

TORTOISE PIPELINE & ENERGY FUND, INC.  
Form N-PX  
August 28, 2015

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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 811-22585

Tortoise Pipeline & Energy Fund, Inc.  
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211  
(Address of Principal Executive Offices) (Zip code)

Terry C. Matlack  
Diane Bono  
11550 Ash Street, Suite 300, Leawood, KS 66211  
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

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

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## Item 1. Proxy Voting Record

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Kinder Morgan Management, LLC	11/20/2014	49455U100	KMR	To approve the KMR Merger Agreement	For	For	Issuer
				To approve the KMR Adjournment Proposal	For	For	Issuer
				To approve the KMP Merger Agreement	For	For	Issuer
				To approve the KMP Adjournment Proposal	For	For	Issuer
Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Energy Transfer Partners, L.P.	11/20/2014	29273R109	ETP	Approval of 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")	For	For	Issuer
				Approval of 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	For	For	Issuer
Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Kinder Morgan, Inc.	11/20/2014	49456B101	KMI	To approve an amendment of the Certificate of Incorporation of KMI to increase the number	For	For	Issuer

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 the issuance of shares of KMI common stock in the proposed KMP, KMR and EPB Mergers For For Issuer

To approve 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 For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Whiting Petroleum Corporation	12/3/2014	966387102	WLL	To approve the issuance of Whiting common stock, par value \$0.001 per share, pursuant to the Arrangement Agreement, dated as of July 13, 2014, by and among Whiting, 1007695 B.C. LTD. and Kodiak Oil & Gas Corp., as the same may be amended from time to time (the "Share Issuance Proposal")	For	For	Issuer
				To approve any motion to adjourn the Whiting special meeting, if necessary or appropriate, to solicit additional proxies (the "Whiting Adjournment Proposal")	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Kodiak Oil & Gas Corp.	12/3/2014	50015Q100	KOG	To approve a special resolution in respect of the continuance of Kodiak from the jurisdiction of the Yukon Territory to the jurisdiction of the Province of British Columbia	For	For	Issuer
				To approve a special resolution in respect of the arrangement	For	For	Issuer

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To approve, on a non-binding, advisory basis, the compensation that may be paid or become payable to Kodiak's named executive officers in connection with the arrangement

For For Issuer

To approve any motion to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies

For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Williams Partners, L.P.	Consent Solicitation	96950F104	WPZ	To approve and adopt the agreement and plan of Merger, dated as of October 24, 2014 (the "Merger Agreement"), by and among Access Midstream Partners, L.P., Access Midstream Partners GP, L.L.C., VHMS, LLC ("Merger Sub"), Williams Partners, and Williams Partners GP LLC (the "WPZ General Partner")	For	N/A - No Management Recommendation	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Oiltanking Partners, L.P.	2/13/2015	678049107	OILT	The approval of the merger agreement	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Targa Resources Corporation	2/20/2015	87612G101	TRGP	To consider and vote upon 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 GP, LLC (the "ATLS Merger Agreement"), which we refer to as the "TRC stock issuance proposal"	For	For	Issuer
					For	For	Issuer

To approve 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

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Magellan Midstream Partners, L.P.	4/23/2015	559080106	MMP	Election of the following nominees: Robert G. Croyle Stacy P. Methvin Barry R. Pearl	For	For	Issuer
				Advisory resolution to approve executive compensation	For	For	Issuer
				Ratification of appointment of independent auditor	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Cabot Oil & Gas Corporation	4/23/2015	127097103	COG	Election of Director: Rhys J. Best	For	For	Issuer
				Election of Director: Dan O. Dinges	For	For	Issuer
				Election of Director: James R. Gibbs	For	For	Issuer
				Election of Director: Robert L. Keiser	For	For	Issuer
				Election of Director: Robert Kelley	For	For	Issuer
				Election of Director: W. Matt Ralls	For	For	Issuer
				To ratify the appointment of the firm PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for its 2015 fiscal year	For	For	Issuer
	For	For	Issuer				

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To approve, by non-binding advisory vote, the compensation of the Company's named executive officers

To consider a shareholder proposal to provide a report on the company's political contributions      Against      For      Shareholder

