

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

Kayne Anderson MLP Investment CO
Form N-PX
August 11, 2015

OMB APPROVAL

OMB Number: 3235-0582

Expires: March 31, 2018

Estimated average burden hours per response 7.2

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 811-21593

Kayne Anderson MLP Investment Company
(Exact name of registrant as specified in charter)

811 Main Street, 14th Floor Houston, Texas 77002
(Address of principal executive offices) (Zip code)

David J. Shladovsky, Esq.
KA Fund Advisors, LLC
1800 Avenue of the Stars, Third Floor
Los Angeles, California 90067

(Name and address of agent for service)

Registrant's telephone number, including area code: (310) 282-7905

Date of fiscal year end: November 30

Date of reporting period: July 1, 2014 - June 30, 2015

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 (ss.ss. 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

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

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, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
 - (b) The exchange ticker symbol of the portfolio security;
 - (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
 - (d) The shareholder meeting date;
 - (e) A brief identification of the matter voted on;
 - (f) Whether the matter was proposed by the issuer or by a security holder;
 - (g) Whether the registrant cast its vote on the matter;
 - (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
 - (i) Whether the registrant cast its vote for or against management.
-

SIGNATURES

[See General Instruction F]

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) Kayne Anderson MLP Investment Company

By (Signature and /s/ Kevin S. McCarthy
Title)*

Kevin S. McCarthy,
Chairman of the Board of Directors,

Date August 10, 2015 President and Chief Executive Officer

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

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

Item 1 – Proxy Voting Record
 Kayne Anderson MLP Investment Company
 July 1, 2014 - June 30, 2015

Issuer	Ticker Symbol	CUSIP	Meeting Date	Matter:	Proposed by (I)ssuer or (S)hareholder	Vote Cast?	How Voted
KNOT OFFSHORE PARTNERS LP	KNOP	Y48125101	8/13/2014	TO ELECT: EDWARD A. WARYAS, JR. AS A CLASS I DIRECTOR, WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES	FOR
GOLAR LNG PARTNERS LP	GMLP	Y2745C102	9/19/2014	TO ELECT: CARL E. STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES	FOR
CAPITAL PRODUCT PARTNERS L.P.	CPLP	Y11082107	8/21/2014	ELECTION: OF ONE CLASS I DIRECTOR UNTIL THE 2017 ANNUAL MEETING: PIERRE DE DEMANDOLX-DEDONS.	I	YES	FOR
				PROPOSAL TO APPROVE: THE FOURTH AMENDMENT TO THE SECOND AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP TO REVISE THE TARGET DISTRIBUTIONS TO HOLDERS OF INCENTIVE DISTRIBUTION RIGHTS.	I	YES	FOR
				PROPOSAL TO APPROVE: AN AMENDMENT AND RESTATEMENT OF THE 2008 OMNIBUS INCENTIVE COMPENSATION PLAN AMENDED JULY 22, 2010 TO INCREASE THE MAXIMUM	I	YES	FOR

NUMBER OF RESTRICTED
UNITS AUTHORIZED FOR
ISSUANCE THEREUNDER
FROM 800,000 TO 1,650,000.

SEADRILL PARTNERS LLC	SDLP	Y7545W109	9/26/2014	TO ELECT: HARALD THORSTEIN AS A CLASS I DIRECTOR OF THE COMPANY WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF MEMBERS.	I	YES FOR
HOEGH LNG PARTNERS LP	HMLP	Y3262R100	9/24/2014	TO ELECT: ANDREW JAMIESON AS A CLASS I DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2015 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
				TO ELECT: ROBERT SHAW AS A CLASS II DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2016 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
				TO ELECT: DAVID SPIVAK AS A CLASS III DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
				TO ELECT: MORTTEN W. HOEGHAS A CLASS IV DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
DYNAGAS LNG PARTNERS LP	DLNG	Y2188B108	10/23/2014	DIRECTOR: EVANGELOS VLAHOULIS	I	YES FOR
				DIRECTOR: ALEXIOS RODOPOULOS	I	YES FOR
				DIRECTOR:	I	YES FOR

LEVON DEDEGIAN

TO APPROVE: I YES FOR
 THE APPOINTMENT OF ERNST
 & YOUNG (HELLAS)
 CERTIFIED AUDITORS
 ACCOUNTANTS S.A. AS THE
 PARTNERSHIP'S
 INDEPENDENT AUDITORS FOR
 THE FISCAL YEAR ENDING
 DECEMBER 31, 2014.

