

SOURCE CAPITAL INC /DE/  
Form N-PX  
August 06, 2018

**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 **811-01731**

**Source Capital, Inc.**

(Exact name of registrant as specified in charter)

**11601 Wilshire Blvd.,**

**Ste. 1200, Los Angeles, CA 90025**

(Address of principal executive offices) (Zip code)

**J. Richard Atwood, President**

**Source Capital, Inc.**

**11601 Wilshire Blvd., Ste. 1200,**

**Los Angeles, CA 90025**

(Name and address of agent for service)

Registrant's telephone number, including area code: **310-473-0225**

Date of fiscal year end: **12/31**

Date of reporting period: **7/1/17 to 6/30/18**

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**Item 1. Proxy Voting Record.**

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

ICA File Number: 811-01731

Reporting Period: 07/01/2017 - 06/30/2018

SOURCE CAPITAL, INC.

===== Source Capital, Inc. =====

ALCOA CORPORATION

Ticker: AA Security ID: 013872106

Meeting Date: MAY 09, 2018 Meeting Type: Annual

Record Date: MAR 13, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael G. Morris	For	For	Management
1.2	Elect Director Mary Anne Citrino	For	For	Management
1.3	Elect Director Timothy P. Flynn	For	For	Management

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1.4	Elect Director Kathryn S. Fuller	For	For	Management
1.5	Elect Director Roy C. Harvey	For	For	Management
1.6	Elect Director James A. Hughes	For	For	Management
1.7	Elect Director James E. Nevels	For	For	Management
1.8	Elect Director James W. Owens	For	For	Management
1.9	Elect Director Carol L. Roberts	For	For	Management
1.10	Elect Director Suzanne Sitherwood	For	For	Management
1.11	Elect Director Steven W. Williams	For	For	Management
1.12	Elect Director Ernesto Zedillo	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

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ALLY FINANCIAL INC.

Ticker: ALLY Security ID: 02005N100

Meeting Date: MAY 08, 2018 Meeting Type: Annual

Record Date: MAR 12, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Franklin W. Hobbs	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Maureen A.	For	For	Management

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Breakiron-Evans

1.4	Elect Director William H. Cary	For	For	Management
1.5	Elect Director Mayree C. Clark	For	For	Management
1.6	Elect Director Kim S. Fennebresque	For	For	Management
1.7	Elect Director Marjorie Magner	For	For	Management
1.8	Elect Director John J. Stack	For	For	Management
1.9	Elect Director Michael F. Steib	For	For	Management
1.10	Elect Director Jeffrey J. Brown	For	For	Management
2	Advisory Vote to Ratify Named	For	For	Management

Executive Officers' Compensation

3	Ratify Deloitte & Touche LLP as	For	For	Management
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Auditors

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ALPHABET INC.

Ticker: GOOGL Security ID: 02079K305

Meeting Date: JUN 06, 2018 Meeting Type: Annual

Record Date: APR 18, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry Page	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management
1.3	Elect Director Eric E. Schmidt	For	For	Management
1.4	Elect Director L. John Doerr	For	For	Management
1.5	Elect Director Roger W. Ferguson, Jr.	For	For	Management

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1.6	Elect Director Diane B. Greene	For	For	Management
1.7	Elect Director John L. Hennessy	For	For	Management
1.8	Elect Director Ann Mather	For	For	Management
1.9	Elect Director Alan R. Mulally	For	For	Management
1.10	Elect Director Sundar Pichai	For	For	Management
1.11	Elect Director K. Ram Shriram	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	Against	Shareholder
5	Report on Lobbying Payments and Policy	Against	Against	Shareholder
6	Report on Gender Pay Gap	Against	Against	Shareholder
7	Adopt Simple Majority Vote	Against	Against	Shareholder
8	Assess Feasibility of Including Sustainability as a Performance Measure for Senior Executive Compensation	Against	Against	Shareholder
9	Adopt a Policy on Board Diversity	Against	Against	Shareholder
10	Report on Major Global Content Management Controversies	Against	Against	Shareholder

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AMERICAN EXPRESS COMPANY

Ticker:            AXP                    Security ID: 025816109

Meeting Date: MAY 07, 2018    Meeting Type: Annual

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Record Date: MAR 09, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Charlene Barshefsky	For	For	Management
1b	Elect Director John J. Brennan	For	For	Management
1c	Elect Director Peter Chernin	For	For	Management
1d	Elect Director Ralph de la Vega	For	For	Management
1e	Elect Director Anne L. Lauvergeon	For	For	Management
1f	Elect Director Michael O. Leavitt	For	For	Management
1g	Elect Director Theodore J. Leonsis	For	For	Management
1h	Elect Director Richard C. Levin	For	For	Management
1i	Elect Director Samuel J. Palmisano	For	For	Management
1j	Elect Director Stephen J. Squeri	For	For	Management
1k	Elect Director Daniel L. Vasella	For	For	Management
1l	Elect Director Ronald A. Williams	For	For	Management
1m	Elect Director Christopher D. Young	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Right to Act by Written Consent	Against	Against	Shareholder
5	Require Independent Board Chairman	Against	Against	Shareholder

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AMERICAN INTERNATIONAL GROUP, INC.



## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Ticker: AIG Security ID: 026874784

Meeting Date: MAY 09, 2018 Meeting Type: Annual

Record Date: MAR 19, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director W. Don Cornwell	For	For	Management
1b	Elect Director Brian Duperreault	For	For	Management
1c	Elect Director John H. Fitzpatrick	For	For	Management
1d	Elect Director William G. Jurgensen	For	For	Management
1e	Elect Director Christopher S. Lynch	For	For	Management
1f	Elect Director Henry S. Miller	For	For	Management
1g	Elect Director Linda A. Mills	For	For	Management
1h	Elect Director Suzanne Nora Johnson	For	For	Management
1i	Elect Director Ronald A. Rittenmeyer	For	For	Management
1j	Elect Director Douglas M. Steenland	For	For	Management
1k	Elect Director Theresa M. Stone	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 14, 2018 Meeting Type: Annual

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Record Date: JAN 08, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ray Stata	For	For	Management
1b	Elect Director Vincent Roche	For	For	Management
1c	Elect Director James A. Champy	For	For	Management
1d	Elect Director Bruce R. Evans	For	For	Management
1e	Elect Director Edward H. Frank	For	For	Management
1f	Elect Director Mark M. Little	For	For	Management
1g	Elect Director Neil Novich	For	For	Management
1h	Elect Director Kenton J. Sicchitano	For	For	Management
1i	Elect Director Lisa T. Su	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Ernst & Young LLP as Auditors	For	For	Management

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 22, 2018 Meeting Type: Annual

Record Date: APR 24, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lester B. Knight	For	For	Management
1.2	Elect Director Gregory C. Case	For	For	Management

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1.3	Elect Director Jin-Yong Cai	For	For	Management
1.4	Elect Director Jeffrey C. Campbell	For	For	Management
1.5	Elect Director Fulvio Conti	For	For	Management
1.6	Elect Director Cheryl A. Francis	For	For	Management
1.7	Elect Director J. Michael Losh	For	For	Management
1.8	Elect Director Richard B. Myers	For	For	Management
1.9	Elect Director Richard C. Notebaert	For	For	Management
1.10	Elect Director Gloria Santona	For	For	Management
1.11	Elect Director Carolyn Y. Woo	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Remuneration Report	For	For	Management
4	Accept Financial Statements and Statutory Reports	For	For	Management
5	Ratify Ernst & Young LLP as Auditors	For	For	Management
6	Ratify Ernst & Young LLP as Aon's U.K. Statutory Auditor	For	For	Management
7	Authorize Board to Fix Remuneration of Auditors	For	For	Management
8	Authorise Shares for Market Purchase	For	For	Management
9	Issue of Equity or Equity-Linked Securities with Pre-emptive Rights	For	For	Management
10	Issue of Equity or Equity-Linked Securities without Pre-emptive Rights	For	For	Management
11	Approve Political Donations	For	For	Management

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ARCONIC INC.

Ticker: ARNC Security ID: 03965L100

Meeting Date: NOV 30, 2017 Meeting Type: Special

Record Date: OCT 05, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Change State of Incorporation from Pennsylvania to Delaware	For	For	Management
2	Eliminate Supermajority Vote Requirement	For	For	Management
3	Declassify the Board of Directors	For	For	Management

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ARCONIC INC.

Ticker: ARNC Security ID: 03965L100

Meeting Date: MAY 16, 2018 Meeting Type: Annual

Record Date: MAR 21, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James F. Albaugh	For	For	Management
1.2	Elect Director Amy E. Alving	For	For	Management
1.3	Elect Director Christopher L. Ayers	For	For	Management
1.4	Elect Director Charles "Chip"	For	For	Management

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1.5	Elect Director Arthur D. Collins, Jr.	For	Against	Management
1.6	Elect Director Elmer L. Doty	For	For	Management
1.7	Elect Director Rajiv L. Gupta	For	For	Management
1.8	Elect Director David P. Hess	For	For	Management
1.9	Elect Director Sean O. Mahoney	For	For	Management
1.10	Elect Director David J. Miller	For	For	Management
1.11	Elect Director E. Stanley O'Neal	For	For	Management
1.12	Elect Director John C. Plant	For	For	Management
1.13	Elect Director Ulrich R. Schmidt	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Against	Against	Shareholder

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BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: APR 25, 2018 Meeting Type: Annual