To consider a shareholder proposal to adopt a "proxy access" bylaw      Against      For      Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Centerpoint Energy, Inc.	4/23/2015	15189T107	CNP	Election of Director: Milton Carroll	For	For	Issuer
				Election of Director: Michael P. Johnson	For	For	Issuer
				Election of Director: Janiece M. Longoria	For	For	Issuer
				Election of Director: Scott J. McLean	For	For	Issuer
				Election of Director: Theodore F. Pound	For	For	Issuer
				Election of Director: Scott M. Prochazka	For	For	Issuer
				Election of Director: Susan O. Rheney	For	For	Issuer
				Election of Director: Phillip R. Smith	For	For	Issuer
				Election of Director: Peter S. Wareing	For	For	Issuer
				Ratify the appointment of Deloitte & Touche LLP as independent auditors for 2015	For	For	Issuer
Approve the advisory resolution on executive compensation	For	For	Issuer				
				For	For	Issuer	

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Reapproval of the material terms of performance goals under the 2009 Long-term Incentive Plan

Reapproval of the material terms of performance goals under the Short-term Incentive Plan For For Issuer

Shareholder proposal regarding the preparation of an annual report on lobbying Against For Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Spectra Energy Corp	4/28/2015	847560109	SE	Election of Director: Gregory L. Ebel	For	For	Issuer
				Election of Director: F. Anthony Comper	For	For	Issuer
				Election of Director: Austin A. Adams	For	For	Issuer
				Election of Director: Joseph Alvarado	For	For	Issuer
				Election of Director: Pamela L. Carter	For	For	Issuer
				Election of Director: Clarence P. Cazalot Jr.	For	For	Issuer
				Election of Director: Peter B. Hamilton	For	For	Issuer
				Election of Director: Miranda C. Hubbs	For	For	Issuer
				Election of Director: Michael McShane	For	For	Issuer
				Election of Director: Michael G. Morris	For	For	Issuer
				Election of Director: Michael E. J. Phelps	For	For	Issuer
				Ratification of the appointment of Deloitte & Touche LLP as	For	For	Issuer

Spectra Energy Corp's independent registered public accounting firm for fiscal year 2015

An advisory resolution to approve executive compensation	For	For	Issuer
Shareholder proposal concerning disclosure of political contributions	Against	For	Shareholder
Shareholder proposal concerning disclosure of lobbying activities	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Regency Energy Partners, L.P.	4/28/2015	75885Y107	RGP	To consider and vote on a 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. ("ETP"), Energy Transfer Partners GP, L.P., the general partner of ETP, Rendezvous I LLC, Rendezvous II LLC, Regency Energy Partners LP ("Regency"), Regency GP LP, the general partner of Regency, ETE GP Acquirer LLC and, solely for purposes of certain provisions therein, Energy Transfer Equity, L.P., and the transactions contemplated thereby	For	For	Issuer
				To consider and vote on a 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	For	For	Issuer



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To consider and vote on a 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

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Noble Energy, Inc.	4/28/2015	655044105	NBL	Election of Director: Jeffrey L. Berenson	For	For	Issuer
				Election of Director: Michael A. Cawley	For	For	Issuer
				Election of Director: Edward F. Cox	For	For	Issuer
				Election of Director: Thomas J. Edelman	For	For	Issuer
				Election of Director: Eric P. Grubman	For	For	Issuer
				Election of Director: Kirby L. Hedrick	For	For	Issuer
				Election of Director: David L. Stover	For	For	Issuer
				Election of Director: Scott D. Urban	For	For	Issuer
				Election of Director: William T. Van Kleef	For	For	Issuer
				Election of Director: Molly K. Williamson	For	For	Issuer
				To ratify the appointment of the independent auditor by the Company's Audit Committee.	For	For	Issuer
				To approve, in a non-binding advisory vote, the compensation of the Company's named executive officers.	For	For	Issuer
				To approve an amendment to the Company's Certificate of	For	For	Issuer

Incorporation to increase the number of authorized shares of common stock from 500 million to 1 billion.

To approve an amendment and restatement of the Company's 1992 Stock Option and Restricted Stock Plan to increase the number of shares of common stock authorized for issuance under the plan from 71.6 million to 77.4 million. For For Issuer

To approve the 2015 Stock Plan for Non-Employee Directors, replacing a substantially similar plan that expired under its own terms. For For Issuer

To consider a stockholder proposal calling for the Company to amend its By-Laws to allow eligible stockholders to include their own nominees for director in the Company's proxy materials. Against For Shareholder

