

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<br>RESOLUTION ON<br>EXECUTIVE COMPENSATION.                 | Management For      | For |
| 4. | TO APPROVE THE<br>AMENDMENT TO THE<br>RESTATE<br>D CERTIFICATE OF<br>INCORPORATION. | Management For      | For |
| 5. | TO APPROVE THE<br>SHAREHOLDER PROPOSAL<br>RELATING TO SIMPLE<br>MAJORITY VOTE.      | Shareholder Against | For |
| 6. | TO APPROVE THE<br>SHAREHOLDER PROPOSAL<br>RELATING TO LOBBYING<br>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<br>by | Vote | For/Against<br>Management |
|------|---|----------------|------|---------------------------|
| 2D.  | ADOPTION OF THE 2015<br>ANNUAL ACCOUNTS<br>GRANTING OF DISCHARGE TO<br>THE DIRECTORS IN<br>RESPECT OF THE                                       | Management     | For  | For                       |
| 2E.  | PERFORMANCE OF THEIR<br>DUTIES DURING THE<br>FINANCIAL YEAR 2015<br>RE-APPOINTMENT OF THE<br>DIRECTOR: AMEDEO<br>FELISA (EXECUTIVE<br>DIRECTOR) | Management     | For  | For                       |
| 3A.  | RE-APPOINTMENT OF THE<br>DIRECTOR: SERGIO<br>MARCHIONNE (EXECUTIVE<br>DIRECTOR)   | Management     | For  | For                       |
| 3B.  | RE-APPOINTMENT OF THE<br>DIRECTOR: PIERO<br>FERRARI (NON-EXECUTIVE<br>DIRECTOR)   | Management     | For  | For                       |
| 3C.  | RE-APPOINTMENT OF THE<br>DIRECTOR: LOUIS C.<br>CAMILLERI (NON-EXECUTIVE<br>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

Ticker  
Symbol RACE

ISIN

Meeting Type

Annual

Meeting Date

15-Apr-2016

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	Meeting Type		Annual
Ticker	UN	Meeting Date		21-Apr-2016
Symbol		Agenda		934349526 - Management
ISIN	US9047847093			