NAVIOS
 MARITIME NMM Y62267102 11/21/2014
 PARTNERS L.P.

DIRECTOR: I YES FOR
 SERAFEIM KRIEMPARDIS

RATIFY: I YES FOR
 THE APPOINTMENT OF
 PRICEWATERHOUSECOOPERS
 AS THE COMPANY'S
 INDEPENDENT PUBLIC
 ACCOUNTANTS FOR THE
 FISCAL YEAR ENDING
 DECEMBER 31, 2014.

EL PASO
 PIPELINE EPB 283702108 11/20/2014
 PARTNERS, L.P.

TO APPROVE: I YES FOR
 THE EPB MERGER
 AGREEMENT.

TO APPROVE: I YES FOR
 THE EPB ADJOURNMENT
 PROPOSAL.

KINDER
 MORGAN, INC. KMI 49456B101 11/20/2014

TO APPROVE: I YES FOR
 AN AMENDMENT OF THE
 CERTIFICATE OF
 INCORPORATION OF KMI TO
 INCREASE THE NUMBER OF
 AUTHORIZED SHARES OF
 CLASS P COMMON STOCK,
 PAR VALUE \$0.01 PER SHARE,
 OF KMI FROM 2,000,000,000 TO
 4,000,000,000.

TO APPROVE: I YES FOR
 THE ISSUANCE OF SHARES OF
 KMI COMMON STOCK IN THE

PROPOSED KMP, KMR AND
EPB MERGERS.

TO APPROVE: I YES FOR
THE ADJOURNMENT OF THE
SPECIAL MEETING, IF
NECESSARY TO SOLICIT
ADDITIONAL PROXIES IF
THERE ARE NOT SUFFICIENT
VOTES TO ADOPT THE
FOREGOING PROPOSALS AT
THE TIME OF THE SPECIAL
MEETING.

KINDER
MORGAN
ENERGY
PARTNERS, L.P.

KMP 494550106 11/20/2014

TO APPROVE: I YES FOR
THE KMP MERGER
AGREEMENT.

TO APPROVE: I YES FOR
THE KMP ADJOURNMENT
PROPOSAL.

KINDER
MORGAN
MANAGEMENT,
LLC

KMR 49455U100 11/20/2014

TO APPROVE: I YES FOR
THE KMR MERGER
AGREEMENT.

TO APPROVE: I YES FOR
THE KMR ADJOURNMENT
PROPOSAL.

TO APPROVE: I YES FOR
THE KMP MERGER
AGREEMENT.

TO APPROVE: I YES FOR
THE KMP ADJOURNMENT
PROPOSAL.

ENERGY
TRANSFER
PARTNERS, L.P.

ETP 29273R109 11/20/2014

TO APPROVE: I YES FOR
THE SECOND AMENDED AND
RESTATED ENERGY
TRANSFER PARTNERS, L.P.
2008 LONG-TERM INCENTIVE

PLAN (AS IT HAS BEEN AMENDED FROM TIME TO TIME, THE "LTIP"), WHICH, AMONG OTHER THINGS, PROVIDES FOR AN INCREASE IN THE MAXIMUM NUMBER OF COMMON UNITS RESERVED AND AVAILABLE FOR DELIVERY WITH RESPECT TO AWARDS UNDER THE LTIP TO 10,000,000 COMMON UNITS (THE "LTIP PROPOSAL").

TO APPROVE: I YES FOR
 THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL.

TARGA
 RESOURCES
 CORP.

TRGP 87612G101 1/20/2015

TO CONSIDER AND VOTE UPON: I YES AGAINST

A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF TARGA RESOURCES CORP. ("TRC") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 13, 2014, BY AND AMONG TRC, TRIDENT GP MERGER SUB LLC, ATLAS ENERGY, L.P. AND ATLAS ENERGY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

TO APPROVE: I YES AGAINST
 ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING IF

NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE TRC STOCK ISSUANCE PROPOSAL.