To consider a stockholder proposal calling for the Company to prepare a report outlining the impact climate change might have on the Company's business plans. Against For Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Marathon Oil Corporation	4/29/2015	565849106	MRO	Election of Director: Gregory H. Boyce	For	For	Issuer
				Election of Director: Pierre Brondeau	For	For	Issuer
				Election of Director: Chadwick C. Deaton	For	For	Issuer
				Election of Director: Marcela E. Donadio	For	For	Issuer
				Election of Director: Philip Lader	For	For	Issuer

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Election of Director: Michael E. J. Phelps	For	For	Issuer
Election of Director: Dennis H. Reilly	For	For	Issuer
Election of Director: Lee M. Tillman	For	For	Issuer
Ratify the selection of PricewaterhouseCoopers LLP as the Company's independent auditor for 2015	For	For	Issuer
Advisory vote to approve the Company's named executive officer compensation	For	For	Issuer
Stockholder proposal seeking approval of stockholders' rights to proxy access	Against	For	Shareholder
Stockholder proposal seeking a report regarding climate change risk	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
EOG Resources, Inc.	4/30/2015	26875P101	EOG	Election of Director: Janet F. Clark	For	For	Issuer
				Election of Director: Charles R. Crisp	For	For	Issuer
				Election of Director: James C. Day	For	For	Issuer
				Election of Director: H. Leighton Steward	For	For	Issuer
				Election of Director: Donald F. Textor	For	For	Issuer
				Election of Director: William R. Thomas	For	For	Issuer
				Election of Director: Frank G. Wisner	For	For	Issuer
					For	For	Issuer

To ratify the appointment by the Audit Committee of the Board of Directors of Deloitte & Touche LLP, independent registered public accounting firm, as auditors for the Company for the year ending December 31, 2015

To approve, by non-binding vote, the compensation of the Company's named executive officers

For

For

Issuer

Stockholder proposal concerning proxy access, if properly presented

Against

For

Shareholder

Stockholder proposal concerning a methane emissions report, if properly presented

Against

For

Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Transcanada Corporation	5/1/2015	89353D107	TRP	Election of Directors: 1. Kevin E. Benson 2. Derek H. Burney 3. Paule Gauthier 4. Russell K. Girling 5. S. Barry Jackson 6. Paula Rosput Reynolds 7. John Richels 8. Mary Pat Salomone 9. D. Michael G. Stewart 10. Siim A. Vanaselja 11. Richard E. Waugh	For	For	Issuer
				Resolution to appoint KPMG LLP, Chartered Accountants as auditors and authorize the directors to fix their remuneration.	For	For	Issuer
				Resolution to accept TransCanada Corporation's approach to executive compensation.	For	For	Issuer
				Special resolution to amend the Articles of TransCanada Corporation to reduce the	For	For	Issuer

minimum number of directors to 8 and the maximum number of directors to 15.

Resolution confirming the amendments to By-Law Number 1 of TransCanada Corporation. For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Occidental Petroleum Corporation	5/1/2015	674599105	OXY	Election of Director: Spencer Abraham	For	For	Issuer
				Election of Director: Howard I. Atkins	For	For	Issuer
				Election of Director: Eugene L. Batchelder	For	For	Issuer
				Election of Director: Stephen I. Chazen	For	For	Issuer
				Election of Director: John E. Feick	For	For	Issuer
				Election of Director: Margaret M. Foran	For	For	Issuer
				Election of Director: Carlos M. Gutierrez	For	For	Issuer
				Election of Director: William R. Klesse	For	For	Issuer
				Election of Director: Avedick B. Poladian	For	For	Issuer
				Election of Director: Elisse B. Walter	For	For	Issuer
Advisory Vote Approving Executive Compensation	For	For	Issuer				
Approval of the Occidental Petroleum Corporation 2015 Long-Term Incentive Plan	For	For	Issuer				
Ratification of Independent Auditors	For	For	Issuer				

Recovery of Unearned Management Bonuses	Against	For	Shareholder
Proxy Access	Against	For	Shareholder
Methane Emissions and Flaring	Against	For	Shareholder
Review Lobbying at Federal, State, Local Levels	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Hess Corporation	5/6/2015	42809H107	HES	Election of Director: R.F. Chase	For	For	Issuer
				Election of Director: T.J. Checki	For	For	Issuer
				Election of Director: H. Golub	For	For	Issuer
				Election of Director: J.B. Hess	For	For	Issuer
				Election of Director: E.E. Holiday	For	For	Issuer
				Election of Director: R. Lavizzo-Mourey	For	For	Issuer
				Election of Director: D. McManus	For	For	Issuer
				Election of Director: J.H. Mullin III	For	For	Issuer
				Election of Director: J.H. Quigley	For	For	Issuer
				Election of Director: R.N. Wilson	For	For	Issuer
				Advisory approval of the compensation of the Company's named executive officers.	For	For	Issuer
				Ratification of the selection of Ernst & Young LLP as independent auditors for fiscal year ending December 31, 2015.	For	For	Issuer

