

REAVES UTILITY INCOME FUND  
Form N-PX  
August 30, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT**

**INVESTMENT COMPANY**

Investment Company Act file number: 811-21432

REAVES UTILITY INCOME FUND

(Exact name of registrant as specified in charter)

1290 Broadway, Suite 1100, Denver, Colorado 80203

(Address of principal executive offices) (Zip code)

David T. Buhler, Esq.

Reaves Utility Income Fund

1290 Broadway, Suite 1100

Denver, Colorado 80203

(Name and address of agent for service)

Registrant's Telephone Number, including Area Code: (303) 623-2577

Date of fiscal year end: October 31

Date of reporting period: July 1, 2012 - June 30, 2013

**Item 1. Proxy Voting Record.**

## Investment Company Report

## ALTRIA GROUP, INC.

Security	02209S103	Meeting Type	Annual
Ticker Symbol	MO	Meeting Date	16-May-2013
ISIN	US02209S1033	Agenda	933764979 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERALD L. BALILES	Management	For	For
1B.	ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN T. CASTEEN III	Management	For	For
1D.	ELECTION OF DIRECTOR: DINYAR S. DEVITRE	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS W. JONES	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS	Management	For	For
1H.	ELECTION OF DIRECTOR: W. LEO KIELY III	Management	For	For
1I.	ELECTION OF DIRECTOR: KATHRYN B. MCQUADE	Management	For	For
1J.	ELECTION OF DIRECTOR: GEORGE MUNOZ	Management	For	For
1K.	ELECTION OF DIRECTOR: NABIL Y. SAKKAB	Management	For	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY S NAMED EXECUTIVE OFFICERS	Management	For	For
4.	SHAREHOLDER PROPOSAL - DISCLOSURE OF LOBBYING POLICIES AND PRACTICES	Shareholder	Against	For

## Investment Company Report

## AMEREN CORPORATION

Security	023608102	Meeting Type	Annual
Ticker Symbol	AEE	Meeting Date	23-Apr-2013
ISIN	US0236081024	Agenda	933744600 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEPHEN F. BRAUER		For	For
	2 CATHERINE S. BRUNE		For	For
	3 ELLEN M. FITZSIMMONS		For	For
	4 WALTER J. GALVIN		For	For
	5 GAYLE P.W. JACKSON		For	For
	6 JAMES C. JOHNSON		For	For
	7 STEVEN H. LIPSTEIN		For	For
	8 PATRICK T. STOKES		For	For
	9 THOMAS R. VOSS		For	For
	10 STEPHEN R. WILSON		For	For
	11 JACK D. WOODARD		For	For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF THE EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013.	Management	For	For
4.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON REDUCING RISK IN ENERGY PORTFOLIO THROUGH INCREASED ENERGY EFFICIENCY AND RENEWABLE ENERGY RESOURCES.	Shareholder	Against	For

## Investment Company Report

## AMERICAN TOWER CORPORATION

Security	03027X100	Meeting Type	Annual
Ticker Symbol	AMT	Meeting Date	21-May-2013
ISIN	US03027X1000	Agenda	933777457 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RAYMOND P. DOLAN	Management	For	For
1B.	ELECTION OF DIRECTOR: RONALD M. DYKES	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: JOANN A. REED	Management	For	For
1F.	ELECTION OF DIRECTOR: PAMELA D.A. REEVE	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID E. SHARBUTT	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES D. TAICLET, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: SAMME L. THOMPSON	Management	For	For
2.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For
4.	TO APPROVE AN AMENDMENT TO THE COMPANY S AMENDED AND RESTATED BY-LAWS TO REDUCE THE OWNERSHIP THRESHOLD REQUIRED TO CALL A SPECIAL MEETING.	Management	For	For

## Investment Company Report

## AMERICAN WATER WORKS COMPANY, INC.

Security	030420103	Meeting Type	Annual
Ticker Symbol	AWK	Meeting Date	13-May-2013
ISIN	US0304201033	Agenda	933763597 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN P. ADIK	Management	For	For
1B.	ELECTION OF DIRECTOR: MARTHA CLARK GOSS	Management	For	For
1C.	ELECTION OF DIRECTOR: JULIE A. DOBSON	Management	For	For
1D.	ELECTION OF DIRECTOR: PAUL J. EVANSON	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD R. GRIGG	Management	For	For
1F.	ELECTION OF DIRECTOR: JULIA L. JOHNSON	Management	For	For
1G.	ELECTION OF DIRECTOR: GEORGE MACKENZIE	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM J. MARRAZZO	Management	For	For
1I.	ELECTION OF DIRECTOR: JEFFRY E. STERBA	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDED DECEMBER 31, 2013.	Management	For	For
3.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	For	For

## Investment Company Report

## ANNALY CAPITAL MANAGEMENT, INC.

Security	035710409	Meeting Type	Annual
Ticker Symbol	NLY	Meeting Date	23-May-2013
ISIN	US0357104092	Agenda	933788258 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KEVIN P. BRADY	Management	For	For
1B.	ELECTION OF DIRECTOR: E. WAYNE NORDBERG	Management	For	For
1C.	ELECTION OF DIRECTOR: KEVIN G. KEYES	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN H. SCHAEFER	Management	For	For
2.	THE MANAGEMENT EXTERNALIZATION PROPOSAL TO APPROVE OUR ENTERING INTO A MANAGEMENT AGREEMENT WITH THE MANAGER.	Management	For	For
3.	THE PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	For	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2013 FISCAL YEAR.	Management	For	For

## Investment Company Report

## AQUA AMERICA, INC.

Security	03836W103	Meeting Type	Annual
Ticker Symbol	WTR	Meeting Date	08-May-2013
ISIN	US03836W1036	Agenda	933753837 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NICK DEBENEDICTIS		For	For
	2 RICHARD GLANTON		For	For
	3 LON GREENBERG		For	For
	4 WILLIAM HANKOWSKY		For	For
	5 WENDELL HOLLAND		For	For
	6 ANDREW SORDONI III		For	For
2.	TO CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2013 FISCAL YEAR.	Management	For	For
3.	TO CONSIDER AND TAKE ACTION ON AN ADVISORY VOTE ON THE COMPANY S EXECUTIVE COMPENSATION PROGRAMS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
4.	TO CONSIDER AND TAKE ACTION ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS CREATE A COMPREHENSIVE POLICY ARTICULATING THE COMPANY S RESPECT FOR AND COMMITMENT TO THE HUMAN RIGHT TO WATER, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For



## Investment Company Report

## AT&amp;T INC.

Security	00206R102	Meeting Type	Annual
Ticker Symbol	T	Meeting Date	26-Apr-2013
ISIN	US00206R1023	Agenda	933744016 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For	For
1B.	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Management	For	For
1C.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Management	For	For
1E.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For	For
1F.	ELECTION OF DIRECTOR: SCOTT T. FORD	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES P. KELLY	Management	For	For
1H.	ELECTION OF DIRECTOR: JON C. MADONNA	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Management	For	For
1K.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1L.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For	For
1M.	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.	APPROVE STOCK PURCHASE AND DEFERRAL PLAN.	Management	For	For
5.	POLITICAL CONTRIBUTIONS REPORT.	Shareholder	Against	For
6.	LEAD BATTERIES REPORT.	Shareholder	Against	For
7.	COMPENSATION PACKAGES.	Shareholder	Against	For
8.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For

