

SPECIAL OPPORTUNITIES FUND, INC.

Form N-PX

July 23, 2014

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 811-07528

Special Opportunities Fund, Inc.
(Exact name of registrant as specified in charter)

615 East Michigan Street
Milwaukee, WI 53202
(Address of principal executive offices) (Zip code)

Andrew Dakos
Bulldog Investors, LLC
Park 80 West
250 Pehle Avenue, Suite 708
Saddle Brook, NJ 07663
(Name and address of agent for service)

Copy to:
Thomas R. Westle, Esq.
Blank Rome LLP
The Chrysler Building
405 Lexington Avenue
New York, NY 10174

Registrant's telephone number, including area code: 1-877-607-0414

Date of fiscal year end: December 31, 2014

Date of reporting period: July 1, 2013 – June 30, 2014

Item 1. Proxy Voting Record.

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Clough Global Opportunities FD	7/15/2013	18914E108	GLO

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1-Directors: 01-Adam D. Crescenzi,02-Jerry G. Rutledge,03-Vincent W. Versaci	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Clough Global Equity Fund	7/15/2013	18914C100	GLQ

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1-Directors: 01-Robert L. Butler,02-James E. Canty. Rutledge,03-Richard C. Rantzow,04-Vincent W. Versaci	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2012 - June 30,2013

Company Name	Meeting Date	CUSIP	Ticker
Supervalu Inc.	7/16/2013	868536103	SVU

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1A-ELECTION OF DIRECTOR: DONALD R. CHAPPEL	Issuer
For	For	1B-ELECTION OF DIRECTOR: IRWIN S. COHEN	Issuer

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For	For	1C-ELECTION OF DIRECTOR: PHILIP L. FRANCIS	Issuer
For	For	1D-ELECTION OF DIRECTOR: ROBERT G. MILLER	Issuer
For	For	1E-ELECTION OF DIRECTOR: MARK A. NEPORENT	Issuer
For	For	1F-ELECTION OF DIRECTOR: MATTHEW E. RUBEL	Issuer
For	For	1H-ELECTION OF DIRECTOR: WAYNE C. SALES	Issuer
For	For	1H-ELECTION OF DIRECTOR: JOHN T. STANDLEY	Issuer
For	For	1I-ELECTION OF DIRECTOR: LENARD TESSLER	Issuer
For	For	2-RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS	Issuer
Abstain	For	3-TO APPROVE, BY NON-BINDING VOTE, THE EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Impax Asian Environmental Markets PLC	7/23/2013	GB00B4M5KX38	IAEM LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-That: (A) With effect from the date (the "Admission Date") on which the admission of the Reclassified Shares to the Official List of the UK Listing Authority becomes effective, but subject always to paragraph (E) of this Resolution, each of the Shares i CONTD been laid before the meeting and signed for the	Issuer

purpose of identification by the Chairman of the meeting. (B) For the purpose of this special resolution: (i) to the extent that holders of Shares shall have validly elected (or shall be deemed to have

CONTD by this special resolution. (D) The Articles of Association of the Company be and are hereby amended by inserting the following new Article as Article 8A: "8A.1 The definitions contained in the Company's circular to shareholders dated 4 July 2013 (t

CONTD under Article 8A.2(iii) below, on a winding-up of the Company for the purpose of reconstruction by means of the Scheme as described in the Circular the rights of holders of Shares with B Rights, notwithstanding anything to the contrary in the Articl

CONTD attaching to Shares under these Articles, and the Articles of Association shall be construed accordingly." (E) In the event that a resolution for the voluntary winding-up of the Company and the appointment of liquidators to be proposed at a general

CONTD Article 8A shall cease to have effect. (G) This special resolution shall operate by way of such further amendments to the Articles of Association as may be necessary to give effect hereto. (H) The definitions contained in the Circular have the same

For

For

2-That: Subject to: (i) the passing of resolution 1 above at this meeting (or at any adjournment hereof); (ii) the Scheme becoming unconditional in accordance with its terms on or prior to 30 September 2013; and (iii) the passing at a general meeting of t

Issuer

CONTD purpose of identification by the Chairman of the meeting, be and is hereby approved and the liquidators of the Company, when appointed, (jointly and severally the "Liquidators") be and hereby are authorised to implement the Scheme and to execute any

CONTD and signed for the purposes of identification by the Chairman with such amendments as the parties thereto may from time to time agree; (ii) to request that, in accordance with the Scheme, IAEMI issue and distribute IAEMI Shares to the holders of Sha

CONTD as new Article as Article 150A: "Notwithstanding the provisions of these Articles, upon the winding-up of the Company in connection with the scheme (the "Scheme") set out in Part IV of the circular dated 4 July 2013 to members of the Company (the "C

CONTD (D) This special resolution shall operate by way of such further amendments to the Articles of Association as may be necessary to give effect hereto. (E) The definitions contained in the Circular have the same meanings in this special resolution

For

For

3-That: Subject to: (i) the passing of resolutions 1 and 2 above at this meeting (or at any adjournment hereof); (ii) the Scheme becoming unconditional in accordance with its terms on or prior to 30 September 2013; and (iii) the passing at a general meeti

Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2012 - June 30,2013

Company Name

Meeting Date

CUSIP

Ticker

7/30/2013

09248C205

BPK APRS

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Blackrock Muni 2018 Term
Trust-W7

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Directors: 01-Richard E. Cavanagh,02-Kathleen F. Feldstein,03-Henry Gabbay,04-Jerrold B. Harris	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2012 - June 30,2013

Company Name	Meeting Date	CUSIP	Ticker
Blackrock CA Muni 2018 Term Trust-M7	7/30/2013	09249C204	BJZ APRS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Directors: 01-Richard E. Cavanagh,02-Kathleen F. Feldstein,03-Henry Gabbay,04-Jerrold B. Harris	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Gladstone Investment Corp.	8/8/2013	376546107	GAIN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold all	For	1-Directors: 01-Paul W. Adelgrein,02-David Gladstone, 03-John H. Outland	Issuer
Against	For	2-TO APPROVE A PROPOSAL TO AUTHORIZE US, WITH THE APPROVAL OF OUR BOARD OF DIRECTORS (THE "BOARD"), TO ISSUE AND SELL SHARES OF OUR COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A	Issuer

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PRICE BELOW ITS THEN
CURRENT NET ASSET VALUE
PER SHARE, SUBJECT TO
CERTAIN LI

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Invesco Asia Trust	8/8/2013	GB0004535307	IAT LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-To make market purchases of ordinary shares in the capital of the Company	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Invesco Asia Trust	8/8/2013	GB0004535307	IAT LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-To receive the Report of the Directors' and Financial Statements for the year ended 30 April 2013	Issuer
For	For	2-To declare a final dividend as recommended	Issuer
For	For	3-To approve the Directors' Remuneration Report	Issuer
For	For	4-To re-elect James Robinson as a Director of the Company	Issuer
For	For	5-To elect Owen Jonathan as a Director of the Company	Issuer
For	For	6-To re-appoint the Auditor and authorise the Directors to determine their remuneration	Issuer
For	For	7-To release the Directors from their obligation to hold a	Issuer

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		continuation vote in 2014	
For	For	8-To authorise the Directors to allot securities	Issuer
For	For	9-To authorise the Directors to allot securities disapplying statutory pre-emption rights	Issuer
For	For	10-To authorise the Directors to buy back up to 14.99 per cent of the Company's issued ordinary shares	Issuer
For	For	11-That the period of notice required for general meetings of the Company (other than AGMs) shall not be less than 14 days	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Eaton Vance Tax-Mangd Glb Div Eq Inc Fd	8/23/2013	27829F108	EXG

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Directors: 01-Scott E. Eston,02-Benjamin C. Esty, 03-Th0mas E. Faust,04-Allen R. Freedman	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Liberty All-star Equity Fund	8/29/2013	530158104	USA

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For all	For	Directors 1) Richard w. Lowry,2)John J. Neuhauser,3) Richard C. Rantzow	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

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Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Royce Value Trust Inc.	9/5/2013	780910105	RVT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-TO CONSIDER AND VOTE UPON A PROPOSAL TO CONTRIBUTE APPROXIMATELY \$100 MILLION OF ROYCE VALUE TRUST, INC.'S ("VALUE TRUST") ASSETS TO ROYCE GLOBAL VALUE TRUST, INC., A NEWLY-ORGANIZED, DIVERSIFIED, CLOSED-END MANAGEMENT INVESTMENT COMPANY, AND TO DISTRIB	Issuer
For	For	2-TO CONSIDER AND VOTE UPON A PROPOSAL TO AMEND AN INVESTMENT RESTRICTION OF VALUE TRUST, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
OXFORD LANE CAPITAL CORP	9/12/2013	691543300	OLXCO

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For all	For	Directors 1) JONATHAN H. COHEN,2)MARK J. ASHENFELTER	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

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Company Name	Meeting Date	CUSIP	Ticker
OXFORD LANE CAPITAL CORP	9/12/2013	691543201	OXLCP

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For all	For	Directors 1) JONATHAN H. COHEN,2)MARK J. ASHENFELTER	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Putnam Managed Muni Inc. Pfd Ser C	9/19/2013	746823400	PMM ARPS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
abstain	For	1A. - Fixing the number of trustees at 14	Issuer
withhold all	For	Directors 1B - 01-Liaquat Ahamed,02-Ravi Akhoury,03-Barbara M. Baumann,04-Jameson A. Baxter,05-Charles B. Curtis,06-Robert J. Darretta,07-Katinka Domotorffy,08-John A. Hill,09-Paul L. Joskow,10-Kenneth R. Leibler,11-Robert E. Patterson,12-George Putnam,II	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Royce Value Trust Inc.	9/25/2013	780910105	RVT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder

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For all	For	Directors 1) W.Whitney George,2)Athur S. Mehlman,3) Patricia W. Chadwick,4) Davis L. Meister	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Royce Micro-Cap Trust	9/25/2013	780915104	RMT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For all	For	Directors 1) W.Whitney George,2)Athur S. Mehlman,3) Patricia W. Chadwick,4) Davis L. Meister	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Single Touch Systems Inc.	9/25/2013	82932T107	SITO

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For all	For	Directors 1) ANTHONY MACALUSO,2)JAMES ORSINI,3) STUART R. LEVINE,4) JAMES L. NELSON,5) STEPHEN D. BAKSA,6) PETER D.HOLDEN,7) JONATHAN E. SANDELMAN	Issuer