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Approval of the amended and restated 2008 long-term incentive plan.	For	For	Issuer
Stockholder proposal recommending proxy access.	Against	For	Shareholder
Stockholder proposal recommending a scenario analysis report regarding carbon asset risk.	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Enbridge Inc.	5/6/2015	29250N105	ENB	Election of Directors: David A. Arledge James J. Blanchard Marcel R. Coutu J. Herb England Charles W. Fischer V. Maureen Kempston Darkes Al Monaco George K. Petty Rebecca B. Roberts Dan C. Tutcher Catherine L. Williams	For	For	Issuer
				Appoint PricewaterhouseCoopers LLP as auditors	For	For	Issuer
				Confirm By-Law No. 2, which sets out advance notice requirements for director nominations	For	For	Issuer
				Vote on the Company's approach to executive compensation. While this vote is non-binding, it gives shareholders an opportunity to provide important input to the board	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Kinder Morgan, Inc.	5/7/2015	49456B101	KMI	Election of Directors: 1. Richard D. Kinder 2. Steven J. Kean 3. Ted A. Gardner 4. Anthony W. Hall, Jr.	For	For	Issuer

5. Gary L. Hultquist
6. Ronald L. Kuehn, Jr.
7. Deborah A. Macdonald
8. Michael J. Miller
9. Michael C. Morgan
10. Arthur C. Reichstetter
11. Fayez Sarofim
12. C. Park Shaper
13. William A. Smith
14. Joel V. Staff
15. Robert F. Vagt
16. Perry M. Waughtal

Approval of the Kinder Morgan, Inc. 2015 Amended and Restated Stock Incentive Plan.	For	For	Issuer
Approval of the Amended and Restated Annual Incentive Plan of Kinder Morgan, Inc.	For	For	Issuer
Advisory vote to approve executive compensation.	For	For	Issuer
Ratification of the selection of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for 2015.	For	For	Issuer
Approval of the Amended and Restated Certificate of Incorporation of Kinder Morgan, Inc.	For	For	Issuer
Stockholder proposal relating to a report on the company's response to climate change.	Against	For	Shareholder
Stockholder proposal relating to a report on methane emissions.	Against	For	Shareholder
Stockholder proposal relating to an annual sustainability report.	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
EP Energy Corporation	5/7/2015	268785102	EPE	Election of Directors: 1) Ralph Alexander 2) Wilson B. Handler	For	For	Issuer



- 3) John J. Hannan  
4) Michael S. Helfer

Approval of the advisory vote on executive compensation ("Say-On-Pay"). For For Issuer

Advisory vote on the frequency of subsequent advisory votes on executive compensation. 1 Year For Issuer

Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015. For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Pembina Pipeline Corporation	5/8/2015	706327103	PPL CA	Election of Director: Anne-Marie N. Ainsworth	For	For	Issuer
				Election of Director: Grant D. Billing	For	For	Issuer
				Election of Director: Michael H. Dilger	For	For	Issuer
				Election of Director: Randall J. Findlay	For	For	Issuer
				Election of Director: Lorne B. Gordon	For	For	Issuer
				Election of Director: Gordon J. Kerr	For	For	Issuer
				Election of Director: David M.B. Legresley	For	For	Issuer
				Election of Director: Robert B. Michaleski	For	For	Issuer
				Election of Director: Leslie A. O'Donoghue	For	For	Issuer
Election of Director: Jeffrey T. Smith	For	For	Issuer				

To appoint KPMG LLP, chartered accountants, as the auditors of the Corporation for the ensuing financial year at a remuneration to be fixed by management

For For Issuer

An ordinary resolution approving and authorizing the reservation of an additional 7,000,000 common shares of Pembina for issuance under the Stock Option Plan of Pembina Pipeline Corporation ("Pembina") substantially as set out in the Management Information Circular of Pembina dated March 19, 2015 is approved, including the amendment of such plan as required to reflect such increase