ATLAS PIPELINE PARTNERS, L.P.	APL	049392103	1/22/2015	<p>PROPOSAL TO APPROVE AND ADOPT: THE AGREEMENT AND PLAN OF MERGER (THE "APL MERGER AGREEMENT"), DATED AS OF OCTOBER 13, 2014, BY AND AMONG TARGA RESOURCES CORP., TARGA RESOURCES PARTNERS LP, TARGA RESOURCES GP LLC, TRIDENT MLP MERGER SUB LLC, ATLAS ENERGY, L.P., ATLAS PIPELINE PARTNERS, L.P. AND ATLAS PIPELINE PARTNERS GP, LLC, AND TO APPROVE THE MERGER CONTEMPLATED BY THE APL MERGER AGREEMENT.</p>	I	NO	DID NOT VOTE
				<p>PROPOSAL TO APPROVE: ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION PAYMENTS THAT WILL OR MAY BE PAID BY ATLAS PIPELINE PARTNERS, L.P. TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.</p>	I	NO	DID NOT VOTE
MAGELLAN MIDSTREAM PARTNERS, L.P.	MMP	559080106	4/23/2015	<p>DIRECTOR: ROBERT G. CROYLE</p>	I	YES	FOR
				<p>DIRECTOR: STACY P. METHVIN</p>	I	YES	FOR
				<p>DIRECTOR: BARRY R. PEARL</p>	I	YES	FOR
				<p>PROPOSAL TO APPROVE: EXECUTIVE COMPENSATION.</p>	I	YES	FOR

					RATIFY APPOINTMENT: INDEPENDENT AUDITOR.	I		YES FOR
REGENCY ENERGY PARTNERS LP	RGP	75885Y107	4/28/2015		PROPOSAL: TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 25, 2015, AS AMENDED BY AMENDMENT NO. 1 THERETO, DATED AS OF FEBRUARY 18, 2015, BY AND AMONG ENERGY TRANSFER PARTNERS, L.P., ENERGY TRANSFER PARTNERS GP, L.P., THE GENERAL PARTNER OF ETP, RENDEZVOUS I LLC, .. (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL.	I		NO DID NOT VOTE
					PROPOSAL: TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	I		NO DID NOT VOTE
					PROPOSAL: TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE PAYMENTS THAT WILL OR MAY BE PAID BY REGENCY TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	I		NO DID NOT VOTE
KINDER MORGAN, INC.	KMI	49456B101	5/7/2015	1	DIRECTOR: RICHARD D. KINDER STEVEN J. KEAN	I		YES FOR

TED A. GARDNER
 ANTHONY W. HALL, JR.
 GARY L. HULTQUIST
 RONALD L. KUEHN, JR.
 DEBORAH A. MACDONALD
 MICHAEL J. MILLER
 MICHAEL C. MORGAN
 ARTHUR C. REICHSTETTER
 FAYEZ SAROFIM
 C. PARK SHAPER
 WILLIAM A. SMITH
 JOEL V. STAFF
 ROBERT F. VAGT
 PERRY M. WAUGHTAL

- | | | | |
|---|--------------------------------------------------------------------------------------------------------------------------------------------|---|-------------|
| 2 | APPROVAL:
OF THE KINDER MORGAN,
INC. 2015 AMENDED AND
RESTATED STOCK INCENTIVE
PLAN. | I | YES FOR |
| 3 | APPROVAL:
OF THE AMENDED AND
RESTATED ANNUAL
INCENTIVE PLAN OF KINDER
MORGAN, INC. | I | YES FOR |
| 4 | ADVISORY VOTE TO:
APPROVE EXECUTIVE
COMPENSATION. | I | YES FOR |
| 5 | RATIFICATION:
OF THE SELECTION OF
PRICEWATERHOUSECOOPERS
LLP AS OUR INDEPENDENT
REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2015. | I | YES FOR |
| 6 | APPROVAL:
OF THE AMENDED AND
RESTATED CERTIFICATE OF
INCORPORATION OF KINDER
MORGAN, INC. | I | YES FOR |
| 7 | STOCKHOLDER PROPOSAL:
RELATING TO A REPORT ON
OUR COMPANY'S RESPONSE
TO CLIMATE CHANGE. | S | YES AGAINST |
| 8 | STOCKHOLDER PROPOSAL: | S | YES AGAINST |

RELATING TO A REPORT ON
METHANE EMISSIONS.

9 STOCKHOLDER PROPOSAL: S YES AGAINST
RELATING TO AN ANNUAL
SUSTAINABILITY REPORT.

LEGACY
RESERVES LP

LGCY 524707304 5/13/2015 1

DIRECTOR: I

YES FOR

CARY D. BROWN
KYLE A. MCGRAW
DALE A. BROWN
G. LARRY LAWRENCE
WILLIAM D. SULLIVAN
WILLIAM R. GRANBERRY
KYLE D. VANN
PAUL T. HORNE

APPROVAL: I YES FOR
OF THE AMENDMENT TO THE
AMENDED AND RESTATED
LEGACY RESERVES LP
LONG-TERM INCENTIVE
PLAN.