## Investment Company Report

## BCE INC.

Security	05534B760	Meeting Type	Annual
Ticker Symbol	BCE	Meeting Date	09-May-2013
ISIN	CA05534B7604	Agenda	933759598 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 B.K. ALLEN		For	For
	2 A. BÉRARD		For	For
	3 R.A. BRENNEMAN		For	For
	4 S. BROCHU		For	For
	5 R.E. BROWN		For	For
	6 G.A. COPE		For	For
	7 D.F. DENISON		For	For
	8 A.S. FELL		For	For
	9 E.C. LUMLEY		For	For
	10 T.C. O NEILL		For	For
	11 J. PRENTICE		For	For
	12 R.C. SIMMONDS		For	For
	13 C. TAYLOR		For	For
	14 P.R. WEISS		For	For
02	APPOINTMENT OF DELOITTE LLP AS AUDITORS.	Management	For	For
03	RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE 2013 MANAGEMENT PROXY CIRCULAR DATED MARCH 7, 2013 DELIVERED IN ADVANCE OF THE 2013 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BCE INC.	Management	For	For
4A	PROPOSAL NO. 1 EQUITY RATIO	Shareholder	Against	For
4B	PROPOSAL NO. 2 CRITICAL MASS OF QUALIFIED WOMEN ON BOARD OF DIRECTORS	Shareholder	Against	For
4C	PROPOSAL NO. 3 POST-EXECUTIVE COMPENSATION ADVISORY VOTE DISCLOSURE	Shareholder	Against	For
4D		Shareholder	Against	For

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PROPOSAL NO. 4 RISK MANAGEMENT  
COMMITTEE

4E	PROPOSAL NO. 5 DIVERSITY POLICIES AND INITIATIVES	Shareholder	Against	For
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## Investment Company Report

## CELLCOM ISRAEL LTD

Security	M2196U109	Meeting Type	Annual
Ticker Symbol	CEL	Meeting Date	07-Aug-2012
ISIN	IL0011015349	Agenda	933669179 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	RE-ELECTION OF DIRECTOR: AMI EREL	Management	For	For
1.2	RE-ELECTION OF DIRECTOR: SHAY LIVNAT	Management	For	For
1.3	RE-ELECTION OF DIRECTOR: RAANAN COHEN	Management	For	For
1.4	RE-ELECTION OF DIRECTOR: RAFI BISKER	Management	For	For
1.5	RE-ELECTION OF DIRECTOR: SHLOMO WAXE	Management	For	For
1.6	RE-ELECTION OF DIRECTOR: HAIM GAVRIELI	Management	For	For
1.7	RE-ELECTION OF DIRECTOR: ARI BRONSHTEIN	Management	For	For
1.8	RE-ELECTION OF DIRECTOR: EPHRAIM KUNDA	Management	For	For
1.9	RE-ELECTION OF DIRECTOR: EDITH LUSKY	Management	For	For
2.	REAPPOINTMENT OF SOMEKH CHAIKIN, AS OUR INDEPENDENT AUDITOR.	Management	For	For

## Investment Company Report

## CENTURYLINK, INC.

Security	156700106	Meeting Type	Annual
Ticker Symbol	CTL	Meeting Date	22-May-2013
ISIN	US1567001060	Agenda	933785757 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 W. BRUCE HANKS		For	For
	2 C. G. MELVILLE, JR.		For	For
	3 FRED R. NICHOLS		For	For
	4 WILLIAM A. OWENS		For	For
	5 HARVEY P. PERRY		For	For
	6 GLEN F. POST, III		For	For
	7 LAURIE A. SIEGEL		For	For
	8 JOSEPH R. ZIMMEL		For	For
2	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2013.	Management	For	For
3	ADVISORY VOTE REGARDING OUR EXECUTIVE COMPENSATION.	Management	For	For
4A	SHAREHOLDER PROPOSAL REGARDING EQUITY COMPENSATION.	Shareholder	Against	For
4B	SHAREHOLDER PROPOSAL REGARDING BONUS DEFERRALS.	Shareholder	Against	For
4C	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder	Against	For
4D	SHAREHOLDER PROPOSAL REGARDING CONFIDENTIAL VOTING.	Shareholder	Against	For

## Investment Company Report

## COMCAST CORPORATION

Security	20030N101	Meeting Type	Annual
Ticker Symbol	CMCSA	Meeting Date	15-May-2013
ISIN	US20030N1019	Agenda	933764739 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 KENNETH J. BACON		For	For
	2 SHELDON M. BONOVIKZ		For	For
	3 JOSEPH J. COLLINS		For	For
	4 J. MICHAEL COOK		For	For
	5 GERALD L. HASSELL		For	For
	6 JEFFREY A. HONICKMAN		For	For
	7 EDUARDO G. MESTRE		For	For
	8 BRIAN L. ROBERTS		For	For
	9 RALPH J. ROBERTS		For	For
	10 JOHNATHAN A. RODGERS		For	For
	11 DR. JUDITH RODIN		For	For
2.	RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS	Management	For	For
3.	TO PROHIBIT ACCELERATED VESTING UPON A CHANGE IN CONTROL	Shareholder	Against	For
4.	TO ADOPT A RECAPITALIZATION PLAN	Shareholder	For	Against

## Investment Company Report

## COMPANHIA DE SANEAMENTO BASICO DO ESTADO

Security	20441A102	Meeting Type	Annual
Ticker Symbol	SBS	Meeting Date	22-Apr-2013
ISIN	US20441A1025	Agenda	933780959 - Management

Item	Proposal	Type	Vote	For/Against Management
E1.	RATIFICATION OF CODEC (STATE COUNCIL FOR PROTECTION OF CAPITAL OF THE STATE OF SAO PAULO) OPINION NO 003/2013 DEALING WITH THE COMPENSATION ADJUSTMENT OF OFFICERS, MEMBERS OF THE BOARD OF DIRECTORS AND FISCAL COUNCIL OF COMPANIES CONTROLLED BY THE STATE GOVERNMENT.	Management	For	For
E2.	RESOLUTION ON THE SPLIT OF THE COMPANY COMMON SHARES THROUGH WHICH EACH COMMON SHARE WILL BE THEN REPRESENTED BY THREE (3) COMMON SHARES, AT THE RATIO OF 1:3.	Management	For	For
E3.	AMENDMENT TO THE CAPUT OF ARTICLE 3 OF THE COMPANY S BYLAWS, WITHOUT ANY ALTERATION IN THE FINANCIAL AMOUNT OF SHARE CAPITAL, AS A RESULT OF THE SPLIT OF THE COMPANY COMMON SHARES, PURSUANT TO ITEM II ABOVE.	Management	For	For
A1.	ANALYSIS OF THE MANAGEMENT ANNUAL REPORT; RESOLUTION ON THE FINANCIAL STATEMENTS, NAMELY: BALANCE SHEET AND RELATED STATEMENTS OF INCOME, STATEMENTS OF CHANGES IN SHAREHOLDERS EQUITY, STATEMENTS OF CASH FLOWS, STATEMENTS OF VALUE ADDED AND NOTES TO THE FINANCIAL STATEMENTS, ACCOMPANIED BY REPORTS OF INDEPENDENT AUDITORS AND FISCAL COUNCIL.	Management	For	For
A2.	RESOLUTION ON THE ALLOCATION OF NET INCOME FOR 2012.	Management	For	For
A3.	ELECTION OF MEMBERS OF THE BOARD, SITTING AND ALTERNATE MEMBERS OF THE FISCAL COUNCIL AND DEFINITION OF THEIR COMPENSATION.	Management	For	For

