

Stone Harbor Emerging Markets Income Fund  
Form N-PX  
August 21, 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: 811-22473

Stone Harbor Emerging Markets Income Fund

(Exact name of registrant as specified in charter)

1290 Broadway, Suite 1100

Denver, CO 80203

(Address of principal executive offices) (Zip code)

Adam J. Shapiro, Esq.

c/o Stone Harbor Investment Partners LP

31 West 52nd Street, 16th Floor

New York, NY 10019

(Name and address of agent for service)

With copies To:

Michael G. Doherty, Esq.

Ropes & Gray LLP

1211 Avenue of the Americas

New York, NY 10036

Registrant's telephone number, including area code: (303) 623-2577

Date of fiscal year end: November 30

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

**Item 1. Proxy Voting Record.**

**STONE HARBOR EMERGING MARKETS INCOME FUND**

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| <u>Fund Name</u>                          | <u>Company</u>   | <u>Ticker</u> | <u>CUSIP</u>     | <u>Meeting Date</u> | <u>A brief identification of the matter voted on</u>   | <u>Proposed by Issuer or Security Holder</u> | <u>Voted</u> | <u>Vote Cast</u> | <u>With or Against Management</u> |
|---|------------------|---------------|------------------|---------------------|--|--|--------------|------------------|-----------------------------------|
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 9/5/2012            | (1) approve the waiver of obligations under Rule 9 of the Takeover Code  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 1. To receive the audited accounts of the Company for the year ended 31 December 2012 and the reports of the Directors and Auditors thereon,                       | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 2. To approve the Directors Remuneration Report for the year ended 31 December 2012.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 3. To re-elect Mr Rodney Chase as a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 4. To re-elect Dr Tony Hayward as an executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 5. To re-elect Mr Julian Metherell as an executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 6. To re-elect Sir Graham Hearne as a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 7. To re-elect Mr Jim Leng as a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 8. To re-elect Mr Mehmet Ögütçü a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 9. To re-elect Mr Mark Parris as a non-executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 10. To re-elect Mr George Rose as a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 11. To re-elect Mr Nathaniel Rothschild as a non-executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 12. To re-elect Mrs Gulsun Nazli Karamahmet Williams as a non-executive director.  | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 13. To re-elect Mr Murat Yazici as a non-executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 14. To re-elect Mr Chakib Sbiti as a non-executive director.   | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 15. To re-appoint PricewaterhouseCoopers LLP as the Company's Auditors until the conclusion of the next general meeting of the Company at which accounts are laid. | Issuer                                       | Yes          | In favour        | With                              |
| STONE HARBOR EMERGING MARKETS INCOME FUND | Genel Energy PLC | GENL          | ID: JE00B55Q3P39 | 4/22/2013           | 16. To authorise the Board to sell the auditors fees.  | Issuer                                       | Yes          | In favour        | With                              |

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INCOME FUND

|   |                     |      |                     |           |  |                          |     |           |         |
|---|---------------------|------|---------------------|-----------|--|--------------------------|-----|-----------|---------|
| STONE HARBOR<br>EMERGING MARKETS<br>INCOME FUND | Genel Energy<br>PLC | GENL | ID:<br>JE00B55Q3P39 | 4/22/2013 | 17. To authorise the Company and any company which is or becomes a subsidiary of the company during the period to which this resolution relates to:<br><br>(a) make donations to political parties and independent election candidates;<br><br>(b) make donations to political organisations other than political parties; and<br><br>(c) incur political expenditure, during the period commencing on the date of this resolution and ending on the date of the annual general meeting of the Company in 2014, provided that in each case any such donations and expenditure made by the Company or by any such subsidiary shall not exceed £150,000 per Company and which together shall not exceed In aggregate | Issuer                   | Yes | In favour | With    |
| STONE HARBOR<br>EMERGING MARKETS<br>INCOME FUND | Genel Energy<br>PLC | GENL | ID:<br>JE00B55Q3P39 | 4/22/2013 | 18. That the waiver granted by the Panel on Takeovers and Mergers of the obligation which may otherwise fall on Elyslon Energy Holding B.V., Focus Investments Limited or Petroleum Resources Management N.V.  | Independent Shareholders | Yes | In favour | Against |
| STONE HARBOR<br>EMERGING MARKETS<br>INCOME FUND | Genel Energy<br>PLC | GENL | ID:<br>JE00B55Q3P39 | 4/22/2013 | 19. Special Resolution to authorise the Company to purchase its voting ordinary shares.  | Issuer                   | Yes | In favour | With    |
| STONE HARBOR<br>EMERGING MARKETS<br>INCOME FUND | Genel Energy<br>PLC | GENL | ID:<br>JE00B55Q3P39 | 4/22/2013 | 20. Special Resolution to permit the Company to hold general meetings, other than an annual general meeting, on not less than 14 clear days notice.  | Issuer                   | Yes | In favour | With    |

**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.

**Stone Harbor Emerging Markets Income Fund**

By: /s/ Peter J. Wilby  
**Peter J. Wilby**  
**President/Principal Executive Officer**

Date: August 21, 2013