

ELLSWORTH GROWTH & INCOME FUND LTD
Form N-PX
August 24, 2016

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 811-04656

Ellsworth Growth and Income Fund LTD.
(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422
(Address of principal executive offices) (Zip code)

James A. Dinsmore
Gabelli Funds, LLC
One Corporate Center

Rye, New York 10580-1422
(Name and address of agent for service)

Registrant's telephone number, including area code: I-800-422-3554

Date of fiscal year end: September 30

Date of reporting period: July 1, 2015 – June 30, 2016

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

PROXY VOTING RECORD**FOR PERIOD JULY 1, 2015 TO JUNE 30, 2016**

ProxyEdge

Meeting Date Range: 07/01/2015 - 06/30/2016 Report Date: 07/08/2016

Ellsworth Growth and Income Fund Ltd.

THE WALT DISNEY COMPANY

Security 254687106

Meeting Type

Annual

Ticker
Symbol DIS

Meeting Date

03-Mar-2016

ISIN US2546871060

Agenda

934321352 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A. | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: JACK DORSEY | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. IGER | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: MARK G. PARKER | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: SHERYL K. SANDBERG | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: ORIN C. SMITH | Management | For | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE | Management | For | For |

COMPANY'S REGISTERED
PUBLIC ACCOUNTANTS
FOR 2016.

- | | | | |
|----|---|---------------------|-----|
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Management For | For |
| 4. | TO APPROVE THE AMENDMENT TO THE RESTATE D CERTIFICATE OF INCORPORATION. | Management For | For |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO SIMPLE MAJORITY VOTE. | Shareholder Against | For |
| 6. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE. | Shareholder Against | For |

FERRARI, NV

Security N3167Y103

Ticker RACE
Symbol

ISIN

Meeting Type

Annual

Meeting Date

15-Apr-2016

Agenda

934347421 - Management

- | Item | Proposal | Proposed
by | Vote | For/Against
Management |
|------|---|----------------|------|---------------------------|
| 2D. | ADOPTION OF THE 2015 ANNUAL ACCOUNTS GRANTING OF DISCHARGE TO THE DIRECTORS IN RESPECT OF THE | Management | For | For |
| 2E. | PERFORMANCE OF THEIR DUTIES DURING THE FINANCIAL YEAR 2015 RE-APPOINTMENT OF THE DIRECTOR: AMEDEO FELISA (EXECUTIVE DIRECTOR) | Management | For | For |
| 3A. | RE-APPOINTMENT OF THE DIRECTOR: SERGIO MARCHIONNE (EXECUTIVE DIRECTOR) | Management | For | For |
| 3B. | RE-APPOINTMENT OF THE DIRECTOR: PIERO FERRARI (NON-EXECUTIVE DIRECTOR) | Management | For | For |
| 3C. | RE-APPOINTMENT OF THE DIRECTOR: LOUIS C. CAMILLERI (NON-EXECUTIVE DIRECTOR) | Management | For | For |

| | | | |
|-----|---|----------------|-----|
| 3E. | RE-APPOINTMENT OF THE DIRECTOR: GIUSEPPINA CAPALDO (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3F. | RE-APPOINTMENT OF THE DIRECTOR: EDUARDO H. CUE (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3G. | RE-APPOINTMENT OF THE DIRECTOR: SERGIO DUCA (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3H. | RE-APPOINTMENT OF THE DIRECTOR: ELENA ZAMBON (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3I. | APPOINTMENT OF THE NEW DIRECTORS: DELPHINE ARNAULT (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3J. | APPOINTMENT OF THE NEW DIRECTORS: JOHN ELKANN (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3K. | APPOINTMENT OF THE NEW DIRECTORS: LAPO ELKANN (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3L. | APPOINTMENT OF THE NEW DIRECTORS: MARIA PATRIZIA GRIECO (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3M. | APPOINTMENT OF THE NEW DIRECTORS: ADAM KESWICK (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 4. | DELEGATION TO THE BOARD OF THE AUTHORITY TO ACQUIRE COMMON SHARES IN THE CAPITAL OF THE COMPANY | Management For | For |

| | | | |
|--------------------|--|--------------|------------------------|
| FERRARI, NV | | | |
| Security N3167Y103 | | Meeting Type | Annual |
| Ticker Symbol RACE | | Meeting Date | 15-Apr-2016 |
| ISIN | | Agenda | 934359008 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--------------------------------------|-------------|------|------------------------|
| 2D. | ADOPTION OF THE 2015 ANNUAL ACCOUNTS | Management | For | For |