## Investment Company Report

## DTE ENERGY COMPANY

Security	233331107	Meeting Type	Annual
Ticker Symbol	DTE	Meeting Date	02-May-2013
ISIN	US2333311072	Agenda	933747303 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 GERARD M. ANDERSON		For	For
	2 DAVID A. BRANDON		For	For
	3 CHARLES G. MCCLURE, JR.		For	For
	4 GAIL J. MCGOVERN		For	For
	5 JAMES B. NICHOLSON		For	For
	6 CHARLES W. PRYOR, JR.		For	For
	7 RUTH G. SHAW		For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shareholder	Against	For



## Investment Company Report

## DUKE ENERGY CORPORATION

Security	26441C204	Meeting Type	Annual
Ticker Symbol	DUK	Meeting Date	02-May-2013
ISIN	US26441C2044	Agenda	933746705 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 WILLIAM BARNET, III		For	For
	2 G. ALEX BERNHARDT, SR.		For	For
	3 MICHAEL G. BROWNING		For	For
	4 HARRIS E. DELOACH, JR.		For	For
	5 DANIEL R. DIMICCO		For	For
	6 JOHN H. FORSGREN		For	For
	7 ANN M. GRAY		For	For
	8 JAMES H. HANCE, JR.		For	For
	9 JOHN T. HERRON		For	For
	10 JAMES B. HYLER, JR.		For	For
	11 E. MARIE MCKEE		For	For
	12 E. JAMES REINSCH		For	For
	13 JAMES T. RHODES		For	For
	14 JAMES E. ROGERS		For	For
	15 CARLOS A. SALADRIGAS		For	For
	16 PHILIP R. SHARP		For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT PUBLIC ACCOUNTANT FOR 2013	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	APPROVAL OF THE AMENDED DUKE ENERGY CORPORATION EXECUTIVE SHORT-TERM INCENTIVE PLAN	Management	For	For
5.	SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REGARDING AN AMENDMENT TO OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE MAJORITY VOTING FOR THE ELECTION OF DIRECTORS	Shareholder	Against	For



## Investment Company Report

## EDISON INTERNATIONAL

Security	281020107	Meeting Type	Annual
Ticker Symbol	EIX	Meeting Date	25-Apr-2013
ISIN	US2810201077	Agenda	933744725 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAGJEET S. BINDRA	Management	For	For
1B.	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANCE A. CORDOVA	Management	For	For
1D.	ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: BRADFORD M. FREEMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: LUIS G. NOGALES	Management	For	For
1G.	ELECTION OF DIRECTOR: RONALD L. OLSON	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III	Management	For	For
1I.	ELECTION OF DIRECTOR: THOMAS C. SUTTON	Management	For	For
1J.	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For	For
1K.	ELECTION OF DIRECTOR: BRETT WHITE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY S EXECUTIVE COMPENSATION	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN	Shareholder	Against	For

## Investment Company Report

## ENTERGY CORPORATION

Security	29364G103	Meeting Type	Annual
Ticker Symbol	ETR	Meeting Date	03-May-2013
ISIN	US29364G1031	Agenda	933766860 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: M.S. BATEMAN	Management	For	For
1B.	ELECTION OF DIRECTOR: L.P. DENAULT	Management	For	For
1C.	ELECTION OF DIRECTOR: G.W. EDWARDS	Management	For	For
1D.	ELECTION OF DIRECTOR: A.M. HERMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: D.C. HINTZ	Management	For	For
1F.	ELECTION OF DIRECTOR: S.L. LEVENICK	Management	For	For
1G.	ELECTION OF DIRECTOR: B.L. LINCOLN	Management	For	For
1H.	ELECTION OF DIRECTOR: S.C. MYERS	Management	For	For
1I.	ELECTION OF DIRECTOR: W.J. TAUZIN	Management	For	For
1J.	ELECTION OF DIRECTOR: S.V. WILKINSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2013.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING LOBBYING DISCLOSURE.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL REGARDING NUCLEAR FUEL.	Shareholder	Against	For

## Investment Company Report

## FRONTIER COMMUNICATIONS CORP

Security	35906A108	Meeting Type	Annual
Ticker Symbol	FTR	Meeting Date	08-May-2013
ISIN	US35906A1088	Agenda	933758116 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 LEROY T. BARNES, JR.		For	For
	2 PETER C.B. BYNOE		For	For
	3 JERI B. FINARD		For	For
	4 EDWARD FRAIOLI		For	For
	5 JAMES S. KAHAN		For	For
	6 PAMELA D.A. REEVE		For	For
	7 HOWARD L. SCHROTT		For	For
	8 LARRAINE D. SEGIL		For	For
	9 MARK SHAPIRO		For	For
	10 MYRON A. WICK, III		For	For
	11 MARY AGNES WILDEROTTER		For	For
2.	TO CONSIDER AND VOTE UPON AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.	Management	For	For
3.	TO ADOPT THE 2013 FRONTIER BONUS PLAN.	Management	For	For
4.	TO ADOPT THE 2013 EQUITY INCENTIVE PLAN.	Management	For	For
5.	TO CONSIDER AND VOTE UPON A STOCKHOLDER PROPOSAL, IF PRESENTED AT THE MEETING.	Shareholder	Against	For
6.	TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For

## Investment Company Report

## INTEGRYS ENERGY GROUP INC

Security	45822P105	Meeting Type	Annual
Ticker Symbol	TEG	Meeting Date	16-May-2013
ISIN	US45822P1057	Agenda	933764602 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 WILLIAM J. BRODSKY		For	For
	2 ALBERT J. BUDNEY, JR.		For	For
	3 ELLEN CARNAHAN		For	For
	4 MICHELLE L. COLLINS		For	For
	5 K.M. HASSELBLAD-PASCALE		For	For
	6 JOHN W. HIGGINS		For	For
	7 PAUL W. JONES		For	For
	8 HOLLY KELLER KOEPEL		For	For
	9 MICHAEL E. LAVIN		For	For
	10 WILLIAM F. PROTZ, JR.		For	For
	11 CHARLES A. SCHROCK		For	For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR INTEGRYS ENERGY GROUP AND ITS SUBSIDIARIES FOR 2013.	Management	For	For

## Investment Company Report

## ITC HOLDINGS CORP.

Security	465685105	Meeting Type	Special
Ticker Symbol	ITC	Meeting Date	16-Apr-2013
ISIN	US4656851056	Agenda	933741779 - Management

Item	Proposal	Type	Vote	For/Against Management
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- |    |  |            |     |     |
|----|--|------------|-----|-----|
| 1. | TO APPROVE THE MERGER AGREEMENT, DATED AS OF DECEMBER 4, 2011, AS AMENDED BY AMENDMENT NO. 1, DATED SEPTEMBER 21, 2012, AND BY AMENDMENT NO. 2, DATED JANUARY 28, 2013 (AS THE SAME MAY BE AMENDED OR SUPPLEMENTED FROM TIME TO TIME, THE MERGER AGREEMENT ), AMONG ENTERGY CORPORATION, MID SOUTH TRANSCO LLC, ITC HOLDINGS CORP. AND ITC MIDSOUTH LLC. | Management | For | For |
| 2. | TO AMEND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF ITC HOLDINGS CORP. TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF ITC HOLDINGS CORP. COMMON STOCK FROM 100,000,000 TO 300,000,000.  | Management | For | For |
| 3. | TO APPROVE THE ISSUANCE OF ITC HOLDINGS CORP. COMMON STOCK PURSUANT TO THE MERGER AGREEMENT, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.   | Management | For | For |
| 4. | TO APPROVE, BY NON-BINDING ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR ITC HOLDINGS CORP. S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.  | Management | For | For |
| 5. | TO ADJOURN THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSALS (1), (2) AND (3).   | Management | For | For |

## Investment Company Report

## ITC HOLDINGS CORP.

Security	465685105	Meeting Type	Annual
Ticker Symbol	ITC	Meeting Date	15-May-2013
ISIN	US4656851056	Agenda	933770693 - Management