For For Issuer

An ordinary resolution approving and authorizing the Stock Option Issuance Rule to be enacted under the Stock Option Plan (the "Plan") of Pembina Pipeline Corporation ("Pembina") substantially as set out in the Management Information Circular (the "Circular") of Pembina dated March 19, 2015 is hereby approved

For For Issuer

To accept the approach to executive compensation

For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Inter Pipeline Ltd.	5/11/2015	45833V109	IPL CA	To fix the number of Directors to be elected at the meeting at seven members and to elect seven Directors to hold office until the next annual meeting of our Shareholders or until their successors are elected or appointed	For	For	Issuer
				Election of Director: Richard Shaw	For	For	Issuer

Election of Director: David Fesyk	For	For	Issuer
Election of Director: Lorne Brown	For	For	Issuer
Election of Director: Duane Keinick	For	For	Issuer
Election of Director: Alison Taylor Love	For	For	Issuer
Election of Director: William Robertson	For	For	Issuer
Election of Director: Brant Sangster	For	For	Issuer
The Audit Committee and the Board propose that Ernst & Young LLP (EY) be appointed as auditors to serve until the next annual meeting of shareholders. The Audit Committee will recommend EY's compensation to the Board for its review and approval	For	For	Issuer
Resolved, on an advisory basis and not to diminish the role and responsibilities of the Board of Directors of Inter Pipeline LTD. (IPL), that the shareholders of IPL (Shareholders) accept the approach to executive compensation disclosed in IPL's Management Information Circular delivered in advance of the 2015 Annual Meeting of Shareholders	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Anadarko Petroleum Corporation	5/12/2015	032511107	APC	Election of Director: Anthony R. Chase	For	For	Issuer
				Election of Director: Kevin P. Chilton	For	For	Issuer

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Election of Director: H. Paulett Eberhart	For	For	Issuer
Election of Director: Peter J. Fluor	For	For	Issuer
Election of Director: Richard L. George	For	For	Issuer
Election of Director: Joseph W. Gorder	For	For	Issuer
Election of Director: John R. Gordon	For	For	Issuer
Election of Director: Mark C. McKinley	For	For	Issuer
Election of Director: Eric D. Mullins	For	For	Issuer
Election of Director: R.A. Walker	For	For	Issuer
Ratification of Appointment of KPMG LLP as Independent Auditor	For	For	Issuer
Advisory Vote to Approve Named Executive Office Compensation	For	For	Issuer
Stockholder Proposal - Proxy Access	Against	For	Shareholder
Stockholder Proposal - Report on Carbon Risk	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Nisource Inc.	5/12/2015	65473P105	NI	Election of Director: Richard A. Abdo	For	For	Issuer
				Election of Director: Aristides S. Candris	For	For	Issuer
				Election of Director: Sigmund L. Cornelius	For	For	Issuer
				Election of Director: Michael E. Jesanis	For	For	Issuer

Election of Director: Marty R. Kittrell	For	For	Issuer
Election of Director: W. Lee Nutter	For	For	Issuer
Election of Director: Deborah S. Parker	For	For	Issuer
Election of Director: Robert C. Skaggs, Jr.	For	For	Issuer
Election of Director: Teresa A. Taylor	For	For	Issuer
Election of Director: Richard L. Thompson	For	For	Issuer
Election of Director: Carolyn Y. Woo	For	For	Issuer
To approve executive compensation on an advisory basis.	For	For	Issuer
To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accountants.	For	For	Issuer
To amend the Company's Certificate of Incorporation to give stockholders the power to request special meetings.	For	For	Issuer
To amend the Company's Certificate of Incorporation to reduce the minimum number of Company directors from nine to seven.	For	For	Issuer
To re-approve the Company's 2010 Omnibus Incentive Plan.	For	For	Issuer
To approve an amendment to the Company's Employee Stock Purchase Plan.	For	For	Issuer
To consider a stockholder proposal regarding reports on	Against	For	Shareholder

political contributions.