| | | | |
|-----|--|----------------|-----|
| | GRANTING OF DISCHARGE TO THE DIRECTORS IN RESPECT OF THE PERFORMANCE OF THEIR DUTIES DURING THE FINANCIAL YEAR 2015 | Management For | For |
| 2E. | RE-APPOINTMENT OF THE DIRECTOR: AMEDEO FELISA (EXECUTIVE DIRECTOR) | Management For | For |
| 3A. | RE-APPOINTMENT OF THE DIRECTOR: SERGIO MARCHIONNE (EXECUTIVE DIRECTOR) | Management For | For |
| 3B. | RE-APPOINTMENT OF THE DIRECTOR: PIERO FERRARI (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3C. | RE-APPOINTMENT OF THE DIRECTOR: LOUIS C. CAMILLERI (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3D. | RE-APPOINTMENT OF THE DIRECTOR: GIUSEPPINA CAPALDO (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3E. | RE-APPOINTMENT OF THE DIRECTOR: EDUARDO H. CUE (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3F. | RE-APPOINTMENT OF THE DIRECTOR: SERGIO DUCA (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3G. | RE-APPOINTMENT OF THE DIRECTOR: ELENA ZAMBON (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3H. | APPOINTMENT OF THE NEW DIRECTORS: DELPHINE ARNAULT (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3I. | APPOINTMENT OF THE NEW DIRECTORS: JOHN ELKANN (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3J. | APPOINTMENT OF THE NEW DIRECTORS: LAPO ELKANN (NON-EXECUTIVE DIRECTOR) | Management For | For |
| 3K. | | Management For | For |
| 3L. | | Management For | For |

- APPOINTMENT OF THE NEW
DIRECTORS: MARIA
PATRIZIA GRIECO
(NON-EXECUTIVE DIRECTOR)
- 3M. APPOINTMENT OF THE NEW
DIRECTORS: ADAM
KESWICK (NON-EXECUTIVE
DIRECTOR) Management For For
4. DELEGATION TO THE BOARD
OF THE AUTHORITY
TO ACQUIRE COMMON
SHARES IN THE CAPITAL OF
THE COMPANY Management For For

UNILEVER N.V.

Security 904784709

Ticker UN
Symbol

ISIN US9047847093

Meeting Type

Annual

Meeting Date

21-Apr-2016

Agenda

934349526 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|----------------|------|---------------------------|
| 2. | TO ADOPT THE ANNUAL ACCOUNTS AND APPROPRIATION OF THE PROFIT FOR THE 2015 FINANCIAL YEAR. | Management | For | For |
| 3. | TO DISCHARGE THE EXECUTIVE DIRECTORS IN OFFICE IN THE 2015 FINANCIAL YEAR FOR THE FULFILMENT OF THEIR TASK. | Management | For | For |
| 4. | TO DISCHARGE THE NON-EXECUTIVE DIRECTORS IN OFFICE IN THE 2015 FINANCIAL YEAR FOR THE FULFILMENT OF THEIR TASK. | Management | For | For |
| 5. | TO REAPPOINT MR N S ANDERSEN AS A NON- EXECUTIVE DIRECTOR. | Management | For | For |
| 6. | TO REAPPOINT MRS L M CHA AS A NON-EXECUTIVE DIRECTOR. | Management | For | For |
| 7. | TO REAPPOINT MR V COLAO AS A NON-EXECUTIVE DIRECTOR. | Management | For | For |
| 8. | TO REAPPOINT PROFESSOR L O FRESCO AS A NON-EXECUTIVE DIRECTOR. | Management | For | For |
| 9. | TO REAPPOINT MS A M FUDGE AS A NON- EXECUTIVE DIRECTOR. | Management | For | For |

- | | | | |
|-----|---|----------------|-----|
| 10. | TO REAPPOINT DR J HARTMANN AS A NON- EXECUTIVE DIRECTOR. | Management For | For |
| 11. | TO REAPPOINT MS M MA AS A NON-EXECUTIVE DIRECTOR. | Management For | For |
| 12. | TO REAPPOINT MR P G J M POLMAN AS AN EXECUTIVE DIRECTOR. | Management For | For |
| 13. | TO REAPPOINT MR J RISHTON AS A NON- EXECUTIVE DIRECTOR. | Management For | For |
| 14. | TO REAPPOINT MR F SIJBESMA AS A NON- EXECUTIVE DIRECTOR. | Management For | For |
| 15. | TO APPOINT DR M DEKKERS AS A NON-EXECUTIVE DIRECTOR. | Management For | For |
| 16. | TO APPOINT MR S MASIYIWA AS A NON-EXECUTIVE DIRECTOR. | Management For | For |
| 17. | TO APPOINT PROFESSOR Y MOON AS A NON- EXECUTIVE DIRECTOR. | Management For | For |
| 18. | TO APPOINT MR G PITKETHLY AS AN EXECUTIVE DIRECTOR. | Management For | For |
| 19. | TO APPOINT KPMG AS THE AUDITOR CHARGED WITH THE AUDITING OF THE ANNUAL ACCOUNTS FOR THE 2016 FINANCIAL YEAR. | Management For | For |
| 20. | TO DESIGNATE THE BOARD OF DIRECTORS AS THE COMPANY BODY AUTHORISED TO ISSUE SHARES IN THE SHARE CAPITAL OF THE COMPANY. | Management For | For |
| 21. | TO AUTHORISE THE BOARD OF DIRECTORS TO PURCHASE SHARES AND DEPOSITARY RECEIPTS THEREOF IN THE SHARE CAPITAL OF THE COMPANY. | Management For | For |
| 22. | TO REDUCE THE CAPITAL WITH RESPECT TO SHARES AND DEPOSITARY RECEIPTS THEREOF | Management For | For |

HELD BY THE COMPANY IN
ITS OWN SHARE
CAPITAL.