Item	Proposal	Type	Vote	For/Against Management
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1	DIRECTOR	Management		
	1 CHRISTOPHER H. FRANKLIN		For	For
	2 EDWARD G. JEPSEN		For	For
	3 WILLIAM J. MUSELER		For	For
	4 HAZEL R. O LEARY		For	For
	5 THOMAS G. STEPHENS		For	For
	6 G. BENNETT STEWART, III		For	For
	7 LEE C. STEWART		For	For
	8 J.C. WATTS, JR.		For	For
	9 JOSEPH L. WELCH		For	For
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2013.	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING, IN THE CASE OF UNCONTESTED DIRECTOR ELECTIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For



## Investment Company Report

## MARKWEST ENERGY PARTNERS LP

Security	570759100	Meeting Type	Annual
Ticker Symbol	MWE	Meeting Date	29-May-2013
ISIN	US5707591005	Agenda	933808505 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 FRANK M. SEMPLE		For	For
	2 DONALD D. WOLF		For	For
	3 KEITH E. BAILEY		For	For
	4 MICHAEL L. BEATTY		For	For
	5 CHARLES K. DEMPSTER		For	For
	6 DONALD C. HEPPERMAN		For	For
	7 RANDALL J. LARSON		For	For
	8 ANNE E. FOX MOUNSEY		For	For
	9 WILLIAM P. NICOLETTI		For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE PARTNERSHIP S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013.	Management	For	For

Investment Company Report

NATIONAL FUEL GAS COMPANY

Security	636180101	Meeting Type	Annual
Ticker Symbol	NFG	Meeting Date	07-Mar-2013
ISIN	US6361801011	Agenda	933726498 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 DAVID C. CARROLL		For	For
	2 CRAIG G. MATTHEWS		For	For
	3 DAVID F. SMITH		For	For
2.	VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS OUR REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	For	For

## Investment Company Report

## NATIONAL GRID PLC

Security	636274300	Meeting Type	Annual
Ticker Symbol	NGG	Meeting Date	30-Jul-2012
ISIN	US6362743006	Agenda	933661402 - Management

Item	Proposal	Type	Vote	For/Against Management
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1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Management	For	
2	TO DECLARE A FINAL DIVIDEND	Management	For	
3	TO ELECT SIR PETER GERSHON	Management	For	
4	TO RE-ELECT STEVE HOLLIDAY	Management	For	
5	TO RE-ELECT ANDREW BONFIELD	Management	For	
6	TO RE-ELECT TOM KING	Management	For	
7	TO RE-ELECT NICK WINSER	Management	For	
8	TO RE-ELECT KEN HARVEY	Management	For	
9	TO RE-ELECT LINDA ADAMANY	Management	For	
10	TO RE-ELECT PHILIP AIKEN	Management	For	
11	TO ELECT NORA BROWNELL	Management	For	
12	TO ELECT PAUL GOLBY	Management	For	
13	TO ELECT RUTH KELLY	Management	For	
14	TO RE-ELECT MARIA RICHTER	Management	For	
15	TO RE-ELECT GEORGE ROSE	Management	For	
16	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Management	For	
17	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS REMUNERATION	Management	For	
18	TO APPROVE THE DIRECTORS REMUNERATION REPORT	Management	For	
19	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Management	For	
S20	TO DISAPPLY PRE-EMPTION RIGHTS	Management	For	
S21	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Management	For	
S22	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS NOTICE	Management	For	
S23	TO AMEND THE EXISTING ARTICLES OF ASSOCIATION	Management	For	

## Investment Company Report

## NATIONAL OILWELL VARCO, INC.

Security	637071101	Meeting Type	Annual
Ticker Symbol	NOV	Meeting Date	22-May-2013
ISIN	US6370711011	Agenda	933784464 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MERRILL A. MILLER, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: GREG L. ARMSTRONG	Management	For	For
1C.	ELECTION OF DIRECTOR: BEN A. GUILL	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID D. HARRISON	Management	For	For
1E.	ELECTION OF DIRECTOR: ROGER L. JARVIS	Management	For	For
1F.	ELECTION OF DIRECTOR: ERIC L. MATTSON	Management	For	For
2.	RATIFICATION OF INDEPENDENT AUDITORS.	Management	For	For
3.	APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	APPROVE AMENDMENTS TO THE NATIONAL OILWELL VARCO, INC. LONG-TERM INCENTIVE PLAN.	Management	For	For
5.	APPROVE THE NATIONAL OILWELL VARCO, INC. ANNUAL CASH INCENTIVE PLAN FOR EXECUTIVE OFFICERS.	Management	For	For

## Investment Company Report

## NEXTERA ENERGY, INC.

Security	65339F101	Meeting Type	Annual
Ticker Symbol	NEE	Meeting Date	23-May-2013
ISIN	US65339F1012	Agenda	933777205 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHERRY S. BARRAT	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT M. BEALL, II	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES L. CAMAREN	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH B. DUNN	Management	For	For
1E.	ELECTION OF DIRECTOR: LEWIS HAY, III	Management	For	For
1F.	ELECTION OF DIRECTOR: TONI JENNINGS	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES L. ROBO	Management	For	For
1H.	ELECTION OF DIRECTOR: RUDY E. SCHUPP	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN L. SKOLDS	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL H. THAMAN	Management	For	For
1L.	ELECTION OF DIRECTOR: HANSEL E. TOOKES, II	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For
3.	APPROVAL, AS REQUIRED BY INTERNAL REVENUE CODE SECTION 162(M), OF THE MATERIAL TERMS FOR PAYMENT OF PERFORMANCE-BASED ANNUAL INCENTIVE COMPENSATION UNDER THE NEXTERA ENERGY, INC. 2013 EXECUTIVE ANNUAL INCENTIVE PLAN.	Management	For	For
4.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
5.	SHAREHOLDER PROPOSAL-POLICY REGARDING STORAGE OF NUCLEAR WASTE.	Shareholder	Against	For

## Investment Company Report

## NISOURCE INC.

Security	65473P105	Meeting Type	Annual
Ticker Symbol	NI	Meeting Date	14-May-2013
ISIN	US65473P1057	Agenda	933768650 - Management

Item	Proposal	Type	Vote	For/Against Management
11	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Management	For	For
12	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Management	For	For
13	ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS	Management	For	For
14	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Management	For	For
15	ELECTION OF DIRECTOR: MARTY R. KITTRELL	Management	For	For
16	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For	For
17	ELECTION OF DIRECTOR: DEBORAH S. PARKER	Management	For	For
18	ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.	Management	For	For
19	ELECTION OF DIRECTOR: TERESA A. TAYLOR	Management	For	For
110	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Management	For	For
111	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Management	For	For
II	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Management	For	For
III	TO CONSIDER ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
IV	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT.	Shareholder	Against	For
V	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING A POLICY TO END BENCHMARKING CEO COMPENSATION.	Shareholder	Against	For