Record Date: MAR 02, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1a	Elect Director Sharon L. Allen	For	For	Management
1b	Elect Director Susan S. Bies	For	For	Management
1c	Elect Director Jack O. Bovender, Jr.	For	For	Management
1d	Elect Director Frank P. Bramble, Sr.	For	For	Management
1e	Elect Director Pierre J.P. de Weck	For	For	Management
1f	Elect Director Arnold W. Donald	For	For	Management
1g	Elect Director Linda P. Hudson	For	For	Management
1h	Elect Director Monica C. Lozano	For	For	Management
1i	Elect Director Thomas J. May	For	For	Management
1j	Elect Director Brian T. Moynihan	For	For	Management
1k	Elect Director Lionel L. Nowell, III	For	For	Management
1l	Elect Director Michael D. White	For	For	Management
1m	Elect Director Thomas D. Woods	For	For	Management
1n	Elect Director R. David Yost	For	For	Management
1o	Elect Director Maria T. Zuber	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder

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CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102

Meeting Date: DEC 11, 2017 Meeting Type: Annual

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Record Date: OCT 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Michael D. Capellas	For	For	Management
1d	Elect Director Amy L. Chang	For	For	Management
1e	Elect Director John L. Hennessy	For	For	Management
1f	Elect Director Kristina M. Johnson	For	For	Management
1g	Elect Director Roderick C. McGeary	For	For	Management
1h	Elect Director Charles H. Robbins	For	For	Management
1i	Elect Director Arun Sarin	For	For	Management
1j	Elect Director Brenton L. Saunders	For	For	Management
1k	Elect Director Steven M. West	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
6	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
7	Report on Lobbying Payments and Policy	Against	For	Shareholder

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CITIGROUP INC.

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Ticker: C Security ID: 172967424

Meeting Date: APR 24, 2018 Meeting Type: Annual

Record Date: FEB 26, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael L. Corbat	For	For	Management
1b	Elect Director Ellen M. Costello	For	For	Management
1c	Elect Director John C. Dugan	For	For	Management
1d	Elect Director Duncan P. Hennes	For	For	Management
1e	Elect Director Peter B. Henry	For	For	Management
1f	Elect Director Franz B. Humer	For	For	Management
1g	Elect Director S. Leslie Ireland	For	For	Management
1h	Elect Director Renee J. James	For	For	Management
1i	Elect Director Eugene M. McQuade	For	For	Management
1j	Elect Director Michael E. O'Neill	For	For	Management
1k	Elect Director Gary M. Reiner	For	For	Management
1l	Elect Director Anthony M. Santomero	For	For	Management
1m	Elect Director Diana L. Taylor	For	For	Management
1n	Elect Director James S. Turley	For	For	Management
1o	Elect Director Deborah C. Wright	For	For	Management
1p	Elect Director Ernesto Zedillo Ponce De Leon	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Adopt Human and Indigenous People's Rights Policy	Against	Against	Shareholder



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6	Provide for Cumulative Voting	Against	Against	Shareholder
7	Report on Lobbying Payments and Policy	Against	Against	Shareholder
8	Amend Proxy Access Right	Against	Against	Shareholder
9	Prohibit Accelerated Vesting of Awards to Pursue Government Service	Against	Against	Shareholder
10	Amend Bylaws -- Call Special Meetings	Against	Against	Shareholder

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EXPEDIA GROUP, INC.

Ticker: EXPE Security ID: 30212P303

Meeting Date: JUN 20, 2018 Meeting Type: Annual

Record Date: APR 23, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Susan C. Athey	For	For	Management
1b	Elect Director A. George "Skip" Battle	For	For	Management
1c	Elect Director Courtnee A. Chun	For	For	Management
1d	Elect Director Chelsea Clinton	For	For	Management
1e	Elect Director Pamela L. Coe	For	For	Management
1f	Elect Director Barry Diller	For	For	Management
1g	Elect Director Jonathan L. Dolgen	For	For	Management
1h	Elect Director Craig A. Jacobson	For	For	Management
1i	Elect Director Victor A. Kaufman	For	For	Management
1j	Elect Director Peter M. Kern	For	For	Management
1k	Elect Director Dara Khosrowshahi	For	For	Management

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1l	Elect Director Mark D. Okerstrom	For	For	Management
1m	Elect Director Scott Rudin	For	For	Management
1n	Elect Director Christopher W. Shean	For	For	Management
1o	Elect Director Alexander von Furstenberg	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management

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FACEBOOK, INC.