CITIGROUP INC.

Security 172967424

Ticker
Symbol C

ISIN US1729674242

Meeting Type Annual

Meeting Date 26-Apr-2016

Agenda 934339183 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|----------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL L. CORBAT | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: ELLEN M. COSTELLO | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: DUNCAN P. HENNES | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: PETER B. HENRY | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: FRANZ B. HUMER | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: RENEE J. JAMES | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: EUGENE M. MCQUADE | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: GARY M. REINER | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: JUDITH RODIN | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: JOAN E. SPERO | Management | For | For |
| 1M. | ELECTION OF DIRECTOR: DIANA L. TAYLOR | Management | For | For |
| 1N. | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR. | Management | For | For |
| 1O. | ELECTION OF DIRECTOR: JAMES S. TURLEY | Management | For | For |
| 1P. | 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 2016. | Management | For | For |

- | | | | | |
|-----|---|-------------|---------|-----|
| 3. | ADVISORY APPROVAL OF CITI'S 2015 EXECUTIVE COMPENSATION. | Management | For | For |
| 4. | APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING ADDITIONAL SHARES. | Management | For | For |
| 5. | APPROVAL OF THE AMENDED AND RESTATED 2011 CITIGROUP EXECUTIVE PERFORMANCE PLAN. | Management | For | For |
| 6. | STOCKHOLDER PROPOSAL REQUESTING A REPORT DEMONSTRATING THE COMPANY DOES NOT HAVE A GENDER PAY GAP. | Shareholder | Against | For |
| 7. | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS. | Shareholder | Against | For |
| 8. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD APPOINT A STOCKHOLDER VALUE COMMITTEE. | Shareholder | Against | For |
| 9. | STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY. | Shareholder | Against | For |
| 10. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY PROHIBITING THE VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE. | Shareholder | Against | For |

WELLS FARGO & COMPANY

Security 949746101

Ticker WFC
Symbol

ISIN US9497461015

Meeting Type

Meeting Date

Agenda

Annual

26-Apr-2016

934339830 - Management

Item Proposal

Vote

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| | Proposed by | For/Against Management |
|--|----------------|---------------------------|
| 1A. ELECTION OF DIRECTOR: JOHN D. BAKER II | Management | For |
| 1B. ELECTION OF DIRECTOR: ELAINE L. CHAO | Management | For |
| 1C. ELECTION OF DIRECTOR: JOHN S. CHEN | Management | For |
| 1D. ELECTION OF DIRECTOR: LLOYD H. DEAN | Management | For |
| 1E. ELECTION OF DIRECTOR: ELIZABETH A. DUKE | Management | For |
| 1F. ELECTION OF DIRECTOR: SUSAN E. ENGEL | Management | For |
| 1G. ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Management | For |
| 1H. ELECTION OF DIRECTOR: DONALD M. JAMES | Management | For |
| 1I. ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN | Management | For |
| 1J. ELECTION OF DIRECTOR: FEDERICO F. PENA | Management | For |
| 1K. ELECTION OF DIRECTOR: JAMES H. QUIGLEY | Management | For |
| 1L. ELECTION OF DIRECTOR: STEPHEN W. SANGER | Management | For |
| 1M. ELECTION OF DIRECTOR: JOHN G. STUMPF | Management | For |
| 1N. ELECTION OF DIRECTOR: SUSAN G. SWENSON | Management | For |
| 1O. ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT | Management | For |
| 2. VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF KPMG LLP AS THE | Management | For |
| 3. COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. ADOPT A POLICY TO REQUIRE | Management | For |
| 4. AN INDEPENDENT CHAIRMAN. PROVIDE A REPORT ON THE | Shareholder | Against |
| 5. COMPANY'S LOBBYING POLICIES AND PRACTICES. | Shareholder | Against |

GENERAL ELECTRIC COMPANY

Security 369604103

Ticker GE
Symbol

Meeting Type

Annual

Meeting Date

27-Apr-2016

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| ISIN | US3696041033 | Agenda | 934341532 - Management | |
|----------|---|--------------|------------------------|------------------------|
| Item | Proposal | Proposed by | Vote | For/Against Management |
| A1 | ELECTION OF DIRECTOR: SEBASTIEN M. BAZIN | Management | For | For |
| A2 | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Management | For | For |
| A3 | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Management | For | For |
| A4 | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA | Management | For | For |
| A5 | ELECTION OF DIRECTOR: MARIJN E. DEKKERS | Management | For | For |
| A6 | ELECTION OF DIRECTOR: PETER B. HENRY | Management | For | For |
| A7 | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD | Management | For | For |
| A8 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Management | For | For |
| A9 | ELECTION OF DIRECTOR: ANDREA JUNG | Management | For | For |
| A10 | ELECTION OF DIRECTOR: ROBERT W. LANE | Management | For | For |
| A11 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Management | For | For |
| A12 | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Management | For | For |
| A13 | ELECTION OF DIRECTOR: JAMES J. MULVA | Management | For | For |
| A14 | ELECTION OF DIRECTOR: JAMES E. ROHR | Management | For | For |
| A15 | ELECTION OF DIRECTOR: MARY L. SCHAPIRO | Management | For | For |
| A16 | ELECTION OF DIRECTOR: JAMES S. TISCH | Management | For | For |
| B1 | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Management | For | For |
| B2 | RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2016 | Management | For | For |
| C1 | LOBBYING REPORT | Shareholder | Against | For |
| C2 | INDEPENDENT CHAIR | Shareholder | Against | For |
| C3 | HOLY LAND PRINCIPLES | Shareholder | Against | For |
| C4 | CUMULATIVE VOTING | Shareholder | Against | For |
| C5 | PERFORMANCE-BASED OPTIONS | Shareholder | Against | For |
| C6 | HUMAN RIGHTS REPORT PFIZER INC. | Shareholder | Against | For |
| Security | 717081103 | Meeting Type | Annual | |

