

FOXBY CORP.
Form N-PX
August 29, 2011

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
(Address of principal executive offices) 10005
(Zip code)

John F. Ramirez, Esq.
Foxby Corp.
11 Hanover Square, 12th Floor
New York, NY 10005

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

Date of fiscal year end: 12/31

Date of reporting period: 07/01/2010 - 06/30/2011

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

FOXBY CORP.

AMAZON.COM, INC.

Ticker: AMZN Security ID: 023135106
 Meeting Date: JUN 07, 2011 Meeting Type: Annual
 Record Date: APR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-----------|-------------|
| 1 | Elect Director Jeffrey P. Bezos | For | For | Management |
| 2 | Elect Director Tom A. Alberg | For | For | Management |
| 3 | Elect Director John Seely Brown | For | For | Management |
| 4 | Elect Director William B. Gordon | For | For | Management |
| 5 | Elect Director Alain Monie | For | For | Management |
| 6 | Elect Director Jonathan J. Rubinstein | For | For | Management |
| 7 | Elect Director Thomas O. Ryder | For | For | Management |
| 8 | Elect Director Patricia Q. Stonesifer | For | For | Management |
| 9 | Ratify Auditors Advisory Vote to Ratify Named Executive Officers' | For | For | Management |
| 10 | Compensation | For | For | Management |
| 11 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 12 | Amend Bylaws-- Call Special Meetings | Against | For | Shareholder |
| 13 | Report on Climate Change | Against | For | Shareholder |

APPLE INC.

Ticker: AAPL Security ID: 037833100
 Meeting Date: FEB 23, 2011 Meeting Type: Annual
 Record Date: DEC 27, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William V. Campbell | For | For | Management |
| 1.2 | Elect Director Millard S. Drexler | For | For | Management |
| 1.3 | Elect Director Albert A. Gore, Jr. | For | For | Management |
| 1.4 | Elect Director Steven P. Jobs | For | For | Management |
| 1.5 | Elect Director Andrea Jung | For | For | Management |

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|-----|---|----------|----------|-------------|
| 1.6 | Elect Director Arthur D. Levinson | For | For | Management |
| 1.7 | Elect Director Ronald D. Sugar | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 3 | Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Adopt Policy on Succession Planning | Against | For | Shareholder |
| 6 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

BERKSHIRE HATHAWAY INC.

Ticker: BRK.B Security ID: 084670702
 Meeting Date: APR 30, 2011 Meeting Type: Annual
 Record Date: MAR 02, 2011

| # | 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 Stephen B. Burke | For | For | Management |
| 1.5 | Elect Director Susan L. Decker | For | For | Management |
| 1.6 | Elect Director William H. Gates III | For | For | Management |
| 1.7 | Elect Director David S. Gottesman | For | For | Management |
| 1.8 | Elect Director Charlotte Guyman | For | For | Management |
| 1.9 | Elect Director Donald R. Keough | For | For | Management |
| 1.1 | Elect Director Thomas S. Murphy | For | For | Management |
| 1.11 | Elect Director Ronald L. Olson | For | For | Management |
| 1.12 | Elect Director Walter Scott, Jr. | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 2 | Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | Three | One Year | Management |
| 4 | Adopt Quantitative GHG Goals for Products and Operations | Against | For | Shareholder |

ETRUSCAN RESOURCES INC.

Ticker: EET Security ID: 29786L300
 Meeting Date: AUG 19, 2010 Meeting Type: Special
 Record Date: JUL 02, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------|---------|-----------|------------|
| 1 | Approve Arrangement | For | For | Management |

