

BOULDER GROWTH & INCOME FUND  
Form N-PX  
August 23, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number: 811-02328

BOULDER GROWTH & INCOME FUND, INC.  
(Exact name of registrant as specified in charter)

Fund Administrative Services, LLC  
2344 Spruce Street, Suite A, Boulder, CO 80302  
(Address of principal executive offices) (Zip code)

Fund Administrative Services, LLC  
2344 Spruce Street, Suite A, Boulder, CO 80302  
(Name and address of agent for service)

Registrant's Telephone Number, including Area Code: (303) 444-5483

Date of fiscal year end: November 30

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

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Item 1. Proxy Voting Record

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

For Period July 1, 2012 to June 30, 2013

Ticker	Shareholder	Meeting	Record	Meeting	Proposal	Matter	Proposed		
							by Issuer	Vote Cast	Vote
Symbol	CUSIP	Date	Date	Type	Number	Description of Matter to be Voted On	or Holder	(Yes or Abstain)	(For or Against)
DEO	25243Q205	10/17/2012	9/4/2012	Annual	1	REPORT AND ACCOUNTS 2012.	Issuer	Yes	For
					2	DIRECTORS' REMUNERATION REPORT 2012.	Issuer	Yes	For
					3	DECLARATION OF FINAL DIVIDEND.	Issuer	Yes	For
					4	RE-ELECTION OF PB BRUZELIUS AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					5	RE-ELECTION OF LM DANON AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					6	RE-ELECTION OF LORD DAVIES AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION(CHAIRMAN OF THE COMMITTEE))	Issuer	Yes	For
					7	RE-ELECTION OF BD HOLDEN AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					8	RE-ELECTION OF DR FB HUMER AS A DIRECTOR. (NOMINATION COMMITTEE (CHAIRMAN OF THE COMMITTEE))	Issuer	Yes	For
					9	RE-ELECTION OF D MAHLAN AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Issuer	Yes	For
					10	RE-ELECTION OF PG SCOTT AS A DIRECTOR. (AUDIT(CHAIRMAN OF THE COMMITTEE), NOMINATION, REMUNERATION COMMITTEE)	Issuer	Yes	For
					11	RE-ELECTION OF HT STITZER AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					12	RE-ELECTION OF PS WALSH AS A DIRECTOR. (EXECUTIVE COMMITTEE(CHAIRMAN OF	Issuer	Yes	For

							THE COMMITTEE))			
						13	ELECTION OF HO KWONPING AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
						14	ELECTION OF IM MENEZES AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Issuer	Yes	For
						15	RE-APPOINTMENT OF AUDITOR.	Issuer	Yes	For
						16	REMUNERATION OF AUDITOR.	Issuer	Yes	For
						17	AUTHORITY TO ALLOT SHARES.	Issuer	Yes	For
						18	DISAPPLICATION OF PRE-EMPTION RIGHTS.	Issuer	Yes	For
						19	AUTHORITY TO PURCHASE OWN ORDINARY SHARES.	Issuer	Yes	For
						20	AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU.	Issuer	Abstain	Absta
						21	REDUCED NOTICE OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING.	Issuer	Yes	Again

& IPANY	PG	742718109	10/9/2012	8/10/2012	Annual	1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: ANGELA F. BRALY	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: SCOTT D. COOK	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: ROBERT A. MCDONALD	Issuer	Yes	For
							6) ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Issuer	Yes	For
							7) ELECTION OF DIRECTOR: JOHNATHAN A. RODGERS	Issuer	Yes	For
							8) ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Issuer	Yes	For
							9) ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Issuer	Yes	For
							10) ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Issuer	Yes	For
							11) ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Issuer	Yes	For
						2		Issuer	Yes	For

					RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM				
					3 ADVISORY VOTE ON EXECUTIVE COMPENSATION (THE SAY ON PAY VOTE)	Issuer	Yes	For	
					4 SHAREHOLDER PROPOSAL #1 - SAY ON POLITICAL CONTRIBUTION (PAGE 67 OF PROXY STATEMENT)	Holder	Yes	Against	
					5 SHAREHOLDER PROPOSAL #2 - PRODUCER RESPONSIBILITY FOR PACKAGING (PAGE 70 OF PROXY STATEMENT)	Holder	Yes	Against	
					6 SHAREHOLDER PROPOSAL #3 - ADOPT SIMPLE MAJORITY VOTE (PAGE 72 OF PROXY STATEMENT)	Holder	Yes	Against	
YMOREAGC-W D INC	007639305	10/24/2012	9/21/2012	Annual	1	Election of directors. Nominees:			
						1) ELECTION OF CLASS III DIRECTOR: MR. TRACY V. MAITLAND	Issuer	Yes	For
						2) ELECTION OF CLASS III DIRECTOR: MR. RONALD A. NYBERG	Issuer	Yes	For
						3) ELECTION OF CLASS II DIRECTOR: MR. MICHAEL A. SMART	Issuer	Yes	For
	HRS	413875105	10/26/2012	8/31/2012	Annual	1	Election of directors. Nominees:		
						1) ELECTION OF DIRECTOR: WILLIAM M. BROWN	Issuer	Yes	For
						2) ELECTION OF DIRECTOR: PETER W. CHIARELLI	Issuer	Yes	For
						3) ELECTION OF DIRECTOR: THOMAS A. DATTILO	Issuer	Yes	For
						4) ELECTION OF DIRECTOR: TERRY D. GROWCOCK	Issuer	Yes	For
						5) ELECTION OF DIRECTOR: LEWIS HAY III	Issuer	Yes	For
						6) ELECTION OF DIRECTOR: KAREN KATEN	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: STEPHEN P. KAUFMAN	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: LESLIE F. KENNE	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