## Investment Company Report

## NORTHEAST UTILITIES

Security	664397106	Meeting Type	Annual
Ticker Symbol	NU	Meeting Date	31-Oct-2012
ISIN	US6643971061	Agenda	933688256 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 RICHARD H. BOOTH		For	For
	2 JOHN S. CLARKESON		For	For
	3 COTTON M. CLEVELAND		For	For
	4 SANFORD CLOUD, JR.		For	For
	5 JAMES S. DISTASIO		For	For
	6 FRANCIS A. DOYLE		For	For
	7 CHARLES K. GIFFORD		For	For
	8 PAUL A. LA CAMERA		For	For
	9 KENNETH R. LEIBLER		For	For
	10 THOMAS J. MAY		For	For
	11 CHARLES W. SHIVERY		For	For
	12 WILLIAM C. VAN FAASEN		For	For
	13 FREDERICA M. WILLIAMS		For	For
	14 DENNIS R. WRAASE		For	For
2.	TO CONSIDER AND APPROVE THE FOLLOWING ADVISORY (NON-BINDING) PROPOSAL: RESOLVED, THAT THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND ANY RELATED MATERIAL IS HEREBY APPROVED.	Management	For	For
3.	TO RE-APPROVE THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE 2009 NORTHEAST UTILITIES INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Management	For	For
4.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Management	For	For





## Investment Company Report

## NORTHEAST UTILITIES

Security	664397106	Meeting Type	Annual
Ticker Symbol	NU	Meeting Date	01-May-2013
ISIN	US6643971061	Agenda	933752443 - Management

Item	Proposal	Type	Vote	For/Against Management
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1.	DIRECTOR	Management		
	1 RICHARD H. BOOTH		For	For
	2 JOHN S. CLARKESON		For	For
	3 COTTON M. CLEVELAND		For	For
	4 SANFORD CLOUD, JR.		For	For
	5 JAMES S. DISTASIO		For	For
	6 FRANCIS A. DOYLE		For	For
	7 CHARLES K. GIFFORD		For	For
	8 PAUL A. LA CAMERA		For	For
	9 KENNETH R. LEIBLER		For	For
	10 THOMAS J. MAY		For	For
	11 CHARLES W. SHIVERY		For	For
	12 WILLIAM C. VAN FAASEN		For	For
	13 FREDERICA M. WILLIAMS		For	For
	14 DENNIS R. WRAASE		For	For
2.	TO CONSIDER AND APPROVE THE FOLLOWING ADVISORY (NON-BINDING) PROPOSAL: RESOLVED, THAT THE COMPENSATION PAID TO THE COMPANY S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND ANY RELATED MATERIAL IS HEREBY APPROVED	Management	For	For
3.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2013	Management	For	For

## Investment Company Report

## OCCIDENTAL PETROLEUM CORPORATION

Security	674599105	Meeting Type	Annual
Ticker Symbol	OXY	Meeting Date	03-May-2013
ISIN	US6745991058	Agenda	933771063 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Management	Against	Against
1B.	ELECTION OF DIRECTOR: HOWARD I. ATKINS	Management	Against	Against
1C.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Management	For	For
1D.	ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN E. FEICK	Management	Abstain	Against
1F.	ELECTION OF DIRECTOR: MARGARET M. FORAN	Management	Against	Against
1G.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	Against	Against
1H.	ELECTION OF DIRECTOR: RAY R. IRANI	Management	Against	Against
1I.	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Management	Against	Against
1J.	ELECTION OF DIRECTOR: AZIZ D. SYRIANI	Management	For	For
2.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	Management	Against	Against
3.	RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT AUDITORS	Management	For	For
4.	STOCKHOLDER RIGHT TO ACT BY WRITTEN CONSENT	Shareholder	For	Against

## Investment Company Report

## OGE ENERGY CORP.

Security	670837103	Meeting Type	Annual
Ticker Symbol	OGE	Meeting Date	16-May-2013
ISIN	US6708371033	Agenda	933763220 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 JAMES H. BRANDI		For	For
	2 WAYNE H. BRUNETTI		For	For
	3 LUKE R. CORBETT		For	For
	4 PETER B. DELANEY		For	For
	5 JOHN D. GROENDYKE		For	For
	6 KIRK HUMPHREYS		For	For
	7 ROBERT KELLEY		For	For
	8 ROBERT O. LORENZ		For	For
	9 JUDY R. MCREYNOLDS		For	For
	10 LEROY C. RICHIE		For	For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2013.	Management	For	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4	AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING PROVISIONS.	Management	For	For
5	APPROVAL OF THE OGE ENERGY CORP. 2013 STOCK INCENTIVE PLAN.	Management	For	For
6	APPROVAL OF THE OGE ENERGY CORP. 2013 ANNUAL INCENTIVE COMPENSATION PLAN.	Management	For	For
7	AMENDMENT OF THE RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 225,000,000 TO 450,000,000.	Management	For	For
8	SHAREHOLDER PROPOSAL REGARDING REINCORPORATION IN DELAWARE.	Shareholder	Against	For

## Investment Company Report

## ONEOK, INC.

Security	682680103	Meeting Type	Annual
Ticker Symbol	OKE	Meeting Date	22-May-2013
ISIN	US6826801036	Agenda	933777902 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES C. DAY	Management	For	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM L. FORD	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Management	For	For
1E.	ELECTION OF DIRECTOR: BERT H. MACKIE	Management	For	For
1F.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Management	For	For
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Management	For	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Management	For	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Management	For	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC.	Management	For	For
3.	A PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR OUR EQUITY COMPENSATION PLAN.	Management	For	For
4.	AN ADVISORY VOTE TO APPROVE THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For
5.	A SHAREHOLDER PROPOSAL REGARDING PUBLICATION OF A REPORT ON METHANE EMISSIONS.	Shareholder	Against	For

## Investment Company Report

## PENN WEST PETROLEUM LTD.

Security	707887105	Meeting Type	Annual and Special Meeting
Ticker Symbol	PWE	Meeting Date	05-Jun-2013
ISIN	CA7078871059	Agenda	933824927 - Management

Item	Proposal	Type	Vote	For/Against Management
01	THE APPOINTMENT OF KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITOR OF PENN WEST FOR THE ENSUING YEAR.	Management	For	For
02	DIRECTOR	Management		
1	JAMES E. ALLARD		For	For
2	GEORGE H. BROOKMAN		For	For
3	GILLIAN H. DENHAM		For	For
4	RICHARD L. GEORGE		For	For
5	DARYL H. GILBERT		For	For
6	ALLAN P. MARKIN		For	For
7	MURRAY R. NUNNS		For	For
8	FRANK POTTER		For	For
9	JACK SCHANCK		For	For
10	JAMES C. SMITH		For	For
11	JAY W. THORNTON		For	For
03	ADVISORY VOTE APPROVING PENN WEST S APPROACH TO EXECUTIVE COMPENSATION.	Management	For	For
04	THE APPROVAL OF ALL UNALLOCATED OPTIONS TO ACQUIRE COMMON SHARES UNDER THE STOCK OPTION PLAN OF PENN WEST UNTIL JUNE 5, 2016.	Management	For	For
05	THE APPROVAL OF AN AMENDMENT TO THE AMENDING PROVISIONS OF THE STOCK OPTION PLAN OF PENN WEST.	Management	For	For
06	THE APPROVAL OF BY-LAW NO. 2 OF PENN WEST RELATING TO THE ADVANCE NOTICE OF NOMINATIONS OF DIRECTORS.	Management	For	For

## Investment Company Report

## PG&amp;E CORPORATION

Security	69331C108	Meeting Type	Annual
Ticker Symbol	PCG	Meeting Date	06-May-2013
ISIN	US69331C1080	Agenda	933755007 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID R. ANDREWS	Management	For	For
1B.	ELECTION OF DIRECTOR: LEWIS CHEW	Management	For	For
1C.	ELECTION OF DIRECTOR: C. LEE COX	Management	For	For
1D.	ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: FRED J. FOWLER	Management	For	For
1F.	ELECTION OF DIRECTOR: MARYELLEN C. HERRINGER	Management	For	For
1G.	ELECTION OF DIRECTOR: ROGER H. KIMMEL	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD A. MESERVE	Management	For	For
1I.	ELECTION OF DIRECTOR: FORREST E. MILLER	Management	For	For
1J.	ELECTION OF DIRECTOR: ROSENDO G. PARRA	Management	For	For
1K.	ELECTION OF DIRECTOR: BARBARA L. RAMBO	Management	For	For
1L.	ELECTION OF DIRECTOR: BARRY LAWSON WILLIAMS	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY S EXECUTIVE COMPENSATION	Management	For	For
4.	SHAREHOLDER PROPOSAL: INDEPENDENT BOARD CHAIR	Shareholder	Against	For