For	For	2-TO RATIFY THE APPOINTMENT OF L.L.BRADFORD & COMPANY, LLC AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2013.	Issuer
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For	For	3-THE APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE COMPANY'S AUTHORIZED SHARES OF COMMON STOCK FROM 200,000,000 TO 300,000,000.	Issuer
For	For	4-THE APPROVAL OF THE COMPENSATION DISCLOSED IN THE PROXY STATEMENT OF THE COMPANY'S EXECUTIVE OFFICERS WHO ARE NAMED IN THE PROXY STATEMENT'S SUMMARY COMPENSATION TABLE.	Issuer
3 Years	3 Years	FREQUENCY OF ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Box Ships	10/23/2013	Y09675102	TEU

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold	For	Director 1) DIMITAR TODOROV	Issuer
For	For	TO RATIFY THE APPOINTMENT OF DELOITTE HADJIPAVLOU SOFIANOS & CAMBANIS S.A. AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013.	Issuer
Abstain	For	TO RATIFY THE COMPANY'S EXECUTION AND DELIVERY, AND APPROVE THE COMPANY'S PERFORMANCE, OF A CORPORATE GUARANTEE IN CONNECTION WITH THE	Issuer

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GUARANTEE OF A LOAN OF
UP TO \$69.0 MILLION, MADE
BETWEEN IRISES SHIPPING
LTD. AND NEREUS
NAVIGATION LTD., TWO
WHOLLY-OWN

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Juridica Investments Limited	11/14/2013	GG00B29LSW52	JIL LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	That the Company be voluntarily wound up	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Marwyn Value Investors LTD	11/19/2013	KYG5897M1096	MVI LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	That, the proposals set out in the circular to shareholders dated 1 November 2013 be and are hereby approved	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
MEDWORTH ACQUISITION CORP	11/26/2013	58508R105	MWRX

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For		Issuer

TO AMEND THE COMPANY'S
 AMENDED AND RESTATED
 CERTIFICATE OF
 INCORPORATION TO
 CHANGE THE COMPANY'S
 NAME TO MERGEWORTHRX
 CORP.

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
MILLENNIUM INDIA ACQUISITION CO.	12/12/2013	60039Q101	SMCG

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	Directors 1) DAVID H. LESSER 2) ARUN MITTAL 3) HABIB YUNUS 4) DIONISIO D'AGUILAR 5) JESSE DERRIS 6) F. JACOB CHERIAN 7) SUHEL KANUGA	Issuer
For	For	2-TO APPROVE THE AMENDMENT OF FUNDAMENTAL INVESTMENT RESTRICTION NO. 5, CURRENTLY APPLICABLE TO THE COMPANY, TO REMOVE THE REQUIREMENT THAT THE COMPANY INVEST MORE THAN 25% OF ITS TOTAL ASSETS IN ONE OR MORE BUSINESSES THAT HAVE OPERATIONS PRIMARILY IN IN	Issuer
For	For	3-TO APPROVE THE AMENDMENT OF FUNDAMENTAL INVESTMENT RESTRICTION NO. 5, CURRENTLY APPLICABLE TO THE COMPANY, TO ADD THE REQUIREMENT THAT THE COMPANY INVEST MORE	Issuer

			THAN 25% OF ITS TOTAL ASSETS IN ONE OR MORE ENERGY INFRASTRUCTURE ASSETS OR BUSINESSES OR ALTE	
For	For	4 - TO APPROVE THE REDUCTION OF THE NUMBER OF SHARES OF AUTHORIZED CAPITAL STOCK OF THE COMPANY FROM 45,005,000 TO 12,005,000.	Issuer	
For	For	5 - TO APPROVE ONE OR MORE ADJOURNMENTS OF THE MEETING, AS NECESSARY AND APPROPRIATE, INCLUDING IN ORDER TO PERMIT THE FURTHER SOLICITATION OF PROXIES IN FAVOR OF PROPOSALS 2, 3 AND 4, ABOVE.	Issuer	
For	For	6 - TO RATIFY THE BOARD'S SELECTION OF COHNREZNICK LLP AS INDEPENDENT AUDITORS OF THE COMPANY.	Issuer	

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
WHEELER REAL ESTATES	12/20/2013	963025101	WHLR

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) JON S. WHEELER 2) SANJAY MADHU 3) CARL B. MCGOWAN, JR. 4) DAVID KELLY 5) CHRISTOPHER J. ETTTEL 6) WILLIAM W. KING 7) JEFFREY ZWERDLING 8) ANN L. MCKINNEY	Issuer
For	For	2-TO RATIFY THE APPOINTMENT OF CHERRY	Issuer

BEKAERT LLP AS
 INDEPENDENT REGISTERED
 PUBLIC ACCOUNTING FIRM
 FOR THE FISCAL YEAR
 ENDED DECEMBER 31, 2013.