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| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | PFE | Meeting Date | 28-Apr-2016 |
| ISIN | US7170811035 | Agenda | 934341203 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: W. DON CORNWELL | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: FRANCES D. FERGUSSON | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: HELEN H. HOBBS | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: JAMES M. KILTS | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: SHANTANU NARAYEN | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: IAN C. READ | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: JAMES C. SMITH | Management | For | For |
| 2. | RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 | Management | For | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION | Management | For | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING REPORT ON LOBBYING ACTIVITIES | Shareholder | Against | For |
| 5. | SHAREHOLDER PROPOSAL REGARDING POLICY ON DIRECTOR ELECTIONS | Shareholder | Against | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING RIGHT TO ACT BY WRITTEN CONSENT | Shareholder | Against | For |
| 7. | SHAREHOLDER PROPOSAL REGARDING CERTAIN TAXABLE EVENTS | Shareholder | Against | For |

AT&T INC.

Security 00206R102

Meeting Type

Annual

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| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | T | Meeting Date | 29-Apr-2016 |
| ISIN | US00206R1023 | Agenda | 934335969 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| | ELECTION OF DIRECTOR: | | | |
| 1A. | RANDALL L. STEPHENSON | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: SAMUEL A. DI PIAZZA, JR. | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: RICHARD W. FISHER | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT T. FORD | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: GLENN H. HUTCHINS | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: BETH E. MOONEY | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: JOYCE M. ROCHE | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: MATTHEW K. ROSE | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON | Management | For | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Management | For | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Management | For | For |
| 4. | APPROVAL OF 2016 INCENTIVE PLAN. | Management | For | For |
| 5. | POLITICAL SPENDING REPORT. | Shareholder | Against | For |
| 6. | LOBBYING REPORT. | Shareholder | Against | For |
| 7. | INDEPENDENT BOARD CHAIRMAN. | Shareholder | Against | For |

ELI LILLY AND COMPANY

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 532457108 | Meeting Type | Annual |
| Ticker Symbol | LLY | Meeting Date | 02-May-2016 |
| ISIN | US5324571083 | Agenda | 934336505 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R. ALVAREZ | Management | For | For |
| 1B. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: R.D. HOOVER | Management | For | For |
| 1C. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: J.R. LUCIANO | Management | For | For |
| 1D. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: F.G. PRENDERGAST | Management | For | For |
| 1E. | ELECTION OF DIRECTOR, FOR A THREE-YEAR TERM: K.P. SEIFERT | Management | For | For |
| 2. | APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management | For | For |
| 3. | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2016. | Management | For | For |
| 4. | CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING HOW WE SELECT THE COUNTRIES IN WHICH WE OPERATE OR INVEST. | Shareholder | Against | For |

INVESCO MORTGAGE CAPITAL INC.

Security 46131B100

Meeting Type

Annual

Ticker
Symbol IVR

Meeting Date

04-May-2016

ISIN US46131B1008

Agenda

934339917 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1A | ELECTION OF DIRECTOR: JAMES S. BALLOUN | Management | For | For |
| 1B | ELECTION OF DIRECTOR: JOHN S. DAY | Management | For | For |
| 1C | | Management | For | For |

| | | | |
|----|---|----------------|-----|
| | ELECTION OF DIRECTOR: KAREN DUNN KELLEY | | |
| 1D | ELECTION OF DIRECTOR: EDWARD J. HARDIN | Management For | For |
| 1E | ELECTION OF DIRECTOR: JAMES R. LIENTZ, JR. | Management For | For |
| 1F | ELECTION OF DIRECTOR: GREGORY G. MCGREEVEY | Management For | For |
| 2 | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION | Management For | For |
| 3 | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management For | For |

VERIZON COMMUNICATIONS INC.