## Investment Company Report

## PINNACLE WEST CAPITAL CORPORATION

Security	723484101	Meeting Type	Annual
Ticker Symbol	PNW	Meeting Date	15-May-2013
ISIN	US7234841010	Agenda	933763066 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EDWARD N. BASHA, JR.		For	For
	2 DONALD E. BRANDT		For	For
	3 SUSAN CLARK-JOHNSON		For	For
	4 DENIS A. CORTESE, M.D.		For	For
	5 MICHAEL L. GALLAGHER		For	For
	6 R.A. HERBERGER, JR, PHD		For	For
	7 DALE E. KLEIN, PH.D.		For	For
	8 HUMBERTO S. LOPEZ		For	For
	9 KATHRYN L. MUNRO		For	For
	10 BRUCE J. NORDSTROM		For	For
2.	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2013 PROXY STATEMENT.	Management	For	For
3.	RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2013.	Management	For	For

## Investment Company Report

## PPL CORPORATION

Security	69351T106	Meeting Type	Annual
Ticker Symbol	PPL	Meeting Date	15-May-2013
ISIN	US69351T1060	Agenda	933772798 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 FREDERICK M. BERNTHAL		For	For
	2 JOHN W. CONWAY		For	For
	3 PHILIP G. COX		For	For
	4 STEVEN G. ELLIOTT		For	For
	5 LOUISE K. GOESER		For	For
	6 STUART E. GRAHAM		For	For
	7 STUART HEYDT		For	For
	8 RAJA RAJAMANNAR		For	For
	9 CRAIG A. ROGERSON		For	For
	10 WILLIAM H. SPENCE		For	For
	11 NATICA VON ALTHANN		For	For
	12 KEITH H. WILLIAMSON		For	For
2	APPROVAL OF AMENDMENT TO PPL CORPORATION S ARTICLES OF INCORPORATION TO IMPLEMENT MAJORITY VOTE STANDARD IN UNCONTESTED ELECTIONS OF DIRECTORS	Management	For	For
3	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
4	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
5	SHAREOWNER PROPOSAL - REQUEST FOR POLITICAL SPENDING REPORT	Shareholder	Against	For



## Investment Company Report

## QUALCOMM INCORPORATED

Security	747525103	Meeting Type	Annual
Ticker Symbol	QCOM	Meeting Date	05-Mar-2013
ISIN	US7475251036	Agenda	933726397 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: BARBARA T. ALEXANDER	Management	For	For
1B	ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK	Management	For	For
1C	ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE	Management	For	For
1D	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Management	For	For
1E	ELECTION OF DIRECTOR: THOMAS W. HORTON	Management	For	For
1F	ELECTION OF DIRECTOR: PAUL E. JACOBS	Management	For	For
1G	ELECTION OF DIRECTOR: SHERRY LANSING	Management	For	For
1H	ELECTION OF DIRECTOR: DUANE A. NELLES	Management	For	For
1I	ELECTION OF DIRECTOR: FRANCISCO ROS	Management	For	For
1J	ELECTION OF DIRECTOR: BRENT SCOWCROFT	Management	For	For
1K	ELECTION OF DIRECTOR: MARC I. STERN	Management	For	For
02	TO APPROVE THE 2006 LONG-TERM INCENTIVE PLAN, AS AMENDED, WHICH INCLUDES AN INCREASE IN THE SHARE RESERVE BY 90,000,000 SHARES.	Management	For	For
03	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 29, 2013.	Management	For	For
04	ADVISORY APPROVAL OF THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For

## Investment Company Report

## SCANA CORPORATION

Security	80589M102	Meeting Type	Annual
Ticker Symbol	SCG	Meeting Date	25-Apr-2013
ISIN	US80589M1027	Agenda	933758130 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 KEVIN B. MARSH		For	For
	2 JOSHUA W. MARTIN, III		For	For
	3 JAMES M. MICALI		For	For
	4 HAROLD C. STOWE		For	For
2.	APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	SHAREHOLDER PROPOSAL REGARDING REPEAL OF THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Shareholder	For	

## Investment Company Report

## SOUTH JERSEY INDUSTRIES, INC.

Security	838518108	Meeting Type	Annual
Ticker Symbol	SJI	Meeting Date	19-Apr-2013
ISIN	US8385181081	Agenda	933748850 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: SARAH M. BARPOULIS	Management	For	For
1B	ELECTION OF DIRECTOR: THOMAS A. BRACKEN	Management	For	For
1C	ELECTION OF DIRECTOR: KEITH S. CAMPBELL	Management	For	For
1D	ELECTION OF DIRECTOR: SHEILA HARTNETT-DEVLIN	Management	For	For
1E	ELECTION OF DIRECTOR: VICTOR A. FORTKIEWICZ	Management	For	For
1F	ELECTION OF DIRECTOR: EDWARD J. GRAHAM	Management	For	For
1G	ELECTION OF DIRECTOR: WALTER M. HIGGINS III	Management	For	For
1H	ELECTION OF DIRECTOR: SUNITA HOLZER	Management	For	For
1I	ELECTION OF DIRECTOR: JOSEPH H. PETROWSKI	Management	For	For
1J	ELECTION OF DIRECTOR: FRANK L. SIMS	Management	For	For
2	TO APPROVE THE NONBINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
3	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For

## Investment Company Report

## SOUTHERN CALIFORNIA EDISON COMPANY

Security	842400400	Meeting Type	Annual
Ticker Symbol	SCEPRD	Meeting Date	25-Apr-2013
ISIN	US8424004005	Agenda	933746224 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAGJEET S. BINDRA	Management	For	For
1B.	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANCE A. CORDOVA	Management	For	For
1D.	ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: BRADFORD M. FREEMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: RONALD L. LITZINGER	Management	For	For
1G.	ELECTION OF DIRECTOR: LUIS G. NOGALES	Management	For	For
1H.	ELECTION OF DIRECTOR: RONALD L. OLSON	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III	Management	For	For
1J.	ELECTION OF DIRECTOR: THOMAS C. SUTTON	Management	For	For
1K.	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: BRETT WHITE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For

## Investment Company Report

## TECO ENERGY, INC.

Security	872375100	Meeting Type	Annual
Ticker Symbol	TE	Meeting Date	01-May-2013
ISIN	US8723751009	Agenda	933740513 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JOHN B. RAMIL	Management	For	For
1.2	ELECTION OF DIRECTOR: TOM L. RANKIN	Management	For	For
1.3	ELECTION OF DIRECTOR: WILLIAM D. ROCKFORD	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2013.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY S EXECUTIVE COMPENSATION.	Management	For	For
4.	AMENDMENT OF THE COMPANY S EQUAL EMPLOYMENT OPPORTUNITY POLICY.	Shareholder	Against	For