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
GYRODYNE COMPANY OF AMERICA, INC	12/27/2013	403820103	GYRO

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) RONALD J. MACKLIN 2) PHILIP F. PALMEDO	Issuer
For	For	2-TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THIS PROXY STATEMENT	Issuer
For	For	3-TO DETERMINE, BY A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Issuer
For	For	4-TO RATIFY THE ENGAGEMENT OF BAKER TILLY VIRCHOW KRAUSE, LLP (SUCCESSOR TO HOLTZ RUBENSTEIN REMINICK LLP) AS INDEPENDENT ACCOUNTANTS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE 2013 FISCAL YEAR	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

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Company Name	Meeting Date	CUSIP	Ticker
ELLSWORTH FUND LTD	1/17/2014	289074106	ECF

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) THOMAS H. DINSMORE 2) DANIEL D. HARDING	Issuer
For	For	2-PROPOSAL TO RATIFY SELECTION OF ACCOUNTANTS.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
ASIA TIGER FUND, INC.	2/3/2014	04516T105	GRR

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
AGAINST	FOR	1-TO ELIMINATE THE FUNDAMENTAL POLICY GOVERNING THE FUND'S SEMI-ANNUAL REPURCHASE OFFERS.	ISSUER

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
The India Fund, Inc.	2/3/2014	454089103	IFN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
AGAINST	FOR	1-TO ELIMINATE THE FUNDAMENTAL POLICY GOVERNING THE FUND'S SEMI-ANNUAL REPURCHASE OFFERS.	ISSUER

Name of Fund: Special Opportunities Fund, Inc. (SPE)

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Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Blackrock New Energy Investment Trust OLC, London	2/6/2014	GB0009737932	BRNE LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-To receive the report of the Directors and the financial statements for the year ended 31 October 2013, together with the report of the auditor thereon	Issuer
For	For	2-To approve the Directors' Remuneration Report for the year ended 31 October 2013 excluding the Remuneration Policy of the Company	Issuer
For	For	3-To approve the Remuneration Policy of the Company as set out in the policy table of the Directors' Remuneration Report	Issuer
For	For	4-To re-elect Mr Batey as a Director	Issuer
For	For	5-To re-elect Mr O'Hare as a director	Issuer
For	For	6-To re-elect Dr Roberts as a director	Issuer
For	For	7-To re-elect Professor Skea as a director	Issuer
For	For	8-To re-appoint Ernst and Young LLP as auditor to the Company	Issuer
For	For	9-To authorise the Directors to determine the auditor's remuneration	Issuer
For	For	10-To grant the Directors authority to allot shares	Issuer
For	For	11-To authorise the Directors to disapply pre-emption rights in respect of issues of new ordinary shares or the sale of ordinary shares out of treasury	Issuer
For	For	12-To authorise the Directors to purchase the Company's ordinary	Issuer

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		shares for cancellation or to be held in treasury	
For	For	13-To authorise the Directors to purchase the Company's subscription shares for cancellation	Issuer
For	For	1- To reclassify the shares, approve the Scheme and approve amendments to the Articles of Association	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Chart Acquisition Corp	2/10/2014	161151105	CACG

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) Governor T.J. Ridge 2) Senator J.R. Kerrey 3) Mael D. Medina	Issuer
For	For	RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF ROTHSTEIN KASS TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2013	Issuer
For	For	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Issuer
3 Years	3 Years	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Chart Acquisition Corp Warrants	2/10/2014	161151113	CACGW

Vote	Management	Proposal	Propose by issuer or
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	Recommended Vote		shareholder
For	For	1-DIRECTOR 1) Governor T.J. Ridge 2) Senator J.R. Kerrey 3) Mael D. Medina	Issuer
For	For	RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF ROTHSTEIN KASS TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2013	Issuer
For	For	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Issuer
3 Years	3 Years	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Blackrock New Energy Investment Trust OLC, London	2/14/2014	GB0009737932	BRNE LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-To wind up the Company and appoint the liquidators.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
Zedi Inc NPV	2/18/2014	CA9892151080	ZED CN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-THE SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "A" TO THE ACCOMPANYING	Issuer

MANAGEMENT
INFORMATION CIRCULAR OF
ZEDI INC. (THE "CIRCULAR"),
TO APPROVE A PLAN OF
ARRANGEMENT PURSUANT
TO SECTION 193 OF THE
BUSINESS CORPORATIONS
ACT (ALB

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Putnam Managed Muni Inc. Pfd Ser C	2/27/2014	746922400	PMO ARPS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Against	For	1- Approving a new management contract for your fund	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Putnam Managed Muni Inc. Pfd Ser C	2/27/2014	746823400	PMM ARPS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Against	For	1- Approving a new management contract for your fund	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Central Securities Corporation	3/19/2014	155123102	CET

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder

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For	For	1-DIRECTOR 1) L.Price Blackford 2) Simms C. Browning 3) Donald G Calder 4) David C Colander 5) Jay R Inglis 6) Wilmot H Kidd 7) C Carter Walker, Jr.	Issuer
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For	For	APPROVAL OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Aberdeen Israel Fund	3/27/2014	00301L109	ISL

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold	For	1-DIRECTOR 1) James J. Cattano 2) Stever Rappaport	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Adams Express Company	4/10/2014	006212104	ADX

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold	For	1-DIRECTOR 1) Enrique R. Arzac 2) Phyllis O. Bonanno 3) Kenneth J. Dale 4) Frederic A. Escherich 5) Roger W. Gale 6) Kathleen T. McGahran 7) Craig R. Smith 8) Mark E. Stoeckle	Issuer
For	For	2-THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT PUBLIC AUDITORS.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