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<br>HARTMANN AS A NON-<br>EXECUTIVE DIRECTOR.  | Management For | For |
| 11. | TO REAPPOINT MS M MA AS A<br>NON-EXECUTIVE<br>DIRECTOR.   | Management For | For |
| 12. | TO REAPPOINT MR P G J M<br>POLMAN AS AN<br>EXECUTIVE DIRECTOR.  | Management For | For |
| 13. | TO REAPPOINT MR J RISHTON<br>AS A NON-<br>EXECUTIVE DIRECTOR.   | Management For | For |
| 14. | TO REAPPOINT MR F<br>SIJBESMA AS A NON-<br>EXECUTIVE DIRECTOR.  | Management For | For |
| 15. | TO APPOINT DR M DEKKERS<br>AS A NON-EXECUTIVE<br>DIRECTOR.  | Management For | For |
| 16. | TO APPOINT MR S MASIYIWA<br>AS A NON-EXECUTIVE<br>DIRECTOR.   | Management For | For |
| 17. | TO APPOINT PROFESSOR Y<br>MOON AS A NON-<br>EXECUTIVE DIRECTOR.   | Management For | For |
| 18. | TO APPOINT MR G PITKETHLY<br>AS AN EXECUTIVE<br>DIRECTOR.   | Management For | For |
| 19. | TO APPOINT KPMG AS THE<br>AUDITOR CHARGED<br>WITH THE AUDITING OF THE<br>ANNUAL ACCOUNTS<br>FOR THE 2016 FINANCIAL<br>YEAR.                   | Management For | For |
| 20. | TO DESIGNATE THE BOARD<br>OF DIRECTORS AS THE<br>COMPANY BODY<br>AUTHORISED TO ISSUE<br>SHARES<br>IN THE SHARE CAPITAL OF<br>THE COMPANY.     | Management For | For |
| 21. | TO AUTHORISE THE BOARD<br>OF DIRECTORS TO<br>PURCHASE SHARES AND<br>DEPOSITARY RECEIPTS<br>THEREOF IN THE SHARE<br>CAPITAL OF THE<br>COMPANY. | Management For | For |
| 22. | TO REDUCE THE CAPITAL<br>WITH RESPECT TO<br>SHARES AND DEPOSITARY<br>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<br>CITI'S 2015 EXECUTIVE<br>COMPENSATION.  | Management  | For     | For |
| 4.  | APPROVAL OF AN<br>AMENDMENT TO THE<br>CITIGROUP<br>2014 STOCK INCENTIVE PLAN<br>AUTHORIZING<br>ADDITIONAL SHARES.   | Management  | For     | For |
| 5.  | APPROVAL OF THE AMENDED<br>AND RESTATED 2011<br>CITIGROUP EXECUTIVE<br>PERFORMANCE PLAN.  | Management  | For     | For |
| 6.  | STOCKHOLDER PROPOSAL<br>REQUESTING A<br>REPORT DEMONSTRATING<br>THE COMPANY DOES<br>NOT HAVE A GENDER PAY<br>GAP.   | Shareholder | Against | For |
| 7.  | STOCKHOLDER PROPOSAL<br>REQUESTING A<br>REPORT ON LOBBYING AND<br>GRASSROOTS<br>LOBBYING CONTRIBUTIONS.   | Shareholder | Against | For |
| 8.  | STOCKHOLDER PROPOSAL<br>REQUESTING THAT THE<br>BOARD APPOINT A<br>STOCKHOLDER VALUE<br>COMMITTEE.   | Shareholder | Against | For |
| 9.  | STOCKHOLDER PROPOSAL<br>REQUESTING AN<br>AMENDMENT TO THE<br>GENERAL CLAWBACK<br>POLICY.  | Shareholder | Against | For |
| 10. | STOCKHOLDER PROPOSAL<br>REQUESTING THAT THE<br>BOARD ADOPT A POLICY<br>PROHIBITING THE<br>VESTING OF EQUITY-BASED<br>AWARDS FOR SENIOR<br>EXECUTIVES DUE TO A<br>VOLUNTARY RESIGNATION<br>TO ENTER GOVERNMENT<br>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
	RATIFICATION OF ERNST & YOUNG LLP AS			
2.	ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016 SAY ON PAY - AN ADVISORY VOTE ON THE	Management	For	For
3.	APPROVAL OF EXECUTIVE COMPENSATION	Management	For	For
4.	APPROVAL OF A MANAGEMENT PROPOSAL REGARDING THE ANNUAL ELECTION OF DIRECTORS	Management	For	For
5.	APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE ABBVIE PERFORMANCE INCENTIVE PLAN	Management	For	For
6.	STOCKHOLDER PROPOSAL - DRUG DISPOSAL REPORT	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL - LOBBYING REPORT	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
	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP TO SERVE AS THE COMPANY'S			
2.	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
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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.

6. RELATING TO ALLOWING  
HOLDERS OF 10% OF  
OUTSTANDING COMMON  
STOCK TO CALL SPECIAL  
MEETINGS OF  
SHAREHOLDERS.
- |  |             |         |     |
|--|-------------|---------|-----|
|  | Shareholder | Against | For |
|--|-------------|---------|-----|

SBA COMMUNICATIONS CORPORATION

Security 78388J106	Meeting Type	Annual
Ticker SBAC	Meeting Date	13-May-2016
Symbol	Agenda	934357915 - Management
ISIN US78388J1060		

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

CHEVRON CORPORATION

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

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	PYPL	Meeting Date	25-May-2016
Symbol		Agenda	934381726 - Management
ISIN	US70450Y1038		

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	Management For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION	Management For	For
4.	TO AMEND THE BYLAWS TO REDUCE THE OWNERSHIP THRESHOLD REQUIRED TO CALL A SPECIAL MEETING OF THE STOCKHOLDERS	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.