Ticker:           FB                   Security ID: 30303M102

Meeting Date: MAY 31, 2018   Meeting Type: Annual

Record Date:   APR 06, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc L. Andreessen	For	For	Management
1.2	Elect Director Erskine B. Bowles	For	For	Management
1.3	Elect Director Kenneth I. Chenault	For	For	Management
1.4	Elect Director Susan D. Desmond-Hellmann	For	For	Management
1.5	Elect Director Reed Hastings	For	For	Management
1.6	Elect Director Jan Koum - Withdrawn Resolution	None	None	Management
1.7	Elect Director Sheryl K. Sandberg	For	For	Management
1.8	Elect Director Peter A. Thiel	For	For	Management
1.9	Elect Director Mark Zuckerberg	For	For	Management

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2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	Against	Shareholder
4	Establish Board Committee on Risk Management	Against	Against	Shareholder
5	Adopt Simple Majority Vote	Against	Against	Shareholder
6	Report on Major Global Content Management Controversies (Fake News)	Against	Against	Shareholder
7	Report on Gender Pay Gap	Against	Against	Shareholder
8	Report on Responsible Tax Principles	Against	Against	Shareholder

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GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 24, 2018 Meeting Type: Annual

Record Date: APR 10, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Directors' and Auditors' Reports (Non-Voting)	None	None	Management
2.1	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	None	None	Management
2.2	Adopt Financial Statements	For	For	Management
3	Approve Discharge of Directors	For	For	Management

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4	Approve Discharge of Auditors	For	For	Management
5	Reelect Paul Desmarais, III as Director	For	For	Management
6	Approve Remuneration Report	For	For	Management
7.1	Approve Stock Option Plan	For	For	Management
7.2	Approve Change-of-Control Clause Re: Stock Option Plan under Item 7.1	For	For	Management
7.3	Approve Stock Option Plan Grants for 2017 up to EUR 3.87 Million Re: Stock Option Plan under Item 7.1	For	For	Management
7.4	Approve Special Board Report Re: Article 629 of the Company Code Re: Item 7.5	For	For	Management
7.5	Approve Guarantee to Acquire Shares under New Stock Option Plan Re: Item 7. 1	For	For	Management
8	Transact Other Business	None	None	Management

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JARDINE STRATEGIC HOLDINGS LTD.

Ticker: J37 Security ID: G50764102

Meeting Date: MAY 10, 2018 Meeting Type: Annual

Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and	For	For	Management

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### Statutory Reports

2	Re-elect Simon Keswick as Director	For	For	Management
3	Ratify Auditors and Authorise Their Remuneration	For	For	Management
4	Authorise Issue of Equity with and without Pre-emptive Rights	For	For	Management

KINDER MORGAN, INC.

Ticker: KMI Security ID: 49456B101

Meeting Date: MAY 09, 2018 Meeting Type: Annual

Record Date: MAR 12, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard D. Kinder	For	For	Management
1.2	Elect Director Steven J. Kean	For	For	Management
1.3	Elect Director Kimberly A. Dang	For	For	Management
1.4	Elect Director Ted A. Gardner	For	For	Management
1.5	Elect Director Anthony W. Hall, Jr.	For	For	Management
1.6	Elect Director Gary L. Hultquist	For	For	Management
1.7	Elect Director Ronald L. Kuehn, Jr.	For	For	Management
1.8	Elect Director Deborah A. Macdonald	For	For	Management
1.9	Elect Director Michael C. Morgan	For	For	Management
1.10	Elect Director Arthur C. Reichstetter	For	For	Management
1.11	Elect Director Fayez Sarofim	For	For	Management

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1.12	Elect Director C. Park Shaper	For	For	Management
1.13	Elect Director William A. Smith	For	For	Management
1.14	Elect Director Joel V. Staff	For	For	Management
1.15	Elect Director Robert F. Vagt	For	For	Management
1.16	Elect Director Perry M. Waughtal	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	Three Years	Management
5	Report on Methane Emissions Management	Against	Against	Shareholder
6	Report on Sustainability	Against	Against	Shareholder
7	Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario	Against	Against	Shareholder

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LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: DEC 04, 2017 Meeting Type: Special

Record Date: NOV 09, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Interim Dividends of RUB 85 for First Nine Months of Fiscal 2017	For	For	Management

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2	Approve Remuneration of Directors	For	For	Management
3	Approve Company's Membership in Russian Union of Industrialists and Entrepreneurs	For	For	Management
4	Approve Related-Party Transaction Re: Investment in Lukoil International GmbH	For	For	Management

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LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: JUN 21, 2018 Meeting Type: Annual

Record Date: MAY 25, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends	For	For	Management
2.1	Elect Vagit Alekperov as Director	None	Against	Management
2.2	Elect Viktor Blazheev as Director	None	Against	Management
2.3	Elect Toby Gati as Director	None	Against	Management
2.4	Elect Valery Grayfer as Director	None	Against	Management
2.5	Elect Igor Ivanov as Director	None	Against	Management
2.6	Elect Aleksandr Leyfrid as Director	None	Against	Management
2.7	Elect Ravil Maganov as Director	None	Against	Management
2.8	Elect Roger Munnings as Director	None	Against	Management