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Company Name	Meeting Date	CUSIP	Ticker
Tri-Continental Corp.	4/11/2014	895436103	TY
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold	For	1-DIRECTOR 1) William P. Carmichael 2) Patricia M. Flynn 3) Stephen R. Lewis, JR. 4) Catherine James Paglia	Issuer
For	For	2- To ratify the selection of Pricewaterhousecoopers LLP as the Corporation's independent registered Public Accounting fir.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
General American Investors Company	4/16/2014	368802104	GAM
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold	For	1-DIRECTOR 1) Scott E. Eston 2) Thomas E. Faust 3) Allen R. Freeman 4) Valerie A. Mosley	Issuer
Against	For	2- RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS AUDITORS.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Collabrium Japan Acquisition Corp.	4/21/2014	G2266G102	JACQ
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1- TO CONSIDER AND VOTE	Issuer

UPON AN AMENDMENT TO
THE COMPANY'S
MEMORANDUM AND
ARTICLES OF ASSOCIATION
TO EXTEND THE DATE BY
WHICH THE COMPANY
MUST CONSUMMATE ITS
INITIAL BUSINESS
COMBINATION FROM April
24, 2014 to August 24, 2014

For	For	2- TO CONSIDER AND VOTE UPON AN AMENDMENT TO THE INVESTMENT MANAGEMENT TRUST AGREEMENT (THE "IMTA"), BY AND BETWEEN THE COMPANY AND CONTINENTAL STOCK TRANSFER & TRUST COMPANY ENTERED INTO AT THE TIME OF THE COMPANY'S INITIAL PUBLIC OFFERING (THE "IPO") GO	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)
Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
EV Risk-Managed Div Equity	4/24/2014	27829G106	ETJ

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) Scott E. Eston 2) Thomas E. Faust 3) Allen R. Freeman 4) Valerie A. Mosley	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Western Asset Inflation Mgmt. Fund	4/25/2014	95766U107	IMF

Vote	Management	Proposal	Propose by issuer or
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	Recommended Vote		shareholder
For	For	1-DIRECTOR 1)Eileen A. Kamerick 2) Dr. Riordan Roett 3) Jeswald W. Salacuse, JR. 4) Kenneth D. Fuller	Issuer
For	For	2- THE LIQUIDATION AND DISSOLUTION OF THE FUND PURSUANT TO THE PLAN OF LIQUIDATION AND DISSOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF THE FUND.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Putnam Managed Muni Inc. Pfd Ser C	4/25/2014	746823400	PMM ARPS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Against	For	1A-FIXING THE NUMBER OF TRUSTEES AT 14.	Issuer
Withhold All	For	1B.-1-Director 1)LIAQUAT AHAMED, 2) RAVI AKHOURY , 3)BARBARA M. BAUMANN, 4)JAMESON A. BAXTER, 5)CHARLES B. CURTIS, 6) ROBERT J. DARRETTA, 7)KATINKA DOMOTORFFY, 8)JOHN A. HILL, 9) PAUL L. JOSKOW, 10) KENNETH R. LEIBLER, 11) ROBERT E. PATTERSON, 12) GEORGE	Issuer
Against	For	3A.-APPROVING AN AMENDED AND RESTATED DECLARATION OF TRUST FOR YOUR FUND: QUORUM REQUIREMENT FOR SHAREHOLDER MEETINGS.	Issuer
Against	For	3B.-APPROVING AN AMENDED AND RESTATED DECLARATION OF TRUST FOR YOUR FUND: OTHER CHANGES.	Issuer

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Against	For	4-APPROVING AN AMENDMENT TO YOUR FUND'S DECLARATION OF TRUST - ELIMINATING MANDATORY SHAREHOLDER VOTES FOR CONVERSION TO AN OPEN-END INVESTMENT COMPANY.	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Putnam Managed Muni Inc. Pfd Ser C	4/25/2014	746922400	PMO ARPS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Against	For	1A-FIXING THE NUMBER OF TRUSTEES AT 14.	Issuer
Withhold All	For	1B.-1-Director 1)LIAQUAT AHAMED, 2) RAVI AKHOURY , 3)BARBARA M. BAUMANN, 4)JAMESON A. BAXTER, 5)CHARLES B. CURTIS, 6) ROBERT J. DARRETTA, 7)KATINKA DOMOTORFFY, 8)JOHN A. HILL, 9) PAUL L. JOSKOW, 10) KENNETH R. LEIBLER, 11) ROBERT E. PATTERSON, 12) GEORGE	Issuer
Against	For	3A.-APPROVING AN AMENDED AND RESTATED DECLARATION OF TRUST FOR YOUR FUND: QUORUM REQUIREMENT FOR SHAREHOLDER MEETINGS.	Issuer
Against	For	3B.-APPROVING AN AMENDED AND RESTATED DECLARATION OF TRUST FOR YOUR FUND: OTHER CHANGES.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

