

MFS INTERMEDIATE HIGH INCOME FUND
Form N-PX
August 28, 2012

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-5567

MFS INTERMEDIATE HIGH INCOME FUND
(Exact name of registrant as specified in charter)

500 Boylston Street, Boston, Massachusetts 02116
(Address of principal executive offices) (Zip code)

Susan S. Newton
Massachusetts Financial Services Company
500 Boylston Street
Boston, Massachusetts 02116
(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

Date of fiscal year end: November 30

Date of reporting period: July 1, 2011 - June 30, 2012

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ITEM 1. PROXY VOTING RECORD.

***** FORM N-Px REPORT *****

ICA File Number: 811-05567
Reporting Period: 07/01/2011 - 06/30/2012
MFS Intermediate High Income Fund

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===== MFS Intermediate High Income Fund =====

ACCURIDE CORPORATION

Ticker: ACW Security ID: 00439T206
 Meeting Date: APR 24, 2012 Meeting Type: Annual
 Record Date: MAR 15, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Keith E. Busse | For | Withhold | Management |
| 1.2 | Elect Director Richard F. Dauch | For | Withhold | Management |
| 1.3 | Elect Director Benjamin C. Duster, IV | For | Withhold | Management |
| 1.4 | Elect Director Lewis M. Kling | For | For | Management |
| 1.5 | Elect Director Stephen S. Ledoux | For | Withhold | Management |
| 1.6 | Elect Director John W. Risner | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

NEW YOUNG BROADCASTING HOLDINGS CO. INC.

Ticker: YBTVQ Security ID: 650151103
 Meeting Date: FEB 08, 2012 Meeting Type: Annual
 Record Date: JAN 08, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------|---------|-----------|------------|
| 1 | Elect Director Anthony Cassara | For | For | Management |
| 2 | Elect Director Sheldon Galloway | For | For | Management |
| 3 | Elect Director Soo Kim | For | For | Management |
| 4 | Elect Director Kevin Shea | For | For | Management |
| 5 | Elect Director Thomas Sullivan | For | For | Management |

OPTI CANADA INC.

Ticker: OPC Security ID: 68383KAB5
 Meeting Date: SEP 07, 2011 Meeting Type: Bondholder
 Record Date: AUG 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------|---------|-----------|------------|
| 1 | Bondholder Resolution: The Plan | For | For | Management |

QUAD/GRAPHICS, INC.

Ticker: QUAD Security ID: 747301109
 Meeting Date: MAY 14, 2012 Meeting Type: Annual
 Record Date: MAR 23, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director William J. Abraham, Jr. | For | Withhold | Management |
| 1.2 | Elect Director Douglas P. Buth | For | For | Management |
| 1.3 | Elect Director Christopher B. Harned | For | Withhold | Management |
| 1.4 | Elect Director Betty Ewens Quadracci | For | Withhold | Management |

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|-----|----------------------------------|-----|----------|------------|
| 1.5 | Elect Director J. Joel Quadracci | For | Withhold | Management |
| 1.6 | Elect Director Thomas O. Ryder | For | For | Management |
| 1.7 | Elect Director John S. Shiely | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |

===== END NPX REPORT

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: MFS INTERMEDIATE HIGH INCOME FUND

By (Signature and Title): JOHN M. CORCORAN*

John M. Corcoran,
Principal Executive Officer & President

Date: August 13, 2012

*By (Signature and Title) /s/ Susan S. Newton

Susan S. Newton, as attorney-in-fact

* Executed by Susan S. Newton on behalf of John M. Corcoran pursuant to a Power of Attorney dated July 18/th/, 2012. (1)

(1) Incorporated by reference to MFS Municipal Series Trust (File Nos. 2-92915 and 811-4096) Post-Effective Amendment No. 54 filed with the SEC via EDGAR on July 26, 2012.