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2.9	Elect Richard Matzke as Director	None	Against	Management
2.10	Elect Ivan Pictet as Director	None	Against	Management
2.11	Elect Leonid Fedun as Director	None	Against	Management
2.12	Elect Lubov Khoba as Director	None	Against	Management
3.1	Elect Ivan Vrublevsky as Member of Audit Commission	For	For	Management
3.2	Elect Pavel Suloyev as Member of Audit Commission	For	For	Management
3.3	Elect Aleksandr Surkov as Member of Audit Commission	For	For	Management
4.1	Approve Remuneration of Directors for Fiscal 2017	For	For	Management
4.2	Approve Remuneration of New Directors for Fiscal 2018	For	For	Management
5.1	Approve Remuneration of Members of Audit Commission for Fiscal 2017	For	For	Management
5.2	Approve Remuneration of New Members of Audit Commission for Fiscal 2018	For	For	Management
6	Ratify Auditor	For	For	Management
7	Amend Charter	For	For	Management
8	Approve Related-Party Transaction Re: Liability Insurance for Directors ,Executives, and Companies	For	For	Management

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MICROSOFT CORPORATION



## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 29, 2017 Meeting Type: Annual

Record Date: SEP 29, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates, III	For	For	Management
1.2	Elect Director Reid G. Hoffman	For	For	Management
1.3	Elect Director Hugh F. Johnston	For	For	Management
1.4	Elect Director Teri L. List-Stoll	For	For	Management
1.5	Elect Director Satya Nadella	For	For	Management
1.6	Elect Director Charles H. Noski	For	For	Management
1.7	Elect Director Helmut Panke	For	For	Management
1.8	Elect Director Sandra E. Peterson	For	For	Management
1.9	Elect Director Penny S. Pritzker	For	For	Management
1.10	Elect Director Charles W. Scharf	For	For	Management
1.11	Elect Director Arne M. Sorenson	For	For	Management
1.12	Elect Director John W. Stanton	For	For	Management
1.13	Elect Director John W. Thompson	For	For	Management
1.14	Elect Director Padmasree Warrior	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
5	Amend Executive Incentive Bonus Plan	For	For	Management
6	Approve Omnibus Stock Plan	For	For	Management

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: 55315J102

Meeting Date: SEP 29, 2017 Meeting Type: Special

Record Date: SEP 05, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Interim Dividends for First Six Months of Fiscal 2017	For	For	Management

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: 55315J102

Meeting Date: JUN 28, 2018 Meeting Type: Annual

Record Date: JUN 04, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Annual Report	For	Did Not Vote	Management
2	Approve Financial Statements	For	Did Not Vote	Management
3	Approve Consolidated Financial Statements	For	Did Not Vote	Management
4	Approve Allocation of Income and	For	Did Not Vote	Management

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Dividends of RUB 607.98

5.1	Elect Sergey Barbashev as Director	None	Did Not Vote Management
5.2	Elect Aleksey Bashkirov as Director	None	Did Not Vote Management
5.3	Elect Sergey Bratukhin as Director	None	Did Not Vote Management
5.4	Elect Andrey Bugrov as Director	None	Did Not Vote Management
5.5	Elect Artem Volynets as Director	None	Did Not Vote Management
5.6	Elect Marianna Zakharova as Director	None	Did Not Vote Management
5.7	Elect Andrey Likhachev as Director	None	Did Not Vote Management
5.8	Elect Roger Munnings as Director	None	Did Not Vote Management
5.9	Elect Stalbek Mishakov as Director	None	Did Not Vote Management
5.10	Elect Gareth Penny as Director	None	Did Not Vote Management
5.11	Elect Maksim Sokov as Director	None	Did Not Vote Management
5.12	Elect Vladislav Solovyev as Director	None	Did Not Vote Management
5.13	Elect Robert Edwards as Director	None	Did Not Vote Management
6.1	Elect Artur Arustamov as Member of Audit Commission	For	Did Not Vote Management
6.2	Elect Anna Masalova as Member of Audit Commission	For	Did Not Vote Management
6.3	Elect Georgy Svanidze as Member of Audit Commission	For	Did Not Vote Management
6.4	Elect Vladimir Shilkov as Members of Audit Commission	For	Did Not Vote Management
6.5	Elect Elena Yanevich as Member of Audit Commission	For	Did Not Vote Management
7	Ratify KPMG as RAS Auditor	For	Did Not Vote Management
8	Ratify KPMG as IFRS Auditor	For	Did Not Vote Management
9	Approve Remuneration of Directors	For	Did Not Vote Management
10	Approve Remuneration of Members of	For	Did Not Vote Management

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Audit Commission

11	Approve Related-Party Transactions Re: Indemnification Agreements with Directors and Executives	For	Did Not Vote Management
12	Approve Related-Party Transaction Re: Liability Insurance for Directors and Executives	For	Did Not Vote Management
13	Approve Company's Membership in Association Builders of Krasnoyarsk	For	Did Not Vote Management

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MYLAN N.V.