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Company Name	Meeting Date	CUSIP	Ticker
Western Asset Premier BD FD Pfd Ser M	4/30/2014	957664204	WEA APRS
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1.A-TO APPROVE AN AMENDMENT TO THE FUND'S BYLAWS THAT AUTHORIZE THE FUND TO BORROW MONEY UNDER THE CONDITIONS SET FORTH IN THE PROPOSED AMENDMENT.	Issuer
For	For	2.B-TO APPROVE AN AMENDMENT TO THE FUND'S BYLAWS THAT CHANGE THE DEFINITION OF THE TERM "LIEN" TO EXCLUDE LIENS RELATED TO BORROWINGS DESCRIBED IN PROPOSAL 1.A.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Stewart Information Services Corporation	5/2/2014	860372101	STC
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Director 1) ARNAUD AJDLER	Issuer
For	For	1-Director 2) GLENN C. CHRISTENSON	Issuer
Withhold	For	1-Director 3) ROBERT L. CLARKE	Issuer
Withhold	For	1-Director 4) LAURIE C. MOORE	Issuer
Withhold	For	1-Director 5) DR. W. ARTHUR PORTER	Issuer

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Against	For	2-ADVISORY APPROVAL REGARDING THE COMPENSATION OF STEWART INFORMATION SERVICES CORPORATION'S NAMED EXECUTIVE OFFICERS (SAY-ON-PAY).	Issuer
For	For	3-RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS STEWART INFORMATION SERVICES CORPORATION'S INDEPENDENT AUDITORS FOR 2014.	Issuer
Against	For	4-APPROVAL OF THE STEWART INFORMATION SERVICES CORPORATION 2014 LONG TERM INCENTIVE PLAN.	Issuer
Against	For	5-APPROVAL OF THE STEWART INFORMATION SERVICES CORPORATION ANNUAL BONUS PLAN.	Issuer
Against	For	6-APPROVAL OF AN AMENDMENT TO THE STEWART INFORMATION SERVICES CORPORATION AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IN ORDER TO ADOPT A MAJORITY VOTING STANDARD.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Gladstone Land Corp.	5/8/2014	376549101	LAND

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1-DIRECTOR 1)DAVID GLADSTONE 2) PAUL W. ADELGREN 3) JOHN H. OUTLAND	Issuer

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For	For	2-TO RATIFY OUR AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2014.	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Preferred Apartment Communities, Inc.	5/8/2014	74039L103	APTS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1-Director 1) John A. Williams, 2)Leonard A. Silverstein, 3)Steve Bartkowski, 4)Gary B. Coursey, 5)Daniel M. Dupree, 6)Howard A. Mclure, 7)Timothy A. Peterson, 8)William J. Gresham, Jr.	Issuer
For	For	2-Approval of the articles of amendment to the Company's charter	Issuer
For	For	3-Ratification of the selection of Pricewaterhousecoopers LLP as our independent registered public accounting firm for 2014	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Gabelli Global Utility & Income TR	5/12/2014	36242L105	GLU

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Director 1) Salvatore J. Zizza	Issuer

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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
The Zweig Total Return Fund, Inc	5/13/2014	989837208	ZTR

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1-Director 1) R. KEITH WALTON , 2) BRIAN T. ZINO	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Independence Realty Trust, Inc	5/14/2014	45378A106	IRT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold All	For	1.1-ELECTION OF DIRECTOR: SCOTT F. SCHAEFFER	Issuer
Withhold All	For	1.2-ELECTION OF DIRECTOR: WILLIAM C. DUNKELBERG	Issuer
Withhold All	For	1.3-ELECTION OF DIRECTOR: ROBERT F. MCCADDEN	Issuer
Withhold All	For	1.4-ELECTION OF DIRECTOR: DEFOREST B. SOARIES, JR.	Issuer
For	For	2-PROPOSAL TO APPROVE THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014 FISCAL YEAR	Issuer
Abstain	For	3-RESOLVED, THAT IRT'S STOCKHOLDERS APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVES, AS DISCLOSED IN IRT'S PROXY STATEMENT FOR THE 2014 ANNUAL MEETING OF STOCKHOLDERS PURSUANT	Issuer

TO THE COMPENSATION
DISCLOSURE RULES OF THE
SECURITIES

1 Year	3 Years	4RESOLVED, THAT THE STOCKHOLDERS DETERMINE, ON AN ADVISORY BASIS, WHETHER THE PREFERRED FREQUENCY OF AN ADVISORY VOTE ON THE EXECUTIVE COMPENSATION OF IRT'S NAMED EXECUTIVES AS SET FORTH IN IRT'S PROXY STATEMENT SHOULD BE EVERY YEAR, EVERY TWO YEARS, OR E	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)
Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
ARC Capital Holdings LTD	5/16/2014	KYG0450H1002	ARCH LN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1- ORINARY RESOLUTION THAT THE PROPOSED SALE OF FORTRESS GROUP LIMITED ON THE TERMS AS SET OUT IN THE CIRCULAR TO SHAREHOLDERS DATED 25 APRIL 2014 BE APPROVED.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Brookfield Global Listed Infra	5/20/2014	11273Q109	INF

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Director 1) Louis P. Salvatore,2) Jonathan C. Tyras	Issuer

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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Virtus Total Return Fund	5/20/2014	92829A103	DCA