Security 92343V104

Meeting Type

Annual

Ticker VZ
Symbol

Meeting Date

05-May-2016

ISIN US92343V1044

Agenda

934342712 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|----------------|------|---------------------------|
| 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: KARL-LUDWIG KLEY | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Management | For | For |

| | | | | |
|-----|--|-------------|---------|-----|
| 1M. | ELECTION OF DIRECTOR: GREGORY G. WEAVER | 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. | RENEWABLE ENERGY TARGETS | Shareholder | Against | For |
| 5. | INDIRECT POLITICAL SPENDING REPORT | Shareholder | Against | For |
| 6. | LOBBYING ACTIVITIES REPORT | Shareholder | Against | For |
| 7. | INDEPENDENT CHAIR POLICY | Shareholder | Against | For |
| 8. | SEVERANCE APPROVAL POLICY | Shareholder | Against | For |
| 9. | STOCK RETENTION POLICY | Shareholder | Against | For |

CHURCH & DWIGHT CO., INC.

Security 171340102

Ticker CHD
Symbol

ISIN US1713401024

Meeting Type

Annual

Meeting Date

05-May-2016

Agenda

934354123 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|----------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: MATTHEW T. FARRELL | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: BRADLEY C. IRWIN | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: PENRY W. PRICE | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: ARTHUR B. WINKLEBLACK | 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 2016. | Management | For | For |

ABBVIE INC.

Security 00287Y109

Ticker ABBV
Symbol

ISIN US00287Y1091

Meeting Type

Annual

Meeting Date

06-May-2016

Agenda

934348524 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 WILLIAM H.L. BURNSIDE | | For | For |
| | 2 BRETT J. HART | | For | For |
| | 3 EDWARD J. RAPP | | For | For |
| 2. | RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION APPROVAL OF A MANAGEMENT PROPOSAL REGARDING THE ANNUAL ELECTION OF DIRECTORS APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE ABBVIE PERFORMANCE INCENTIVE PLAN | Management | For | For |
| 3. | STOCKHOLDER PROPOSAL - DRUG DISPOSAL REPORT | Management | For | For |
| 4. | STOCKHOLDER PROPOSAL - LOBBYING REPORT | Management | For | For |
| 5. | STOCKHOLDER PROPOSAL - STOCKHOLDER PROPOSAL - | Shareholder | Against | For |
| 6. | STOCKHOLDER PROPOSAL - | Shareholder | Against | For |

BLACKROCK CAPITAL INVESTMENT CORPORATION

Security 092533108

Meeting Type

Annual

Ticker
Symbol BKCC

Meeting Date

06-May-2016

ISIN US0925331086

Agenda

934357852 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 MARK S. LIES | | For | For |
| | 2 MAUREEN K. USIFER | | For | For |
| 2. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016. | Management | For | For |

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CONOCOPHILLIPS

Security 20825C104

Meeting Type

Annual

Ticker
Symbol COP

Meeting Date

10-May-2016

ISIN US20825C1045

Agenda

934347039 - 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 2016. | Management | For | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Management | For | For |
| 4. | REPORT ON LOBBYING EXPENDITURES. | Shareholder | Against | For |
| 5. | PARTIAL DEFERRAL OF ANNUAL BONUS BASED ON RESERVES METRICS. | Shareholder | Against | For |

KINDER MORGAN, INC.

Security 49456B101

Meeting Type

Annual

Ticker
Symbol KMI

Meeting Date

10-May-2016

ISIN US49456B1017

Agenda

934353044 - Management

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| 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 C. MORGAN | | For | For |
| | 9 ARTHUR C. REICHSTETTER | | For | For |
| | 10 FAYEZ SAROFIM | | For | For |
| | 11 C. PARK SHAPER | | For | For |
| | 12 WILLIAM A. SMITH | | For | For |
| | 13 JOEL V. STAFF | | For | For |
| | 14 ROBERT F. VAGT | | For | For |
| | 15 PERRY M. WAUGHTAL | | For | For |

| | | | | |
|----|--|-------------|---------|-----|
| | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS | | | |
| 2. | LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 STOCKHOLDER PROPOSAL RELATING TO A | Management | For | For |
| 3. | REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE STOCKHOLDER PROPOSAL RELATING TO A | Shareholder | Against | For |
| 4. | REPORT ON METHANE EMISSIONS STOCKHOLDER PROPOSAL RELATING TO AN | Shareholder | Against | For |
| 5. | ANNUAL SUSTAINABILITY REPORT STOCKHOLDER PROPOSAL RELATING TO A | Shareholder | Against | For |
| 6. | REPORT ON DIVERSITY OF THE BOARD OF DIRECTORS | Shareholder | Against | For |

GILEAD SCIENCES, INC.

Security 375558103

Ticker Symbol GILD

ISIN US3755581036

Meeting Type

Annual

Meeting Date

11-May-2016

Agenda

934355567 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|----------|-------------|------|------------------------|
|------|----------|-------------|------|------------------------|

| | | | |
|-----|---|----------------|-------------|
| 1A. | ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D. | Management For | For |
| 1B. | ELECTION OF DIRECTOR: KEVIN E. LOFTON | Management For | For |
| 1C. | ELECTION OF DIRECTOR: JOHN W. MADIGAN | Management For | For |
| 1D. | ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D. | Management For | For |
| 1E. | ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D. | Management For | For |
| 1F. | ELECTION OF DIRECTOR: NICHOLAS G. MOORE | Management For | For |
| 1G. | ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D. | Management For | For |
| 1H. | ELECTION OF DIRECTOR: GAYLE E. WILSON | Management For | For |
| 1I. | ELECTION OF DIRECTOR: PER WOLD-OLSEN TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF | Management For | For |
| 2. | DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. TO APPROVE THE AMENDED AND RESTATED | Management For | For |
| 3. | GILEAD SCIENCES, INC. CODE SECTION 162(M) BONUS PLAN. TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR | Management For | For |
| 4. | NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT. TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, | Management For | For |
| 5. | REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT. | Shareholder | Against For |