Ticker: MYL Security ID: N59465109

Meeting Date: JUN 29, 2018 Meeting Type: Annual

Record Date: JUN 01, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	Elect Director Heather Bresch	For	Against	Management
1B	Elect Director Robert J. Cindrich	For	Against	Management
1C	Elect Director Robert J. Coury	For	Against	Management
1D	Elect Director JoEllen Lyons Dillon	For	Against	Management
1E	Elect Director Neil Dimick	For	Against	Management
1F	Elect Director Melina Higgins	For	Against	Management
1G	Elect Director Harry A. Korman	For	Against	Management
1H	Elect Director Rajiv Malik	For	Against	Management

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1I	Elect Director Mark W. Parrish	For	Against	Management
1J	Elect Director Pauline van der Meer Mohr	For	Against	Management
1K	Elect Director Randall L. (Pete) Vanderveen	For	Against	Management
1L	Elect Director Sjoerd S. Vollebregt	For	Against	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Adopt Financial Statements and Statutory Reports	For	Against	Management
4	Ratify Deloitte & Touche LLP as Auditors	For	Against	Management
5	Instruction to Deloitte Accountants B. V. for the Audit of the Company's Dutch Statutory Annual Accounts for Fiscal Year 2018	For	Against	Management
6	Authorize Share Repurchase Program	For	Against	Management

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OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 04, 2018 Meeting Type: Annual

Record Date: MAR 09, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1a	Elect Director Spencer Abraham	For	For	Management
1b	Elect Director Howard I. Atkins	For	For	Management
1c	Elect Director Eugene L. Batchelder	For	For	Management
1d	Elect Director John E. Feick	For	For	Management
1e	Elect Director Margaret M. Foran	For	For	Management
1f	Elect Director Carlos M. Gutierrez	For	For	Management
1g	Elect Director Vicki Hollub	For	For	Management
1h	Elect Director William R. Klesse	For	For	Management
1i	Elect Director Jack B. Moore	For	For	Management
1j	Elect Director Avedick B. Poladian	For	For	Management
1k	Elect Director Elisse B. Walter	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify KPMG LLP as Auditors	For	For	Management

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105

Meeting Date: NOV 15, 2017 Meeting Type: Annual

Record Date: SEP 18, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Berg	For	For	Management
1.2	Elect Director Michael J. Boskin	For	Withhold	Management

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1.3	Elect Director Safra A. Catz	For	For	Management
1.4	Elect Director Bruce R. Chizen	For	Withhold	Management
1.5	Elect Director George H. Conrades	For	For	Management
1.6	Elect Director Lawrence J. Ellison	For	For	Management
1.7	Elect Director Hector Garcia-Molina	For	For	Management
1.8	Elect Director Jeffrey O. Henley	For	For	Management
1.9	Elect Director Mark V. Hurd	For	For	Management
1.10	Elect Director Renee J. James	For	For	Management
1.11	Elect Director Leon E. Panetta	For	For	Management
1.12	Elect Director Naomi O. Seligman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Ratify Ernst & Young LLP as Auditors	For	For	Management
6	Political Contributions Disclosure	Against	For	Shareholder
7	Gender Pay Gap	Against	For	Shareholder
8	Amend Proxy Access Right	Against	For	Shareholder

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QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103

Meeting Date: MAR 23, 2018 Meeting Type: Proxy Contest

Record Date: JAN 08, 2018

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
	Management Proxy (White Proxy Card)	None		
1.1	Elect Director Barbara T. Alexander	For	Did Not Vote	Management
1.2	Elect Director Jeffrey W. Henderson	For	Did Not Vote	Management
1.3	Elect Director Thomas W. Horton	For	Did Not Vote	Management
1.4	Elect Director Paul E. Jacobs	For	Did Not Vote	Management
1.5	Elect Director Ann M. Livermore	For	Did Not Vote	Management
1.6	Elect Director Harish Manwani	For	Did Not Vote	Management
1.7	Elect Director Mark D. McLaughlin	For	Did Not Vote	Management
1.8	Elect Director Steve Mollenkopf	For	Did Not Vote	Management
1.9	Elect Director Clark T. "Sandy" Randt, Jr.	For	Did Not Vote	Management
1.10	Elect Director Francisco Ros	For	Did Not Vote	Management
1.11	Elect Director Anthony J. Vinciguerra	For	Did Not Vote	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	Did Not Vote	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Did Not Vote	Management
4	Amend Qualified Employee Stock Purchase Plan	For	Did Not Vote	Management
5	Eliminate Supermajority Vote Requirement to Remove Directors	For	Did Not Vote	Management
6	Eliminate Supermajority Vote Requirement Relating to Amendments and Obsolete Provisions	For	Did Not Vote	Management
7	Eliminate Supermajority Vote Requirement for Business Combinations with Interested Stockholders	For	Did Not Vote	Management