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Director 1) WILLIAM R. MOYER , 2) JAMES M. OATES	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	ISIN	Ticker
DPF India Opportunities Fund	5/21/2014	CA26138Y2042	DPF-U CN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-THE SPECIAL RESOLUTION APPROVING THE RESTRUCTURING OF THE FUND SO THAT IT WILL BE ADMINISTERED AS AN OPEN-END MUTUAL FUND IN COMPLIANCE WITH NATIONAL INSTRUMENT 81-102 - MUTUAL FUNDS (THE FULL TEXT OF THE RESOLUTION IS ATTACHED AS SCHEDULE "A" TO THE AC	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Anworth Mortgage Assett Corp.	5/22/2014	037347101	ANH

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder

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For	For	1-Director 1)PAUL R. DEROSA , 2) GREGORY R. DUBE, 3) KENNETH B. DUNN, 4) RONALD MASS , 5) SCOTT F. RICHARD	Shareholder
Against	Against	2. ANWORTH'S PROPOSAL FOR THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF ANWORTH'S NAMED EXECUTIVE OFFICERS.	Shareholder
Against	Against	3. ANWORTH'S PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF ANWORTH'S 2014 EQUITY COMPENSATION PLAN.	Shareholder
For	No recommendation	4. ANWORTH'S PROPOSAL FOR THE RATIFICATION OF THE APPOINTMENT OF MCGLADREY LLP AS ANWORTH'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE ANWORTH'S FISCAL YEAR ENDING DECEMBER 31, 2014.	Shareholder

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Firsthand Technology Value Fund, Inc.	5/23/2014	33766Y100	SVVC

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Mirror voting	FOR	1-Directors: 01-Kevin Landis,02-Kimun Lee	ISSUER
Mirror voting	FOR	2-THE RATIFICATION OF THE SELECTION OF TAIT, WELLER & BAKER LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	ISSUER

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Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
American Rlty Cap Healthcare	5/28/2014	02917R108	HCT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
NO VOTE shares sold.			

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Imerial Holdings, Inc	6/5/2014	452834104	IFT

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-Director 1) JAMES CHADWICK , 2) MICHAEL CROW, 3) ANDREW DAKOS, 4) RICHARD DAYAN, 5) PHILLIP GOLDSTEIN, 6) GERALD HELLERMAN, 7) ANTONY MITCHELL	Issuer
For	For	2. TO VOTE ON AN ADVISORY RESOLUTION ON THE 2013 COMPENSATION OF CERTAIN OF THE COMPANY'S EXECUTIVE OFFICERS.	Issuer
For	For	3. TO VOTE ON THE APPROVAL OF THE ISSUANCE OF COMMON STOCK OF THE COMPANY'S 8.50% SENIOR UNSECURED CONVERTIBLE NOTES DUE 2019 IN EXCESS OF NYSE LIMITS FOR SHARES ISSUANCES WITHOUT SHAREHOLDER APPROVAL.	Issuer
For	For	4. TO RATIFY THE APPOINTMENT OF GRANT	Issuer

THORNTON LLP AS THE
COMPANY'S INDEPENDENT
REGISTERED PUBLIC
ACCOUNTING FIRM FOR THE
FISCAL YEAR ENDING
DECEMBER 31, 2014.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
The India Fund, Inc.	6/9/2014	454089103	IFN

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
FOR	FOR	1-Directors: 01- Leslie H. Gelb,02- Stephane R.F. Henry,03- Luis F. Rubio	ISSUER

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
WHEELER REAL ESTATES	6/11/2014	963025101	WHLR

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) JON S. WHEELER 2) SANJAY MADHU 3) CARL B. MCGOWAN, JR. 4) DAVID KELLY 5) CHRISTOPHER J. ETTTEL 6) WILLIAM W. KING 7) JEFFREY ZWERDLING 8) ANN L. MCKINNEY	Issuer
For	For	2-APPROVING, FOR PURPOSES OF NASDAQ RULES SECTION 5635(B) AND SECTION 5635(D), THE COMMON STOCK PURCHASE WARRANTS ISSUED IN OUR PRIVATE PLACEMENT TRANSACTION IN DECEMBER 2013 AND JANUARY 2014.	
For	For	3-TO RATIFY THE APPOINTMENT OF CHERRY	Issuer

BEKAERT LLP AS
 INDEPENDENT REGISTERED
 PUBLIC ACCOUNTING FIRM
 FOR THE FISCAL YEAR
 ENDED DECEMBER 31, 2014.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
ORCHID ISLAND CAPITAL INC	6/11/2014	68571X103	ORC

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Abstain	FOR	1A.ELECTION OF DIRECTOR: ROBERT E. CAULEY	ISSUER
Abstain	FOR	1B.ELECTION OF DIRECTOR: G. HUNTER HAAS, IV	ISSUER
Abstain	FOR	1C.ELECTION OF DIRECTOR: W COLEMAN BITTING	ISSUER
Abstain	FOR	1D.ELECTION OF DIRECTOR: JOHN B. VAN HEUVELEN	ISSUER
Abstain	FOR	1E.ELECTION OF DIRECTOR: FRANK P. FILIPPS	ISSUER
Abstain	FOR	1F.ELECTION OF DIRECTOR: FRANK P. FILIPPS	ISSUER
FOR	FOR	2-TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.	ISSUER
Abstain	FOR	3-TO APPROVE, BY A NON-BINDING VOTE, THE COMPANY'S EXECUTIVE COMPENSATION.	ISSUER
Abstain	3YR	4-TO APPROVE, BY A NON-BINDING VOTE, THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ABOUT THE COMPANY'S EXECUTIVE	ISSUER

COMPENSATION.

