20/2014 | 283702108 | EPB | To approve the EPB Merger Agreement | For | For | Issuer |
| | | | | To approve the EPB Adjournment Proposal | For | For | Issuer |

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| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------|----------------------|-----------|--------|---|------|------------------------------------|-----------------|
| Williams Partners, L.P. | Consent Solicitation | 96950F104 | WPZ | To approve and adopt the agreement and plan of Merger, dated as of October 24, 2014 (the "Merger Agreement"), by and among Access Midstream Partners, L.P., Access Midstream Partners GP, L.L.C., VHMS, LLC ("Merger Sub"), Williams Partners, and Williams Partners GP LLC (the "WPZ General Partner") | For | N/A - No Management Recommendation | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------------|--------------|-----------|--------|--------------------------------------|------|------------------------|-----------------|
| Oiltanking Partners, L.P. | 2/13/2015 | 678049107 | OILT | The approval of the merger agreement | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Magellan Midstream Partners, L.P. | 4/23/2015 | 559080106 | MMP | Election of the following nominees: Robert G. Croyle Stacy P. Methvin Barry R. Pearl | For | For | Issuer |
| | | | | Advisory resolution to approve executive compensation | For | For | Issuer |
| | | | | Ratification of appointment of independent auditor | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Regency Energy Partners, L.P. | 4/28/2015 | 75885Y107 | RGP | To consider and vote on a proposal to adopt the Agreement and Plan of Merger, dated as of January 25, 2015, as amended by Amendment No. 1 thereto, dated as of February 18, 2015, by and among Energy Transfer Partners, L.P. ("ETP"), Energy Transfer Partners GP, L.P., the general partner of ETP, Rendezvous I LLC, Rendezvous II LLC, Regency Energy Partners LP ("Regency"), Regency GP LP, the general partner of Regency, ETE GP Acquirer LLC and, solely for purposes of certain provisions therein, Energy Transfer Equity, L.P., and the transactions contemplated thereby | For | For | Issuer |

To consider and 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 merger agreement at the time of the Special Meeting

For For Issuer

To consider and vote on a proposal to approve, on an advisory (non-binding) basis, the payments that will or may be paid by Regency to its named executive officers in connection with the merger

For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Buckeye Partners, L.P. | 6/2/2015 | 118230101 | BPL | Election of Directors: 01 - Pieter Bakker 02 - Barbara M. Baumann 03 - Mark C. McKinley 04 - Donald W. Niemiec | For | For | Issuer |
| | | | | The ratification of the selection of Deloitte & Touche LLP as Buckeye Partners, L.P.'s independent registered public accountants for 2015. | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Markwest Energy Partners, L.P. | 6/3/2015 | 570759100 | MWE | Election of Directors: 1. Frank M. Semple 2. Donald D. Wolf 3. Michael L. Beatty 4. William A. Bruckmann III 5. Donald C. Heppermann 6. Randall J. Larson 7. Anne E. Fox Mounsey 8. William P. Nicoletti | For | For | Issuer |
| | | | | Ratification of Deloitte & Touche LLP as the Partnership's independent registered public accountants for the fiscal year ending December 31, 2015. | For | For | Issuer |

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.

TORTOISE ENERGY INFRASTRUCTURE
CORPORATION

Date: August 26, 2015

By: /s/ P. Bradley Adams
P. Bradley Adams
Chief Executive Officer