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#	Proposal	Diss Rec	Vote Cast	Sponsor
8	Repeal Amendments to the Company's Bylaws Adopted Without Stockholder Approval After July 15, 2016	Against	Did Not Vote	Shareholder
1.1	Elect Director Samih Elhage	For	For	Shareholder
1.2	Elect Director David G. Golden	For	For	Shareholder
1.3	Elect Director Veronica M. Hagen	For	For	Shareholder
1.4	Elect Director Julie A. Hill	For	For	Shareholder
1.5	Elect Director John H. Kispert	For	For	Shareholder
1.6	Elect Director Harry L. You	For	For	Shareholder
2	Repeal Amendments to the Company's Bylaws Adopted Without Stockholder Approval After July 15, 2016	For	For	Shareholder
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	None	For	Management
5	Amend Qualified Employee Stock Purchase Plan	None	For	Management
6	Eliminate Supermajority Vote Requirement to Remove Directors	For	For	Management
7	Eliminate Supermajority Vote Requirement Relating to Amendments and Obsolete Provisions	For	For	Management
8	Eliminate Supermajority Vote Requirement for Business Combinations with Interested Stockholders	For	For	Management

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ROSNEFT OIL COMPANY OJSC

Ticker: ROSN Security ID: 67812M207

Meeting Date: SEP 29, 2017 Meeting Type: Special

Record Date: AUG 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Meeting Procedures	For	For	Management
2	Amend Charter Re: Increase in Size of Board from Nine to 11	For	For	Management
3	Approve Early Termination of Powers of Board of Directors	For	For	Management
4	Elect Directors via Cumulative Voting	None	None	Management
5	Approve Interim Dividends for First Six Months of Fiscal 2017	For	For	Management

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TE CONNECTIVITY LTD.

Ticker: TEL Security ID: H84989104

Meeting Date: MAR 14, 2018 Meeting Type: Annual

Record Date: FEB 22, 2018

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Pierre R. Brondeau	For	For	Management
1b	Elect Director Terrence R. Curtin	For	For	Management
1c	Elect Director Carol A. ('John') Davidson	For	For	Management
1d	Elect Director William A. Jeffrey	For	For	Management
1e	Elect Director Thomas J. Lynch	For	For	Management
1f	Elect Director Yong Nam	For	For	Management
1g	Elect Director Daniel J. Phelan	For	For	Management
1h	Elect Director Paula A. Sneed	For	For	Management
1i	Elect Director Abhijit Y. Talwalkar	For	For	Management
1j	Elect Director Mark C. Trudeau	For	For	Management
1k	Elect Director John C. Van Scoter	For	For	Management
1l	Elect Director Laura H. Wright	For	For	Management
2	Elect Board Chairman Thomas J. Lynch	For	For	Management
3a	Elect Daniel J. Phelan as Member of Management Development and Compensation Committee	For	For	Management
3b	Elect Paula A. Sneed as Member of Management Development and Compensation Committee	For	For	Management
3c	Elect John C. Van Scoter as Member of Management Development and Compensation Committee	For	For	Management
4	Designate Rene Schwarzenbach as Independent Proxy	For	For	Management
5.1	Accept Annual Report for Fiscal Year	For	For	Management

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Ended September 29, 2017

5.2	Accept Statutory Financial Statements for Fiscal Year Ended September 29, 2017	For	For	Management
5.3	Approve Consolidated Financial Statements for Fiscal Year Ended September 29, 2017	For	For	Management
6	Approve Discharge of Board and Senior Management	For	For	Management
7.1	Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year 2018	For	For	Management
7.2	Ratify Deloitte AG as Swiss Registered Auditors	For	For	Management
7.3	Ratify PricewaterhouseCoopers AG as Special Auditors	For	For	Management
8	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
9	Approve the Increase in Maximum Aggregate Remuneration of Executive Management	For	For	Management
10	Approve the Increase in Maximum Aggregate Remuneration of Board of Directors	For	For	Management
11	Approve Allocation of Available Earnings at September 29, 2017	For	For	Management
12	Approve Declaration of Dividend	For	For	Management
13	Authorize Share Repurchase Program	For	For	Management

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14	Amend Articles of Association Re:  Authorized Capital	For	For	Management
15	Amend Nonqualified Employee Stock  Purchase Plan	For	For	Management
16	Adjourn Meeting	For	For	Management

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 23, 2018 Meeting Type: Annual

Record Date: MAR 28, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Marc N. Casper	For	For	Management
1b	Elect Director Nelson J. Chai	For	For	Management
1c	Elect Director C. Martin Harris	For	For	Management
1d	Elect Director Tyler Jacks	For	For	Management
1e	Elect Director Judy C. Lewent	For	For	Management
1f	Elect Director Thomas J. Lynch	For	For	Management
1g	Elect Director Jim P. Manzi	For	For	Management
1h	Elect Director Lars R. Sorensen	For	For	Management
1i	Elect Director Scott M. Sperling	For	For	Management
1j	Elect Director Elaine S. Ullian	For	For	Management
1k	Elect Director Dion J. Weisler	For	For	Management
2	Advisory Vote to Ratify Named	For	For	Management