					9) ELECTION OF DIRECTOR: DAVID B. RICKARD	Issuer	Yes	For		
					10) ELECTION OF DIRECTOR: JAMES C. STOFFEL	Issuer	Yes	For		
					11) ELECTION OF DIRECTOR: GREGORY T. SWIENTON	Issuer	Yes	For		
					12) ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Issuer	Yes	For		
				2	APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Issuer	Yes	For		
				3	APPROVAL OF AN AMENDMENT TO OUR RESTATEMENT OF INCORPORATION TO PERMIT HOLDERS OF 25% OF OUR OUTSTANDING SHARES OF COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Issuer	Yes	For		
				4	THE RATIFICATION OF THE APPOINTMENT BY OUR AUDIT COMMITTEE OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2013.	Issuer	Yes	For		
MS,	CSCO	17275R102	11/15/2012	9/17/2012	Annual	1	Election of directors. Nominees:			
							1) CAROL A. BARTZ	Issuer	Yes	For
							2) MARC BENIOFF	Issuer	Yes	For
							3) M. MICHELE BURNS	Issuer	Yes	For
							4) MICHAEL D. CAPELLAS	Issuer	Yes	For
							5) LARRY R. CARTER	Issuer	Yes	For
							6) JOHN T. CHAMBERS	Issuer	Yes	For
							7) BRIAN L. HALLA	Issuer	Yes	For
							8) DR. JOHN L. HENNESSY	Issuer	Yes	For
							9) DR. KRISTINA M. JOHNSON	Issuer	Yes	For
							10) RICHARD M. KOVACEVICH	Issuer	Yes	For
							11) RODERICK C. MCGEARY	Issuer	Yes	For
							12) ARUN SARIN	Issuer	Yes	For
							13) STEVEN M. WEST	Issuer	Yes	For
				2	APPROVAL OF AMENDMENT AND RESTATEMENT OF THE EXECUTIVE INCENTIVE PLAN.	Issuer	Yes	For		
				3	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Issuer	Yes	For		
				4		Issuer	Yes	For		

							RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2013.			
						5	APPROVAL TO HAVE CISCO'S BOARD ADOPT A POLICY TO HAVE AN INDEPENDENT BOARD CHAIRMAN WHENEVER POSSIBLE.	Holder	Yes	Again
						6	APPROVAL TO REQUEST CISCO MANAGEMENT TO PREPARE A REPORT ON "CONFLICT MINERALS" IN CISCO'S SUPPLY CHAIN.	Holder	Yes	Again
TATE D-	RIF	76970B101	4/11/2013	2/19/2013	Annual	2A.	ELECTION OF CLASS III TRUSTEE: ARTHUR G. KOUCHANTZELIS	Issuer	Yes	For
NC.	BEN	354613101	3/13/2013	1/16/2013	Annual	1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: SAMUEL H. ARMACOST	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: PETER K. BARKER	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: CHARLES CROCKER	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: CHARLES B. JOHNSON	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: GREGORY E. JOHNSON	Issuer	Yes	For
							6) ELECTION OF DIRECTOR: RUPERT H. JOHNSON, JR.	Issuer	Yes	For
							7) ELECTION OF DIRECTOR: MARK C. PIGOTT	Issuer	Yes	For
							8) ELECTION OF DIRECTOR: CHUTTA RATNATHICAM	Issuer	Yes	For
							9) ELECTION OF DIRECTOR: LAURA STEIN	Issuer	Yes	For
							10) ELECTION OF DIRECTOR: ANNE M. TATLOCK	Issuer	Yes	For
							11) ELECTION OF DIRECTOR: GEOFFREY Y. YANG	Issuer	Yes	For
						2	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

FOR THE FISCAL YEAR  
ENDING SEPTEMBER 30, 2013.