## Investment Company Report

## TELECOM CORPORATION OF NEW ZEALAND LTD.

Security	879278208	Meeting Type	Annual
Ticker Symbol	NZTCY	Meeting Date	28-Sep-2012
ISIN	US8792782083	Agenda	933683612 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	THAT THE DIRECTORS ARE AUTHORISED TO FIX THE AUDITORS' REMUNERATION.	Management	For	
2.	THAT MR MARK VERBIEST IS RE-ELECTED AS A DIRECTOR OF TELECOM.	Management	For	
3.	THAT MR PAUL BERRIMAN IS RE-ELECTED AS A DIRECTOR OF TELECOM.	Management	For	
4.	THAT MR SIMON MOUTTER IS ELECTED AS A DIRECTOR OF TELECOM.	Management	For	
5.	THAT APPROVAL IS GIVEN FOR THE ISSUE BY TELECOM'S BOARD OF DIRECTORS TO MR SIMON MOUTTER DURING THE PERIOD TO 27 SEPTEMBER 2015 OF IN TOTAL UP TO 1,000,000 SHARES IN TELECOM UNDER THE PERFORMANCE EQUITY SCHEME, ON THE TERMS SET OUT IN THE EXPLANATORY NOTES ACCOMPANYING THE 2012 NOTICE OF ANNUAL MEETING.	Management	For	
6.	THAT APPROVAL IS GIVEN FOR THE ISSUE BY TELECOM'S BOARD OF DIRECTORS TO MR SIMON MOUTTER DURING THE PERIOD TO 27 SEPTEMBER 2015 OF IN TOTAL UP TO 2,500,000 SHARE RIGHTS TO ACQUIRE TELECOM ORDINARY SHARES UNDER THE TERMS SET OUT IN THE EXPLANATORY NOTES ACCOMPANYING THE 2012 NOTICE OF ANNUAL MEETING.	Management	For	

## Investment Company Report

## THE SOUTHERN COMPANY

Security	842587107	Meeting Type	Annual
Ticker Symbol	SO	Meeting Date	22-May-2013
ISIN	US8425871071	Agenda	933789490 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: J.P. BARANCO	Management	For	For
1B.	ELECTION OF DIRECTOR: J.A. BOSCIA	Management	For	For
1C.	ELECTION OF DIRECTOR: H.A. CLARK III	Management	For	For
1D.	ELECTION OF DIRECTOR: T.A. FANNING	Management	For	For
1E.	ELECTION OF DIRECTOR: D.J. GRAIN	Management	For	For
1F.	ELECTION OF DIRECTOR: H.W. HABERMEYER, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: V.M. HAGEN	Management	For	For
1H.	ELECTION OF DIRECTOR: W.A. HOOD, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: D.M. JAMES	Management	For	For
1J.	ELECTION OF DIRECTOR: D.E. KLEIN	Management	For	For
1K.	ELECTION OF DIRECTOR: W.G. SMITH, JR.	Management	For	For
1L.	ELECTION OF DIRECTOR: S.R. SPECKER	Management	For	For
1M.	ELECTION OF DIRECTOR: E.J. WOOD III	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICERS COMPENSATION	Management	For	For
4.	RATIFICATION OF BY-LAW AMENDMENT	Management	For	For
5.	AMENDMENT TO COMPANY S CERTIFICATE OF INCORPORATION TO REDUCE TWO- THIRDS SUPERMAJORITY REQUIREMENTS IN ARTICLE ELEVENTH TO A MAJORITY VOTE	Management	For	For
6.	AMENDMENT TO COMPANY S CERTIFICATE OF INCORPORATION TO REDUCE 75% SUPERMAJORITY REQUIREMENTS IN ARTICLE THIRTEENTH TO A TWO-THIRDS VOTE	Management	For	For

## Investment Company Report

## THE WILLIAMS COMPANIES, INC.

Security	969457100	Meeting Type	Annual
Ticker Symbol	WMB	Meeting Date	16-May-2013
ISIN	US9694571004	Agenda	933780303 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	Management	For	For
1B	ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND	Management	For	For
1C	ELECTION OF DIRECTOR: KATHLEEN B. COOPER	Management	For	For
1D	ELECTION OF DIRECTOR: JOHN A. HAGG	Management	For	For
1E	ELECTION OF DIRECTOR: JUANITA H. HINSHAW	Management	For	For
1F	ELECTION OF DIRECTOR: RALPH IZZO	Management	For	For
1G	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For	For
1H	ELECTION OF DIRECTOR: STEVEN W. NANCE	Management	For	For
1I	ELECTION OF DIRECTOR: MURRAY D. SMITH	Management	For	For
1J	ELECTION OF DIRECTOR: JANICE D. STONEY	Management	For	For
1K	ELECTION OF DIRECTOR: LAURA A. SUGG	Management	For	For
02	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2013.	Management	For	For
03	APPROVAL, BY NONBINDING ADVISORY VOTE, OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For



## Investment Company Report

## TRANSCANADA CORPORATION

Security	89353D107	Meeting Type	Annual and Special Meeting
Ticker Symbol	TRP	Meeting Date	26-Apr-2013
ISIN	CA89353D1078	Agenda	933745183 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
1	KEVIN E. BENSON		For	For
2	DEREK H. BURNEY		For	For
3	PAULE GAUTHIER		For	For
4	RUSSELL K. GIRLING		For	For
5	S. BARRY JACKSON		For	For
6	PAUL L. JOSKOW		For	For
7	PAULA ROSPUT REYNOLDS		For	For
8	MARY PAT SALOMONE		For	For
9	W. THOMAS STEPHENS		For	For
10	D. MICHAEL G. STEWART		For	For
11	RICHARD E. WAUGH		For	For
02	RESOLUTION TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS AS AUDITORS AND AUTHORIZE THE DIRECTORS TO SET THEIR REMUNERATION.	Management	For	For
03	RESOLUTION TO RECONFIRM AND AMEND THE STOCK OPTION PLAN, AS DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	Management	For	For
04	RESOLUTION TO CONTINUE AND APPROVE THE AMENDED AND RESTATED SHAREHOLDER RIGHTS PLAN, AS DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	Management	For	For
05	RESOLUTION TO ACCEPT TRANSCANADA CORPORATION S APPROACH TO EXECUTIVE COMPENSATION, AS DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	Management	For	For

## Investment Company Report

## UIL HOLDINGS CORPORATION

Security	902748102	Meeting Type	Annual
Ticker Symbol	UIL	Meeting Date	14-May-2013
ISIN	US9027481020	Agenda	933768080 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 THELMA R. ALBRIGHT		For	For
	2 ARNOLD L. CHASE		For	For
	3 BETSY HENLEY-COHN		For	For
	4 SUEDEEN G. KELLY		For	For
	5 JOHN L. LAHEY		For	For
	6 DANIEL J. MIGLIO		For	For
	7 WILLIAM F. MURDY		For	For
	8 WILLIAM B. PLUMMER		For	For
	9 DONALD R. SHASSIAN		For	For
	10 JAMES P. TORGERSON		For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS UIL HOLDINGS CORPORATION S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For
3.	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	PROPOSAL TO APPROVE THE AMENDED AND RESTATED UIL HOLDINGS CORPORATION 2008 STOCK AND INCENTIVE COMPENSATION PLAN.	Management	For	For