EXXON MOBIL CORPORATION

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Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: APR 06, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|-------------|-----------|-------------|
| 1.1 | Elect Director M.J. Boskin | For | For | Management |
| 1.2 | Elect Director P. Brabeck-Letmathe | For | For | Management |
| 1.3 | Elect Director L.R. Faulkner | For | For | Management |
| 1.4 | Elect Director J.S. Fishman | For | For | Management |
| 1.5 | Elect Director K.C. Frazier | For | For | Management |
| 1.6 | Elect Director W.W. George | For | For | Management |
| 1.7 | Elect Director M.C. Nelson | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director S.S. Reinemund | For | For | Management |
| 1.1 | Elect Director R.W. Tillerson | For | For | Management |
| 1.11 | Elect Director E.E. Whitacre, Jr. | For | For | Management |
| 2 | Ratify Auditors Advisory Vote to Ratify Named Executive Officers' | For | For | Management |
| 3 | Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 5 | Require Independent Board Chairman | Against | For | Shareholder |
| 6 | Report on Political Contributions | Against | For | Shareholder |
| 7 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity | Against | Against | Shareholder |
| 8 | Adopt Policy on Human Right to Water Report on Environmental Impact of Oil Sands | Against | Against | Shareholder |
| 9 | Operations in Canada Report on Environmental Impacts of Natural Gas | Against | For | Shareholder |
| 10 | Fracturing | Against | For | Shareholder |
| 11 | Report on Energy Technologies Development | Against | Against | Shareholder |
| 12 | Adopt Quantitative GHG Goals for Products and Operations | Against | For | Shareholder |

FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101
 Meeting Date: MAR 15, 2011 Meeting Type: Annual
 Record Date: JAN 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------------|---------|-----------|------------|
| 1 | Elect Director Samuel H. Armacost | For | For | Management |
| 2 | Elect Director Charles Crocker | For | For | Management |
| 3 | Elect Director Joseph R. Hardiman | For | For | Management |
| 4 | Elect Director Charles B. Johnson | For | For | Management |
| 5 | Elect Director Gregory E. Johnson | For | For | Management |
| 6 | Elect Director Rupert H. Johnson, Jr. | For | For | Management |
| 7 | Elect Director Mark C. Pigott | For | For | Management |
| 8 | Elect Director Chutta Ratnathicam | For | For | Management |
| 9 | Elect Director Peter M. Sacerdote | For | For | Management |

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|----|---|-------------|----------|------------|
| 10 | Elect Director Laura Stein | For | For | Management |
| 11 | Elect Director Anne M. Tatlock | For | Against | Management |
| 12 | Elect Director Geoffrey Y. Yang | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Amend Omnibus Stock Plan | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 15 | Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |

GOOGLE INC.

Ticker: GOOG Security ID: 38259P508
 Meeting Date: JUN 02, 2011 Meeting Type: Annual
 Record Date: APR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|-------------|-----------|-------------|
| 1.1 | Elect Director Larry Page | For | For | Management |
| 1.2 | Elect Director Sergey Brin | For | For | Management |
| 1.3 | Elect Director Eric E. Schmidt | For | For | Management |
| 1.4 | Elect Director L. John Doerr | For | For | Management |
| 1.5 | Elect Director John L. Hennessy | For | For | Management |
| 1.6 | Elect Director Ann Mather | For | For | Management |
| 1.7 | Elect Director Paul S. Otellini | For | For | Management |
| 1.8 | Elect Director K. Ram Shriram | For | For | Management |
| 1.9 | Elect Director Shirley M. Tilghman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | Against | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 4 | Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| | Amend Bylaws to Establish a Board Committee on | | | |
| 6 | Environmental Sustainability | Against | Against | Shareholder |
| 7 | Reduce Supermajority Vote Requirement | Against | Against | Shareholder |
| 8 | Report on Code of Conduct Compliance | Against | Against | Shareholder |

MCDONALD'S CORPORATION

Ticker: MCD Security ID: 580135101
 Meeting Date: MAY 19, 2011 Meeting Type: Annual
 Record Date: MAR 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Elect Director Susan E. Arnold | For | For | Management |
| 2 | Elect Director Richard H. Lenny | For | For | Management |
| 3 | Elect Director Cary D. McMillan | For | For | Management |
| 4 | Elect Director Sheila A. Penrose | For | For | Management |
| 5 | Elect Director James A. Skinner | For | For | Management |