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FORD MOTOR COMPANY

Security 345370860

Meeting Type

Annual

Ticker
Symbol F

Meeting Date

12-May-2016

ISIN US3453708600

Agenda

934351026 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: STEPHEN G. BUTLER | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: KIMBERLY A. CASIANO | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR. | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: MARK FIELDS | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: EDSEL B. FORD II | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR. | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: JAMES H. HANCE, JR. | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR. | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: JOHN C. LECHLEITER | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: ELLEN R. MARRAM | Management | For | For |
| 1M. | ELECTION OF DIRECTOR: GERALD L. SHAHEEN | Management | For | For |
| 1N. | ELECTION OF DIRECTOR: JOHN L. THORNTON | Management | For | For |
| 2. | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 3. | SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES. | Management | For | For |
| 4. | APPROVAL OF THE TAX BENEFIT PRESERVATION PLAN. | Management | For | For |
| 5. | RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF | Shareholder | Against | For |

THE COMPANY'S
OUTSTANDING STOCK HAVE
ONE
VOTE PER SHARE.

RELATING TO ALLOWING
HOLDERS OF 10% OF
OUTSTANDING COMMON
STOCK TO CALL SPECIAL
MEETINGS OF
SHAREHOLDERS.

6. Shareholder Against For

SBA COMMUNICATIONS CORPORATION

Security 78388J106

Meeting Type

Annual

Ticker SBAC

Meeting Date

13-May-2016

Symbol SBAC
ISIN US78388J1060

Agenda

934357915 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: KEVIN L. BEEBE (FOR A THREE-YEAR TERM EXPIRING AT THE 2019 ANNUAL MEETING) | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: JACK LANGER (FOR A THREE-YEAR TERM EXPIRING AT THE 2019 ANNUAL MEETING) | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: JEFFREY A. STOOPS (FOR A THREE-YEAR TERM EXPIRING AT THE 2019 ANNUAL MEETING) | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS SBA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR. | Management | For | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF SBA'S NAMED EXECUTIVE OFFICERS. | Management | For | For |
| 4. | APPROVAL OF SBA'S PROXY ACCESS BYLAW. | Management | For | For |
| 5. | VOTE ON SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS, IF PROPERLY PRESENTED AT THE | Shareholder | Against | For |

ANNUAL MEETING.

INTEL CORPORATION

Security 458140100

Ticker
Symbol INTC

ISIN US4581401001

Meeting Type

Annual

Meeting Date

19-May-2016

Agenda

934362168 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 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: JOHN J. DONAHOE | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: REED E. HUNDT | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: BRIAN M. KRZANICH | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: JAMES D. PLUMMER | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: DAVID S. POTTRUCK | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: FRANK D. YEARY | Management | For | For |
| 1J. | 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 2016 | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Management | For | For |
| 4. | STOCKHOLDER PROPOSAL ON IMPLEMENTING PRINCIPLES ENTITLED "HOLY LAND PRINCIPLES" | Shareholder | Against | For |
| 5. | STOCKHOLDER PROPOSAL ON WHETHER TO ALLOW STOCKHOLDERS TO ACT BY WRITTEN CONSENT | Shareholder | Against | For |
| 6. | STOCKHOLDER PROPOSAL ON WHETHER TO ADOPT AN ALTERNATIVE VOTE COUNTING STANDARD | Shareholder | Against | For |

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CROWN CASTLE INTERNATIONAL CORP

| | | |
|--------------------|--------------|------------------------|
| Security 22822V101 | Meeting Type | Annual |
| Ticker CCI | Meeting Date | 19-May-2016 |
| Symbol CCI | Agenda | 934367699 - Management |
| ISIN US22822V1017 | | |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1A. | ELECTION OF DIRECTOR: P. ROBERT BARTOLO | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JAY A. BROWN | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: CINDY CHRISTY | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: ARI Q. FITZGERALD | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT E. GARRISON II | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: DALE N. HATFIELD | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: LEE W. HOGAN | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: EDWARD C. HUTCHESON, JR. | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: J. LANDIS MARTIN | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: ROBERT F. MCKENZIE | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: ANTHONY J. MELONE | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: W. BENJAMIN MORELAND | Management | For | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2016. | Management | For | For |
| 3. | THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management | For | For |

SYNCHRONY FINANCIAL

| | | |
|--------------------|--------------|------------------------|
| Security 87165B103 | Meeting Type | Annual |
| Ticker SYF | Meeting Date | 19-May-2016 |
| Symbol SYF | Agenda | 934369477 - Management |
| ISIN US87165B1035 | | |

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| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A. | ELECTION OF DIRECTOR: MARGARET M. KEANE | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: PAGET L. ALVES | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: ARTHUR W. COVIELLO, JR. | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM W. GRAYLIN | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: ROY A. GUTHRIE | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD C. HARTNACK | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: JEFFREY G. NAYLOR | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: LAUREL J. RICHIE | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: OLYMPIA J. SNOWE | Management | For | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Management | For | For |
| 3. | RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2016 | Management | For | For |

B&G FOODS, INC.