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### Executive Officers' Compensation

3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
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### UNILEVER NV

Ticker:           UNA                   Security ID: N8981F271

Meeting Date: MAY 03, 2018   Meeting Type: Annual

Record Date:   APR 05, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Discussion of the Annual Report and Accounts for the 2017 Financial Year	None	None	Management
2	Approve Financial Statements and Allocation of Income	For	For	Management
3	Approve Discharge of Executive Board Members	For	For	Management
4	Approve Discharge of Non-Executive Board Members	For	For	Management
5	Approve Remuneration Policy for Management Board Members	For	For	Management
6	Reelect N S Andersen as Non-Executive Director	For	For	Management
7	Reelect L M Cha as Non-Executive Director	For	For	Management

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8	Reelect V Colao as Non-Executive Director	For	For	Management
9	Reelect M Dekkers as Non-Executive Director	For	For	Management
10	Reelect J Hartmann as Non-Executive Director	For	For	Management
11	Reelect M Ma as Non-Executive Director	For	For	Management
12	Reelect S Masiyiwa as Non-Executive Director	For	For	Management
13	Reelect Y Moon as Non-Executive Director	For	For	Management
14	Reelect G Pitkethly as Executive Director	For	For	Management
15	Reelect P G J M Polman as Executive Director	For	For	Management
16	Reelect J Rishton as Non-Executive Director	For	For	Management
17	Reelect F Sijbesma as Non-Executive Director	For	For	Management
18	Elect A Jung as Non-Executive Director	For	For	Management
19	Ratify KPMG as Auditors	For	For	Management
20	Authorize Repurchase of Up to 6 Percent of Cumulative Preference Shares and Up to 7 Percent of Cumulative Preference Shares and Depositary Receipts	For	For	Management
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management

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22	Approve Reduction in Share Capital through Cancellation of Preference Shares and Depositary Receipts Thereof	For	For	Management
23	Approve Reduction in Share Capital through Cancellation of Ordinary Shares and Depositary Receipts Thereof	For	For	Management
24	Grant Board Authority to Issue Shares	For	For	Management
25	Authorize Board to Exclude Preemptive Rights from Share Issuances for General Corporate Purposes	For	For	Management
26	Authorize Board to Exclude Preemptive Rights from Share Issuances for Acquisition Purposes	For	For	Management

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UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 30, 2018 Meeting Type: Annual

Record Date: MAR 02, 2018

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Lloyd J. Austin, III	For	For	Management
1b	Elect Director Diane M. Bryant	For	For	Management
1c	Elect Director John V. Faraci	For	For	Management
1d	Elect Director Jean-Pierre Garnier	For	For	Management



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1e	Elect Director Gregory J. Hayes	For	For	Management
1f	Elect Director Ellen J. Kullman	For	For	Management
1g	Elect Director Marshall O. Larsen	For	For	Management
1h	Elect Director Harold W. McGraw, III	For	For	Management
1i	Elect Director Margaret L. O'Sullivan	For	For	Management
1j	Elect Director Fredric G. Reynolds	For	For	Management
1k	Elect Director Brian C. Rogers	For	For	Management
1l	Elect Director Christine Todd Whitman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Eliminate Supermajority Vote Requirement to Approve Certain Business Combinations	For	For	Management
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Against	For	Shareholder

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WPP PLC

Ticker: WPP Security ID: G9788D103

Meeting Date: JUN 13, 2018 Meeting Type: Annual

Record Date: JUN 11, 2018

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Final Dividend	For	For	Management
3	Approve Remuneration Report	For	For	Management
4	Re-elect Roberto Quarta as Director	For	Against	Management
5	Re-elect Dr Jacques Aigrain as Director	For	For	Management
6	Re-elect Ruigang Li as Director	For	For	Management
7	Re-elect Paul Richardson as Director	For	For	Management
8	Re-elect Hugo Shong as Director	For	For	Management
9	Re-elect Sally Susman as Director	For	For	Management
10	Re-elect Solomon Trujillo as Director	For	For	Management
11	Re-elect Sir John Hood as Director	For	For	Management
12	Re-elect Nicole Seligman as Director	For	For	Management
13	Re-elect Daniela Riccardi as Director	For	For	Management
14	Re-elect Tarek Farahat as Director	For	For	Management
15	Reappoint Deloitte LLP as Auditors	For	For	Management
16	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	Management
17	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
18	Authorise Market Purchase of Ordinary Shares	For	For	Management
19	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital	For	For	Management

Investment

===== END NPX REPORT

**SIGNATURES**

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**SOURCE CAPITAL, INC.**

By:                    /s/ J. Richard Atwood  
                          J. Richard Atwood  
                          President

Date:                   August 6, 2018

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