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|----|--|----------|----------|-------------|
| 6 | Ratify Auditors Advisory Vote to Ratify Named Executive Officers' | For | For | Management |
| 7 | Compensation | For | For | Management |
| 8 | Advisory Vote on Say on Pay Frequency Reduce Supermajority Vote Requirement for | One Year | One Year | Management |
| 9 | Transactions With Interested Shareholders Reduce Supermajority Vote Requirement Relating to | For | For | Management |
| 10 | the Board of Directors Reduce Supermajority Vote Requirement for | For | For | Management |
| 11 | Shareholder Action | For | For | Management |
| 12 | Declassify the Board of Directors | Against | For | Shareholder |
| 13 | Require Suppliers to Adopt CAK Report on Policy Responses to Children's Health | Against | Against | Shareholder |
| 14 | Concerns and Fast Food | Against | Against | Shareholder |
| 15 | Report on Beverage Container Environmental Strategy | Against | For | Shareholder |

MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104
 Meeting Date: NOV 16, 2010 Meeting Type: Annual
 Record Date: SEP 03, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Steven A. Ballmer | For | For | Management |
| 2 | Elect Director Dina Dublon | For | For | Management |
| 3 | Elect Director William H. Gates III | For | For | Management |
| 4 | Elect Director Raymond V. Gilmartin | For | For | Management |
| 5 | Elect Director Reed Hastings | For | For | Management |
| 6 | Elect Director Maria M. Klawe | For | For | Management |
| 7 | Elect Director David F. Marquardt | For | For | Management |
| 8 | Elect Director Charles H. Noski | For | For | Management |
| 9 | Elect Director Helmut Panke | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Amend Bylaws to Establish a Board Committee on Environmental Sustainability | Against | Against | Shareholder |

MORGAN STANLEY

Ticker: MS Security ID: 617446448
 Meeting Date: MAY 18, 2011 Meeting Type: Annual
 Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Elect Director Roy J. Bostock | For | For | Management |
| 2 | Elect Director Erskine B. Bowles | For | For | Management |
| 3 | Elect Director Howard J. Davies | For | For | Management |
| 4 | Elect Director James P. Gorman | For | For | Management |

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|----|---|----------|----------|------------|
| 5 | Elect Director James H. Hance Jr. | For | For | Management |
| 6 | Elect Director C. Robert Kidder | For | For | Management |
| 7 | Elect Director John J. Mack | For | For | Management |
| 8 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 9 | Elect Director Hutham S. Olayan | For | For | Management |
| 10 | Elect Director James. W. Owens | For | For | Management |
| 11 | Elect Director O. Griffith Sexton | For | For | Management |
| 12 | Elect Director Masaaki Tanaka | For | For | Management |
| 13 | Elect Director Laura D. Tyson | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan Advisory Vote to Ratify Named Executive Officers' | For | Against | Management |
| 16 | Compensation | For | Against | Management |
| 17 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 28, 2011 Meeting Type: Annual
 Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|-----------|-----------|-------------|
| 1 | Elect Director Dennis A. Ausiello | For | For | Management |
| 2 | Elect Director Michael S. Brown | For | For | Management |
| 3 | Elect Director M. Anthony Burns | For | For | Management |
| 4 | Elect Director W. Don Cornwell | For | For | Management |
| 5 | Elect Director Frances D. Fergusson | For | For | Management |
| 6 | Elect Director William H. Gray III | For | For | Management |
| 7 | Elect Director Constance J. Horner | For | For | Management |
| 8 | Elect Director James M. Kilts | For | For | Management |
| 9 | Elect Director George A. Lorch | For | For | Management |
| 10 | Elect Director John P. Mascotte | For | For | Management |
| 11 | Elect Director Suzanne Nora Johnson | For | For | Management |
| 12 | Elect Director Ian C. Read | For | For | Management |
| 13 | Elect Director Stephen W. Sanger | For | For | Management |
| 14 | Ratify Auditors Advisory Vote to Ratify Named Executive Officers' | For | For | Management |
| 15 | Compensation | For | Against | Management |
| 16 | Advisory Vote on Say on Pay Frequency | Two Years | One Year | Management |
| 17 | Publish Political Contributions | Against | Against | Shareholder |
| 18 | Report on Public Policy Advocacy Process Adopt Policy to Restrain Pharmaceutical Price | Against | Against | Shareholder |
| 19 | Increases | Against | Against | Shareholder |
| 20 | Provide Right to Act by Written Consent Amend Articles/Bylaws/Charter -- Call Special | Against | For | Shareholder |
| 21 | Meetings | Against | For | Shareholder |
| 22 | Report on Animal Testing and Plans for Reduction | Against | Against | Shareholder |