Security 05508R106

Ticker
Symbol BGS

ISIN US05508R1068

Meeting Type

Annual

Meeting Date

24-May-2016

Agenda

934374050 - 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 |

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| | | | |
|-----|---|----------------|-----|
| 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 RATIFICATION OF APPOINTMENT OF KPMG LLP AS | Management For | For |
| 3. | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management For | For |

MERCK & CO., INC.

Security 58933Y105

Ticker
Symbol MRK

ISIN US58933Y1055

Meeting Type

Annual

Meeting Date

24-May-2016

Agenda

934378515 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|----------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: LESLIE A. BRUN | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS R. CECH | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: PAMELA J. CRAIG | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: KENNETH C. FRAZIER | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS H. GLOCER | 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: PAUL B. ROTHMAN | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: PATRICIA F. RUSSO | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: CRAIG B. THOMPSON | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Management | For | For |
| 1M. | ELECTION OF DIRECTOR: PETER C. WENDELL | Management | For | For |
| 2. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE | Management | For | For |

OFFICERS.

RATIFICATION OF THE APPOINTMENT OF THE

- | | | | | |
|----|---|-------------|---------|-----|
| 3. | COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. SHAREHOLDER PROPOSAL TO ADOPT A | Management | For | For |
| 4. | SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT. SHAREHOLDER PROPOSAL REQUESTING AN | Shareholder | Against | For |
| 5. | INDEPENDENT BOARD CHAIRMAN. SHAREHOLDER PROPOSAL REQUESTING A | Shareholder | Against | For |
| 6. | REPORT ON DISPOSAL OF UNUSED OR EXPIRED DRUGS. | Shareholder | Against | For |

CHEVRON CORPORATION

| | | |
|--------------------|--------------|------------------------|
| Security 166764100 | Meeting Type | Annual |
| Ticker Symbol CVX | Meeting Date | 25-May-2016 |
| ISIN US1667641005 | Agenda | 934375925 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 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 IV | 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: J.S. WATSON | Management | For | For |
| 2. | | Management | For | For |

RATIFICATION OF
APPOINTMENT OF PWC AS
INDEPENDENT REGISTERED
PUBLIC ACCOUNTING
FIRM

| | | | | |
|-----|---|-------------|---------|---------|
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Management | For | For |
| 4. | AMENDMENT TO THE CHEVRON CORPORATION NON-EMPLOYEE DIRECTORS' EQUITY COMPENSATION AND DEFERRAL PLAN | Management | For | For |
| 5. | REPORT ON LOBBYING | Shareholder | Against | For |
| 6. | ADOPT TARGETS TO REDUCE GHG EMISSIONS | Shareholder | Against | For |
| 7. | REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT | Shareholder | Abstain | Against |
| 8. | REPORT ON RESERVE REPLACEMENTS | Shareholder | Against | For |
| 9. | ADOPT DIVIDEND POLICY | Shareholder | Against | For |
| 10. | REPORT ON SHALE ENERGY OPERATIONS | Shareholder | Against | For |
| 11. | RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE | Shareholder | Against | For |
| 12. | SET SPECIAL MEETINGS THRESHOLD AT 10% | Shareholder | Against | For |

PAYPAL HOLDINGS, INC.

| | | | |
|------------------|--------------|--------------|------------------------|
| Security | 70450Y103 | Meeting Type | Annual |
| Ticker Symbol | PYPL | Meeting Date | 25-May-2016 |
| ISIN | US70450Y1038 | Agenda | 934381726 - Management |

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|----------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: WENCES CASARES | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JONATHAN CHRISTODORO | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: JOHN J. DONAHOE | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: DAVID W. DORMAN | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: GAIL J. MCGOVERN | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: DAVID M. MOFFETT | Management | For | For |

| | | | |
|-----|--|-------------------|-----|
| 1G. | ELECTION OF DIRECTOR: PIERRE M. OMIDYAR | Management For | For |
| 1H. | ELECTION OF DIRECTOR: DANIEL H. SCHULMAN | Management For | For |
| 1I. | ELECTION OF DIRECTOR: FRANK D. YEARY | Management For | For |
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. ADVISORY VOTE TO APPROVE THE FREQUENCY OF OUR FUTURE STOCKHOLDER ADVISORY VOTES | Management For | For |
| 3. | APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. APPROVAL OF THE AMENDMENT AND | Management 1 Year | For |
| 4. | RESTATEMENT OF OUR 2015 EQUITY INCENTIVE AWARD PLAN. APPROVAL OF THE AMENDMENT AND | Management For | For |
| 5. | RESTATEMENT OF THE PAYPAL EMPLOYEE INCENTIVE PLAN. RATIFICATION OF THE APPOINTMENT OF | Management For | For |
| 6. | PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2016. | Management For | For |