RATIFICATION: I YES FOR
OF THE APPOINTMENT OF
BDO USA, LLP AS OUR
INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM
FOR THE FISCAL YEAR
ENDING DECEMBER 31, 2015.

TARGA
RESOURCES
CORP.

TRGP 87612G101 5/18/2015 1

DIRECTOR: I

YES FOR

JOE BOB PERKINS
ERSHEL C. REDD, JR.

RATIFICATION: I YES FOR
OF THE SELECTION OF
INDEPENDENT AUDITORS.

SHAREHOLDER PROPOSAL: S YES AGAINST
REGARDING PUBLICATION OF
A REPORT ON METHANE
EMISSIONS.

ONEOK, INC.

OKE 682680103 5/20/2015 1A

ELECTION OF DIRECTOR: I

YES FOR

JAMES C. DAY

1B ELECTION OF DIRECTOR: JULIE H. EDWARDS	I	YES FOR
1C ELECTION OF DIRECTOR: LIAM L. FORD	I	YES FOR
1D ELECTION OF DIRECTOR: JOHN W. GIBSON	I	YES FOR
1E ELECTION OF DIRECTOR: STEVEN J. MALCOLM	I	YES FOR
1F ELECTION OF DIRECTOR: JIM W. MOGG	I	YES FOR
1G ELECTION OF DIRECTOR: PATTYE L. MOORE	I	YES FOR
1H ELECTION OF DIRECTOR: GARY D. PARKER	I	YES FOR
1I ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	I	YES FOR
1J ELECTION OF DIRECTOR: TERRY K. SPENCER	I	YES FOR
2 RATIFICATION OF: THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2015.	I	YES FOR
3 ADVISORY VOTE: TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION.	I	YES FOR

THE WILLIAMS
COMPANIES,
INC.

WMB 969457100 5/21/2015

1A ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	I	YES FOR
1B ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND	I	YES FOR
1C ELECTION OF DIRECTOR: KATHLEEN B. COOPER	I	YES FOR

1D	ELECTION OF DIRECTOR: JOHN A. HAGG	I	YES FOR
1E	ELECTION OF DIRECTOR: JUANITA H. HINSHAW	I	YES FOR
1F	ELECTION OF DIRECTOR: RALPH IZZO	I	YES FOR
1G	ELECTION OF DIRECTOR: FRANK T. MACINNIS	I	YES FOR
1H	ELECTION OF DIRECTOR: ERIC W. MANDELBLATT	I	YES FOR
1I	ELECTION OF DIRECTOR: KEITH A. MEISTER	I	YES FOR
1J	ELECTION OF DIRECTOR: STEVEN W. NANCE	I	YES FOR
1K	ELECTION OF DIRECTOR: MURRAY D. SMITH	I	YES FOR
1L	ELECTION OF DIRECTOR: JANICE D. STONEY	I	YES FOR
1M	ELECTION OF DIRECTOR: LAURA A. SUGG	I	YES FOR
2	RATIFICATION OF: ERNST & YOUNG LLP AS AUDITORS FOR 2015.	I	YES FOR
3	APPROVAL, BY NONBINDING ADVISORY VOTE: OF THE COMPANY'S EXECUTIVE COMPENSATION.	I	YES FOR

BUCKEYE PARTNERS, L.P.	BPL	118230101	6/2/2015	1	DIRECTOR: PIETER BAKKER BARBARA M. BAUMANN MARK C. MCKINLEY DONALD W. NIEMIEC	I	YES FOR
				2	RATIFICATION OF: OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS, L.P.'S	I	YES FOR

INDEPENDENT REGISTERED
PUBLIC ACCOUNTANTS FOR
2015.

MARKWEST
ENERGY
PARTNERS, L.P.

MWE 570759100 6/3/2015 1

DIRECTOR:

I

YES FOR

FRANK M. SEMPLE
DONALD D. WOLF
MICHAEL L. BEATTY
WILLIAM A BRUCKMANN III
DONALD C. HEPPERMAN
RANDALL J. LARSON
ANNE E. FOX MOUNSEY
WILLIAM P. NICOLETTI

2 RATIFICATION OF:
DELOITTE & TOUCHE LLP AS
THE PARTNERSHIP'S
INDEPENDENT REGISTERED
PUBLIC ACCOUNTANTS FOR
THE FISCAL YEAR ENDING
DECEMBER 31, 2015.

I

YES FOR