## Investment Company Report

## UNION PACIFIC CORPORATION

Security	907818108	Meeting Type	Annual
Ticker Symbol	UNP	Meeting Date	16-May-2013
ISIN	US9078181081	Agenda	933779398 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.H. CARD, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: E.B. DAVIS, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: T.J. DONOHUE	Management	For	For
1D.	ELECTION OF DIRECTOR: A.W. DUNHAM	Management	For	For
1E.	ELECTION OF DIRECTOR: J.R. HOPE	Management	For	For
1F.	ELECTION OF DIRECTOR: J.J. KORALESKI	Management	For	For
1G.	ELECTION OF DIRECTOR: C.C. KRULAK	Management	For	For
1H.	ELECTION OF DIRECTOR: M.R. MCCARTHY	Management	For	For
1I.	ELECTION OF DIRECTOR: M.W. MCCONNELL	Management	For	For
1J.	ELECTION OF DIRECTOR: T.F. MCLARTY III	Management	For	For
1K.	ELECTION OF DIRECTOR: S.R. ROGEL	Management	For	For
1L.	ELECTION OF DIRECTOR: J.H. VILLARREAL	Management	For	For
1M.	ELECTION OF DIRECTOR: J.R. YOUNG	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	AN ADVISORY VOTE ON EXECUTIVE COMPENSATION ( SAY ON PAY ).	Management	For	For
4.	ADOPT THE UNION PACIFIC CORPORATION 2013 STOCK INCENTIVE PLAN.	Management	For	For
5.	SHAREHOLDER PROPOSAL REGARDING LOBBYING ACTIVITIES IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against	For

## Investment Company Report

## VALERO ENERGY CORPORATION

Security	91913Y100	Meeting Type	Annual
Ticker Symbol	VLO	Meeting Date	02-May-2013
ISIN	US91913Y1001	Agenda	933749129 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JERRY D. CHOATE	Management	For	For
1B.	ELECTION OF DIRECTOR: RUBEN M. ESCOBEDO	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM R. KLESSE	Management	For	For
1D.	ELECTION OF DIRECTOR: DEBORAH P. MAJORAS	Management	For	For
1E.	ELECTION OF DIRECTOR: BOB MARBUT	Management	For	For
1F.	ELECTION OF DIRECTOR: DONALD L. NICKLES	Management	For	For
1G.	ELECTION OF DIRECTOR: PHILIP J. PFEIFFER	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT A. PROFUSEK	Management	For	For
1I.	ELECTION OF DIRECTOR: SUSAN KAUFMAN PURCELL	Management	For	For
1J.	ELECTION OF DIRECTOR: STEPHEN M. WATERS	Management	For	For
1K.	ELECTION OF DIRECTOR: RANDALL J. WEISENBURGER	Management	For	For
1L.	ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.	Management	For	For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS VALERO ENERGY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Management	For	For
3.	APPROVE, BY NON-BINDING VOTE, THE 2012 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	VOTE ON A STOCKHOLDER PROPOSAL ENTITLED, DISCLOSURE OF POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

## Investment Company Report

## VERIZON COMMUNICATIONS INC.

Security	92343V104	Meeting Type	Annual
Ticker Symbol	VZ	Meeting Date	02-May-2013
ISIN	US92343V1044	Agenda	933747872 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For	For
1B	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For	For
1C	ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For	For
1D	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For	For
1E	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For	For
1F	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Management	For	For
1G	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	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: HUGH B. PRICE	Management	For	For
1K	ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For	For
1L	ELECTION OF DIRECTOR: KATHRYN A. TESIJA	Management	For	For
1M	ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
03	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
04	APPROVAL OF LONG-TERM INCENTIVE PLAN	Management	For	For
05	NETWORK NEUTRALITY	Shareholder	Against	For
06	LOBBYING ACTIVITIES	Shareholder	Against	For
07	PROXY ACCESS BYLAWS	Shareholder	Against	For
08	SEVERANCE APPROVAL POLICY	Shareholder	Against	For
09	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shareholder	Against	For
10	SHAREHOLDER RIGHT TO ACT BY WRITTEN CONSENT	Shareholder	Against	For

## Investment Company Report

## VODAFONE GROUP PLC

Security	92857W209	Meeting Type	Annual
Ticker Symbol	VOD	Meeting Date	24-Jul-2012
ISIN	US92857W2098	Agenda	933661123 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE THE COMPANY S ACCOUNTS AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2012	Management	For	
2	TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)	Management	For	
3	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Management	For	
4	TO RE-ELECT ANDY HALFORD AS A DIRECTOR	Management	For	
5	TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR	Management	For	
6	TO RE-ELECT RENEE JAMES AS A DIRECTOR	Management	For	
7	TO RE-ELECT ALAN JEBSON AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For	
8	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)	Management	For	
9	TO RE-ELECT NICK LAND AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For	
10	TO RE-ELECT ANNE LAUVERGEON AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For	
11	TO RE-ELECT LUC VANDEVELDE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE)	Management	For	
12	TO RE-ELECT ANTHONY WATSON AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE)	Management	For	
13	TO RE-ELECT PHILIP YEA AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)	Management	For	
14	TO APPROVE A FINAL DIVIDEND OF 6.47 PENCE PER ORDINARY SHARE	Management	For	

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15	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2012	Management	For
16	TO RE-APPOINT DELOITTE LLP AS AUDITOR	Management	For
17	TO AUTHORISE THE AUDIT & RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	Management	For
18	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Management	For
S19	TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS	Management	For

Investment Company Report

S20	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES (SECTION 701, COMPANIES ACT 2006)	Management	For
21	TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE	Management	For
S22	TO AUTHORISE THE CALLING OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING ON NOT LESS THAN 14 CLEAR DAYS NOTICE	Management	For



## Investment Company Report

## WINDSTREAM CORPORATION

Security	97381W104	Meeting Type	Annual
Ticker Symbol	WIN	Meeting Date	08-May-2013
ISIN	US97381W1045	Agenda	933756946 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CAROL B. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: SAMUEL E. BEALL, III	Management	For	For
1C.	ELECTION OF DIRECTOR: DENNIS E. FOSTER	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANCIS X. FRANTZ	Management	For	For
1E.	ELECTION OF DIRECTOR: JEFFERY R. GARDNER	Management	For	For
1F.	ELECTION OF DIRECTOR: JEFFREY T. HINSON	Management	For	For
1G.	ELECTION OF DIRECTOR: JUDY K. JONES	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM A. MONTGOMERY	Management	For	For
1I.	ELECTION OF DIRECTOR: ALAN L. WELLS	Management	For	For
2.	TO VOTE ON AN ADVISORY (NON-BINDING) RESOLUTION ON EXECUTIVE COMPENSATION	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS WINDSTREAM S INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR 2013	Management	For	For
4.	STOCKHOLDER PROPOSAL - PROHIBITION ON ACCELERATED VESTING OF RESTRICTED STOCK	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL - TRANSPARENCY AND ACCOUNTABILITY IN CORPORATE SPENDING ON POLITICAL ACTIVITIES	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL - SIMPLE MAJORITY VOTE RIGHT	Shareholder	Against	For

## Investment Company Report

## WISCONSIN ENERGY CORPORATION

Security	976657106	Meeting Type	Annual
Ticker Symbol	WEC	Meeting Date	02-May-2013
ISIN	US9766571064	Agenda	933742834 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For	For
1.2	ELECTION OF DIRECTOR: BARBARA L. BOWLES	Management	For	For
1.3	ELECTION OF DIRECTOR: PATRICIA W. CHADWICK	Management	For	For
1.4	ELECTION OF DIRECTOR: CURT S. CULVER	Management	For	For
1.5	ELECTION OF DIRECTOR: THOMAS J. FISCHER	Management	For	For
1.6	ELECTION OF DIRECTOR: GALE E. KLAPPA	Management	For	For
1.7	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Management	For	For
1.8	ELECTION OF DIRECTOR: ULICE PAYNE, JR.	Management	For	For
1.9	ELECTION OF DIRECTOR: MARY ELLEN STANEK	Management	For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2013.	Management	For	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For

**SIGNATURE**

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.

**Reaves Utility Income Fund**

By: /s/ Jeremy O. May  
Jeremy O. May  
President

Date: August 30, 2013