AMERICAN TOWER CORPORATION

Security 03027X100

Meeting Type

Annual

Ticker
Symbol AMT

Meeting Date

01-Jun-2016

ISIN US03027X1000

Agenda

934393226 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|----------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: RAYMOND P. DOLAN | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT D. HORMATS | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: CAROLYN F. KATZ | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: GUSTAVO LARA CANTU | Management | For | For |

| | | | |
|-----|--|----------------|-------------|
| 1E. | ELECTION OF DIRECTOR: CRAIG MACNAB | Management For | For |
| 1F. | ELECTION OF DIRECTOR: JOANN A. REED | Management For | For |
| 1G. | ELECTION OF DIRECTOR: PAMELA D.A. REEVE | Management For | For |
| 1H. | ELECTION OF DIRECTOR: DAVID E. SHARBUTT | Management For | For |
| 1I. | ELECTION OF DIRECTOR: JAMES D. TAICLET, JR. | Management For | For |
| 1J. | ELECTION OF DIRECTOR: SAMME L. THOMPSON | Management For | For |
| 2. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION | Management For | For |
| 3. | TO AMEND THE BYLAWS TO REDUCE THE OWNERSHIP THRESHOLD REQUIRED TO CALL A SPECIAL MEETING OF THE STOCKHOLDERS | Management For | For |
| 4. | | Shareholder | Against For |

EQUINIX, INC.

Security 29444U700

Meeting Type

Annual

Ticker
Symbol EQIX

Meeting Date

01-Jun-2016

ISIN US29444U7000

Agenda

934415921 - Management

| Item | Proposal | Proposed by | Vote | For/Against Management |
|------|--|----------------|------|---------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 THOMAS BARTLETT | | For | For |
| | 2 NANCI CALDWELL | | For | For |
| | 3 GARY HROMADKO | | For | For |
| | 4 JOHN HUGHES | | For | For |
| | 5 SCOTT KRIENS | | For | For |
| | 6 WILLIAM LUBY | | For | For |
| | 7 IRVING LYONS, III | | For | For |
| | 8 CHRISTOPHER PAISLEY | | For | For |
| | 9 STEPHEN SMITH | | For | For |
| | 10 PETER VAN CAMP | | For | For |
| 2. | TO APPROVE BY A NON-BINDING ADVISORY VOTE THE COMPENSATION OF THE | Management | For | For |

COMPANY'S NAMED
EXECUTIVE OFFICERS.
TO RATIFY THE
APPOINTMENT OF
PRICEWATERHOUSECOOPERS
LLP AS THE

- | | | | |
|----|---|----------------|-----|
| 3. | COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016. | Management For | For |
|----|---|----------------|-----|

BLACKROCK CAPITAL INVESTMENT CORPORATION

| | | |
|--------------------|--------------|------------------------|
| Security 092533108 | Meeting Type | Special |
| Ticker BKCC | Meeting Date | 06-Jun-2016 |
| Symbol BKCC | Agenda | 934361205 - Management |
| ISIN US0925331086 | | |

- | Item | Proposal | Proposed by | Vote | 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 For | For | For |

ALLIANCE DATA SYSTEMS CORPORATION

| | | |
|--------------------|--------------|------------------------|
| Security 018581108 | Meeting Type | Annual |
| Ticker ADS | Meeting Date | 07-Jun-2016 |
| Symbol ADS | Agenda | 934395307 - Management |
| ISIN US0185811082 | | |

- | Item | Proposal | Proposed by | Vote | For/Against Management |
|------|---|----------------|------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: BRUCE K. ANDERSON | Management For | For | For |
| 1.2 | ELECTION OF DIRECTOR: ROGER H. BALLOU | Management For | For | For |
| 1.3 | ELECTION OF DIRECTOR: D. KEITH COBB | Management For | For | For |
| 1.4 | | Management For | For | For |

| | | | |
|-----|---|----------------|-----|
| | ELECTION OF DIRECTOR: E. LINN DRAPER, JR. | | |
| 1.5 | ELECTION OF DIRECTOR: EDWARD J. HEFFERNAN | Management For | For |
| 1.6 | ELECTION OF DIRECTOR: KENNETH R. JENSEN | Management For | For |
| 1.7 | ELECTION OF DIRECTOR: ROBERT A. MINICUCCI | Management For | For |
| 1.8 | ELECTION OF DIRECTOR: LAURIE A. TUCKER | Management For | For |
| 2. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Management For | For |
| 3. | TO AMEND THE CERTIFICATE OF INCORPORATION OF ALLIANCE DATA SYSTEMS CORPORATION TO ELIMINATE RESTRICTIONS ON REMOVAL OF DIRECTORS. | Management For | For |
| 4. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ALLIANCE DATA SYSTEMS CORPORATION FOR 2016. | Management For | For |

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.

Registrant Ellsworth Growth and Income Fund LTD.

By (Signature and Title)* /s/James A. Dinsmore

James A. Dinsmore, Principal Executive Officer

Date 8/1/16

*Print the name and title of each signing officer under his or her signature.