RESEARCH IN MOTION LTD

Ticker: RIM Security ID: 760975102
 Meeting Date: JUL 13, 2010 Meeting Type: Annual
 Record Date: MAY 25, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect James L. Balsillie as Director | For | For | Management |
| 1.2 | Elect Mike Lazaridis as Director | For | For | Management |
| 1.3 | Elect James Estill as Director | For | For | Management |
| 1.4 | Elect David Kerr as Director | For | For | Management |
| 1.5 | Elect Roger Martin as Director | For | For | Management |
| 1.6 | Elect John Richardson as Director | For | For | Management |
| 1.7 | Elect Barbara Stymiest as Director | For | For | Management |
| 1.8 | Elect Antonio Viana-Baptista as Director | For | For | Management |
| 1.9 | Elect John Wetmore as Director | For | For | Management |
| 2 | Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |

THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104
 Meeting Date: MAY 06, 2011 Meeting Type: Annual
 Record Date: MAR 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Lloyd C. Blankfein | For | For | Management |
| 2 | Elect Director John H. Bryan | For | For | Management |
| 3 | Elect Director Gary D. Cohn | For | For | Management |
| 4 | Elect Director Claes Dahlback | For | For | Management |
| 5 | Elect Director Stephen Friedman | For | For | Management |
| 6 | Elect Director William W. George | For | For | Management |
| 7 | Elect Director James A. Johnson | For | For | Management |
| 8 | Elect Director Lois D. Juliber | For | For | Management |
| 9 | Elect Director Lakshmi N. Mittal | For | For | Management |
| 10 | Elect Director James J. Schiro | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 12 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Provide for Cumulative Voting | Against | For | Shareholder |
| 15 | Amend Bylaws-- Call Special Meetings | Against | For | Shareholder |
| 16 | Stock Retention/Holding Period | Against | For | Shareholder |
| 17 | Review Executive Compensation | Against | Against | Shareholder |
| 18 | Report on Climate Change Business Risks | Against | Against | Shareholder |
| 19 | Report on Political Contributions | Against | Against | Shareholder |

THE HOME DEPOT, INC.

Ticker: HD Security ID: 437076102
 Meeting Date: JUN 02, 2011 Meeting Type: Annual
 Record Date: APR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director F. Duane Ackerman | For | For | Management |
| 2 | Elect Director Francis S. Blake | For | For | Management |
| 3 | Elect Director Ari Bousbib | For | For | Management |
| 4 | Elect Director Gregory D. Brenneman | For | For | Management |
| 5 | Elect Director J. Frank Brown | For | For | Management |
| 6 | Elect Director Albert P. Carey | For | For | Management |
| 7 | Elect Director Armando Codina | For | For | Management |
| 8 | Elect Director Bonnie G. Hill | For | For | Management |
| 9 | Elect Director Karen L. Katen | For | For | Management |
| 10 | Elect Director Ronald L. Sargent | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 12 | Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 14 | Provide Right to Act by Written Consent | For | For | Management |
| 15 | Restore or Provide for Cumulative Voting | Against | For | Shareholder |
| | Amend Articles/Bylaws/Charter -- Call Special | | | |
| 16 | Meetings | Against | For | Shareholder |
| 17 | Prepare Employment Diversity Report | Against | For | Shareholder |
| | Adopt Proxy Statement Reporting on Political | | | |
| 18 | Contributions and Advisory Vote | Against | Against | Shareholder |

THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109
 Meeting Date: OCT 12, 2010 Meeting Type: Annual
 Record Date: AUG 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|-------------|
| 1 | Elect Director Angela F. Braly | For | For | Management |
| 2 | Elect Director Kenneth I. Chenault | For | For | Management |
| 3 | Elect Director Scott D. Cook | For | For | Management |
| 4 | Elect Director Rajat K. Gupta | For | For | Management |
| 5 | Elect Director Robert A. Mcdonald | For | For | Management |
| 6 | Elect Director W. James Mcnerney, Jr. | For | For | Management |
| 7 | Elect Director Johnathan A. Rodgers | For | For | Management |
| 8 | Elect Director Mary A. Wilderotter | For | For | Management |
| 9 | Elect Director Patricia A. Woertz | For | For | Management |
| 10 | Elect Director Ernesto Zedillo | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Provide for Cumulative Voting | Against | For | Shareholder |

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103
 Meeting Date: JUN 03, 2011 Meeting Type: Annual
 Record Date: APR 06, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Aida M. Alvarez | For | For | Management |
| 2 | Elect Director James W. Breyer | For | For | Management |
| 3 | Elect Director M. Michele Burns | For | For | Management |
| 4 | Elect Director James I. Cash, Jr. | For | For | Management |
| 5 | Elect Director Roger C. Corbett | For | For | Management |
| 6 | Elect Director Douglas N. Daft | For | For | Management |
| 7 | Elect Director Michael T. Duke | For | For | Management |
| 8 | Elect Director Gregory B. Penner | For | For | Management |
| 9 | Elect Director Steven S Reinemund | For | For | Management |
| 10 | Elect Director H. Lee Scott, Jr. | For | For | Management |
| 11 | Elect Director Arne M. Sorenson | For | For | Management |
| 12 | Elect Director Jim C. Walton | For | For | Management |
| 13 | Elect Director S. Robson Walton | For | For | Management |
| 14 | Elect Director Christopher J. Williams | For | For | Management |
| 15 | Elect Director Linda S. Wolf | For | For | Management |
| 16 | Ratify Auditors Advisory Vote to Ratify Named Executive Officers' | For | For | Management |
| 17 | Compensation | For | For | Management |
| 18 | Advisory Vote on Say on Pay Frequency Amend EEO Policy to Prohibit Discrimination based | One Year | One Year | Management |
| 19 | on Gender Identity | Against | For | Shareholder |
| 20 | Report on Political Contributions Amend Articles/Bylaws/Charter -- Call Special | Against | For | Shareholder |
| 21 | Meetings | Against | For | Shareholder |
| 22 | Require Suppliers to Produce Sustainability Reports | Against | Against | Shareholder |
| 23 | Report on Climate Change Business Risks | Against | Against | Shareholder |

WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Election Director John D. Baker II | For | For | Management |
| 2 | Election Director John S. Chen | For | For | Management |
| 3 | Election Director Lloyd H. Dean | For | For | Management |
| 4 | Election Director Susan E. Engel | For | For | Management |
| 5 | Election Director Enrique Hernandez, Jr. | For | For | Management |

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| 6 | Election Director Donald M. James | For | For | Management |
| 7 | Election Director Mackey J. McDonald | For | For | Management |
| 8 | Election Director Cynthia H. Milligan | For | For | Management |
| 9 | Elect Director Nicholas G. Moore | For | For | Management |
| 10 | Elect Director Philip J. Quigley | For | Against | Management |
| 11 | Elect Director Judith M. Runstad | For | For | Management |
| 12 | Elect Director Stephen W. Sanger | For | For | Management |
| 13 | Elect Director John G. Stumpf | For | For | Management |
| 14 | Elect Director an G. Swenson | For | For | Management |
| | Advisory Vote to Ratify Named Executive Officers' | | | |
| 15 | Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 17 | Ratify Auditors | For | For | Management |
| | Amend Articles/Bylaws/Charter -- Call Special | | | |
| 18 | Meetings | Against | For | Shareholder |
| 19 | Provide for Cumulative Voting | Against | For | Shareholder |
| 20 | Require Independent Board Chairman | Against | For | Shareholder |
| 21 | Advisory Vote to Ratify Directors' Compensation | Against | Against | Shareholder |
| | Require Audit Committee Review and Report on | | | |
| | Controls Related to Loans, Foreclosure and | | | |
| 22 | Securitizations | 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/

Thomas
B.
Winmill
Thomas
B.
Winmill,
President

Date:

August
29, 2011