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Cimarex Energy Co.	5/14/2015	171798101	XEC	Election of Director: Joseph R. Albi	For	For	Issuer
				Election of Director: Michael J. Sullivan	For	For	Issuer
				Advisory vote to approve executive compensation	For	For	Issuer
				Ratify the appointment of KPMG LLP as the Company's independent auditors for 2015	For	For	Issuer
				Shareholder proposal on "Proxy Against Access"		For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Newfield Exploration Company	5/15/2015	651290108	NFX	Election of Director: Lee K. Boothby	For	For	Issuer
				Election of Director: Pamela J. Gardner	For	For	Issuer
				Election of Director: John Randolph Kemp III	For	For	Issuer
				Election of Director: Steven W. Nance	For	For	Issuer
				Election of Director: Thomas G. Ricks	For	For	Issuer
				Election of Director: Juanita M. Romans	For	For	Issuer
				Election of Director: John W. Schanck	For	For	Issuer
				Election of Director: J. Terry Strange	For	For	Issuer
Ratification of appointment of PricewaterhouseCoopers LLP as independent auditor for fiscal 2015.	For	For	Issuer				

Advisory vote on named executive officer compensation.	For	For	Issuer
Approval of Second Amended and Restated Newfield Exploration Company 2011 Omnibus Stock Plan.	For	For	Issuer
Approval of Material Terms of the Performance Goals for Performance Awards under 2011 Omnibus Stock Plan	For	For	Issuer
Approval of Material Terms of the Performance Goals and Metrics under 2011 Annual Incentive Plan.	For	For	Issuer
Approval of Amendment to Third Amended and Restated Certificate of Incorporation to increase authorized shares of common stock.	For	For	Issuer
Approval of Amendment to Third Amended & Restated Certificate of Incorporation to increase authorized shares of preferred stock.	For	For	Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Targa Resources Corporation	5/18/2015	87612G101	TRGPE	Election of Directors:	For	For	Issuer
				1. Joe Bob Perkins			
				2. Ershel C. Redd, Jr.			
				Ratification of the Selection of Independent Auditors	For	For	Issuer
				A Shareholder Proposal Regarding Publication of a Report on Methane Emissions	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Range Resources Corporation	5/19/2015	75281A109	RRC	Election of Director: Anthony V. Dub	For	For	Issuer
					For	For	Issuer

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Election of Director: V. Richard Eales

Election of Director: Allen Finkelson For For Issuer

Election of Director: James M. Funk For For Issuer

Election of Director: Christopher A. Helms For For Issuer

Election of Director: Jonathan S. Linker For For Issuer

Election of Director: Mary Ralph Lowe For For Issuer

Election of Director: Kevin S. McCarthy For For Issuer

Election of Director: John H. Pinkerton For For Issuer

Election of Director: Jeffrey L. Ventura For For Issuer

A proposal to approve the compensation philosophy, policies and procedures described in the Compensation Discussion and Analysis. For For Issuer

To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm as of and for the fiscal year ending December 31, 2015. For For Issuer

Stockholder Proposal - requesting adoption of a proxy access bylaw. Against For Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Laredo Petroleum, Inc.	5/19/2015	516806106	LPI	Election of Directors: 1. James R. Levy 2. Jay P. Still 3. Donald D. Wolf	For	For	Issuer



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The ratification of Grant Thornton LLP as the independent registered public accounting firm for the fiscal year ending December 31, 2015.

For For Issuer

Advisory vote to approve the compensation of the named executive officers.

For For Issuer

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Continental Resources, Inc.	5/19/2015	212015101	CLR	Election of Directors: 1. Lon McCain 2. Mark E. Monroe	For	For	Issuer
				Approval of an amendment to the Third Amended and Restated Certificate of Incorporation to increase the number of authorized shares of common stock.	For	For	Issuer
				Ratification of selection of Grant Thornton LLP as independent registered public accounting firm.	For	For	Issuer
				Shareholder proposal on the Chairman of the Board being an independent director.	Against	For	Shareholder

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Carrizo Oil & Gas, Inc.	5/19/2015	144577103	CRZO	Election of Directors: S.P. Johnson IV Steven A. Webster Thomas L. Carter, Jr. Robert F. Fulton F. Gardner Parker Roger A. Ramsey Frank A. Wojtek	For	For	Issuer
				To approve, a non-binding advisory basis, the compensation of the Company's named executive officers	For	For	Issuer
				To ratify the appointment of KPMG LLP as the Company's	For	For	Issuer

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independent registered public  
accounting firm for the fiscal  
year ending December 31, 2015

Company Name	Meeting Date	CUSIP	Ticker	Proposal	Vote	For/Against Management	Proposal Source
Pioneer Natural Resources Company	5/20/2015	723787107	PXD	Election of Director: Edison C. Buchanan	For	For	Issuer
				Election of Director: Andrew F. Cates	For	For	Issuer
				Election of Director: Timothy L. Dove	For	For	Issuer
				Election of Director: Phillip A. Gobe	For	For	