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
KEATING CAPITAL, INC	6/16/2014	48722R106	KIPO

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) LAURENCE W. BERGER 2) TIMOTHY J. KEATING 3) J. TAYLOR SIMONTON 4) ROBERT T. CASSATO 5) LESLIE D. MICHELSON	Issuer
For	For	2-TO APPROVE A NEW INVESTMENT ADVISORY AND ADMINISTRATIVE SERVICES AGREEMENT BETWEEN THE COMPANY AND KEATING INVESTMENTS, LLC, TO TAKE EFFECT UPON A PROPOSED CHANGE OF CONTROL OF KEATING INVESTMENTS, LLC IN CONNECTION WITH THE TRANSACTION, AS DEFINED IN T	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Central Europe, Russia & Turkey FD	6/19/2014	153436100	CEE

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
For	For	1-DIRECTOR 1) AMBASSADOR R.R.	Issuer

For	For	BURT 2) DR. FRIEDBERT H. MALT 3) MR. ROBERT H. WADSWORTH 2-TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE AND THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP, AN INDEPENDENT PUBLIC ACCOUNTING FIRM, AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING OCTOBER 31, 2014.	Issuer
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Name of Fund: Special Opportunities Fund, Inc. (SPE)
 Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
The Swiss Helvetia Fund, Inc	6/27/2014	870875101	swz

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
FOR	FOR	1-Directors: 01-Richard Brealey,02- Claus Helbig,03-Samuel B Witt, III ESQ.	ISSUER
FOR	FOR	2A.- WITH RESPECT TO THE PROPOSAL TO APPROVE THE INVESTMENT ADVISORY AGREEMENT BETWEEN THE FUND AND SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.	ISSUER
FOR	FOR	2B.- WITH RESPECT TO THE PROPSAL TO APPROVE THE SUB-ADVISORY AGREEMENT BETWEEN SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC. AND SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA LIMITED.	ISSUER

Name of Fund: Special Opportunities Fund, Inc. (SPE)

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Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
EQUUS TOTAL RETURN, INC.	6/24/2014	294766100	EQS

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder
Withhold all	For	1-DIRECTOR 1) FRASER ATKINSON 2) ALESSANDRO BENEDETTI 3) RICHARD F. BERGNER 4) KENNETH I. DENOS 5) GREGORY J. FLANAGAN 6) HENRY W. HANKINSON 7) JOHN A. HARDY 8) ROBERT L. KNAUSS 9) BERTRAND DES PALLIERES	Issuer
Abstain	For	2-TO RATIFY THE SELECTION OF UHY AS THE FUND'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Issuer
Against	For	3-TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION PAID TO THE FUND'S EXECUTIVE OFFICERS IN 2013, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES, AND NARRATIVE DISCUSSION.	Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2013 - June 30,2014

Company Name	Meeting Date	CUSIP	Ticker
Quinpario Acquisition Corp.	6/30/2014	74874R108	QPAC

Vote	Management	Proposal	Propose by issuer or
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	Recommended Vote		shareholder
For	For	1-TO CONSIDER AND VOTE UPON THE BUSINESS COMBINATION PROPOSAL ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For	For	2-TO CONSIDER AND ACT UPON PROPOSAL 2 ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For	For	3-TO CONSIDER AND ACT UPON PROPOSAL 3 ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For	For	4-TO CONSIDER AND ACT UPON PROPOSAL 4 ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For	For	5-TO CONSIDER AND ACT UPON PROPOSAL 5 ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For all Nominees	For all Nominees	6- Directors 1) Edgar G. Hotard, 2) Jeffrey N. Quinn, 3) David C. Westgate	Issuer
For	For	7-TO APPROVE THE NASDAQ PROPOSAL ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
For	For	8-TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AND ADOPT THE JASON INDUSTRIES, INC. 2014 OMNIBUS INCENTIVE PLAN.	Issuer
For	For	9-TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE BUSINESS COMBINATION-RELATED COMPENSATION PROPOSAL ...(DUE TO SPACE LIMITS,	Issuer

For	For	SEE PROXY STATEMENT FOR FULL PROPOSAL).	Issuer
		10-TO CONSIDER AND VOTE UPON THE ADJOURNMENT PROPOSAL ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	
For	None	A-IF YOU INTEND TO EXERCISE YOUR REDEMPTION RIGHTS PLEASE CHECK THIS BOX. MARK "FOR" = YES AND "AGAINST" OR "ABSTAIN" = NO.	Issuer
For	None	B-I HEREBY CERTIFY THAT I AM NOT ACTING IN CONCERT, OR AS A "GROUP", WITH ANY OTHER STOCKHOLDER IN CONNECTION WITH THE PROPOSED BUSINESS COMBINATION. MARK "FOR" = YES AND "AGAINST" OR "ABSTAIN" = NO	Issuer

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.

(Registrant) Special Opportunities Fund, Inc.

By (Signature and Title)* /s/ Andrew Dakos
Andrew Dakos, President

Date 7/22/14

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