						3	STOCKHOLDER PROPOSAL ON GENOCIDE-FREE INVESTING.	Against	Yes	Against
ERS TURE	CNS	19248A109	4/25/2013	2/20/2013	Annual	1	Election of directors. Nominees:			
							1) MARTIN COHEN	Issuer	Yes	For
							2) RICHARD J. NORMAN	Issuer	Yes	For
							3) FRANK K. ROSS	Issuer	Yes	For
	JNJ	478160104	4/25/2013	2/26/2013	Annual	1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: MARY SUE COLEMAN	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: JAMES G. CULLEN	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: IAN E.L. DAVIS	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: ALEX GORSKY	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: MICHAEL M.E. JOHNS	Issuer	Yes	For
							6) ELECTION OF DIRECTOR: SUSAN L. LINDQUIST	Issuer	Yes	For
							7) ELECTION OF DIRECTOR: ANNE M. MULCAHY	Issuer	Yes	For
							8) ELECTION OF DIRECTOR: LEO F. MULLIN	Issuer	Yes	For
							9) ELECTION OF DIRECTOR: WILLIAM D. PEREZ	Issuer	Yes	For
							10) ELECTION OF DIRECTOR: CHARLES PRINCE	Issuer	Yes	For
							11) ELECTION OF DIRECTOR: A. EUGENE WASHINGTON	Issuer	Yes	For
							12) ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Issuer	Yes	For
						2	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Issuer	Yes	For
						3	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013	Issuer	Yes	For
						4	SHAREHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK	Holder	Yes	Against
						5		Holder	Yes	Against

SHAREHOLDER PROPOSAL ON  
POLITICAL CONTRIBUTIONS  
AND CORPORATE VALUES

					6	SHAREHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN	Holder	Yes	Again
SNY	80105N105	5/3/2013	3/25/2013	Annual	1	APPROVAL OF THE INDIVIDUAL COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2012	Issuer	Yes	For
					2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2012	Issuer	Yes	For
					3	APPROPRIATION OF PROFITS, DECLARATION OF DIVIDEND	Issuer	Yes	For
					4	APPOINTMENT OF A DIRECTOR (FABIENNE LECORVAISIER)	Issuer	Yes	For
					5	AUTHORIZATION TO THE BOARD OF DIRECTORS TO CARRY OUT TRANSACTIONS IN SHARES ISSUED BY THE COMPANY	Issuer	Yes	For
					6	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE THE ISSUANCE, WITH PREEMPTIVE RIGHTS MAINTAINED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL AND/OR SECURITIES GIVING ENTITLEMENT TO THE ALLOTMENT OF DEBT INSTRUMENTS	Issuer	Yes	For
					7	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE THE ISSUANCE, WITH PREEMPTIVE RIGHT BEING CANCELLED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL AND/OR SECURITIES GIVING ENTITLEMENT TO THE ALLOTMENT OF DEBT INSTRUMENTS BY PUBLIC OFFERING	Issuer	Yes	For



8	POSSIBILITY OF ISSUING, WITHOUT PREEMPTIVE RIGHT, SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL AS CONSIDERATION FOR ASSETS TRANSFERRED TO THE COMPANY AS A CAPITAL CONTRIBUTION IN KIND IN THE FORM OF SHARES OR SECURITIES GIVING ACCESS TO THE CAPITAL OF ANOTHER COMPANY	Issuer	Yes	For
9	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO INCREASE THE NUMBER OF SHARES TO BE ISSUED IN THE EVENT OF A CAPITAL INCREASE WITH OR WITHOUT PREEMPTIVE RIGHTS	Issuer	Yes	For
10	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY INCORPORATION OF SHARE PREMIUM, RESERVES, PROFITS OR OTHER ITEMS	Issuer	Yes	For
11	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE THE ISSUANCE OF SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL RESERVED FOR MEMBERS OF SAVINGS PLANS, WITH WAIVER OF PREEMPTIVE RIGHT IN THEIR FAVOR	Issuer	Yes	For
12	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO ALLOT, WITHOUT PREEMPTIVE RIGHT, EXISTING OR NEW RESTRICTED SHARES IN FULL OR PARTIAL SUBSTITUTION FOR THE DISCOUNT TO A CAPITAL INCREASE RESERVED FOR SALARIED EMPLOYEES	Issuer	Yes	For
13		Issuer	Yes	For

							DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO GRANT, WITHOUT PREEMPTIVE RIGHT, OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES			
						14	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY CANCELLATION OF TREASURY SHARES	Issuer	Yes	For
						15	POWERS FOR FORMALITIES	Issuer	Yes	For
D &	WFC	949746101	4/23/2013	2/26/2013	Annual	1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: JOHN D. BAKER II	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: ELAINE L. CHAO	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: JOHN S. CHEN	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: LLOYD H. DEAN	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: SUSAN E. ENGEL	Issuer	Yes	For
							6) ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Issuer	Yes	For
							7) ELECTION OF DIRECTOR: DONALD M. JAMES	Issuer	Yes	For
							8) ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Issuer	Yes	For
							9) ELECTION OF DIRECTOR: FEDERICO F. PENA	Issuer	Yes	For
							10) ELECTION OF DIRECTOR: HOWARD V. RICHARDSON	Issuer	Yes	For
							11) ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	Issuer	Yes	For
							12) ELECTION OF DIRECTOR: STEPHEN W. SANGER	Issuer	Yes	For
							13) ELECTION OF DIRECTOR: JOHN G. STUMPF	Issuer	Yes	For
							14) ELECTION OF DIRECTOR: SUSAN G. SWENSON	Issuer	Yes	For
						2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Issuer	Yes	For
						3	PROPOSAL TO APPROVE THE COMPANY'S AMENDED AND RESTATED LONG-TERM INCENTIVE COMPENSATION	Issuer	Yes	For

							PLAN.				
						4	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Issuer	Yes	For	
						5	STOCKHOLDER PROPOSAL TO ADOPT A POLICY REQUIRING AN INDEPENDENT CHAIRMAN.	Holder	Yes	Again	
						6	STOCKHOLDER PROPOSAL TO PROVIDE A REPORT ON THE COMPANY'S LOBBYING POLICIES AND PRACTICES.	Holder	Yes	Again	
						7	STOCKHOLDER PROPOSAL TO REVIEW AND REPORT ON INTERNAL CONTROLS OVER THE COMPANY'S MORTGAGE SERVICING AND FORECLOSURE PRACTICES.	Holder	Yes	Again	
AL	IBM	459200101	4/30/2013	3/1/2013	Annual	1	Election of directors. Nominees:				
DRP.							1) ELECTION OF DIRECTOR: A.J.P. BELDA	Issuer	Yes	For	
							2) ELECTION OF DIRECTOR: W.R. BRODY	Issuer	Yes	For	
							3) ELECTION OF DIRECTOR: K.I. CHENAULT	Issuer	Yes	For	
							4) ELECTION OF DIRECTOR: M.L. ESKEW	Issuer	Yes	For	
							5) ELECTION OF DIRECTOR: D.N. FARR	Issuer	Yes	For	
							6) ELECTION OF DIRECTOR: S.A. JACKSON	Issuer	Yes	For	
							7) ELECTION OF DIRECTOR: A.N. LIVERIS	Issuer	Yes	For	
							8) ELECTION OF DIRECTOR: W.J. MCNERNEY, JR.	Issuer	Yes	For	
							9) ELECTION OF DIRECTOR: J.W. OWENS	Issuer	Yes	For	
							10) ELECTION OF DIRECTOR: V.M. ROMETTY	Issuer	Yes	For	
							11) ELECTION OF DIRECTOR: J.E. SPERO	Issuer	Yes	For	
							12) ELECTION OF DIRECTOR: S. TAUREL	Issuer	Yes	For	
							13) ELECTION OF DIRECTOR: L.H. ZAMBRANO	Issuer	Yes	For	

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

						2	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 71)	Issuer	Yes	For
						3	ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 72)	Issuer	Yes	For
						4	STOCKHOLDER PROPOSAL FOR DISCLOSURE OF LOBBYING POLICIES AND PRACTICES (PAGE 73)	Holder	Yes	Again
						5	STOCKHOLDER PROPOSAL FOR EXECUTIVES TO RETAIN SIGNIFICANT STOCK (PAGE 76)	Holder	Yes	For
						6	STOCKHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIR (PAGE 75)	Holder	Yes	Again
						7	STOCKHOLDER PROPOSAL ON THE RIGHT TO ACT BY WRITTEN CONSENT (PAGE 74)	Holder	Yes	Again
KXPRESS	AXP	025816109	4/29/2013	3/1/2013	Annual	1	Election of directors. Nominees:			
							1) C. BARSHEFSKY	Issuer	Yes	For
							2) U.M. BURNS	Issuer	Yes	For
							3) K.I. CHENAULT	Issuer	Yes	For
							4) P. CHERNIN	Issuer	Yes	For
							5) A. LAUVERGEON	Issuer	Yes	For
							6) T.J. LEONSIS	Issuer	Yes	For
							7) R.C. LEVIN	Issuer	Yes	For
							8) R.A. MCGINN	Issuer	Yes	For
							9) S.J. PALMISANO	Issuer	Yes	For
							10) S.S REINEMUND	Issuer	Yes	For
							11) D.L. VASELLA	Issuer	Yes	For
							12) R.D. WALTER	Issuer	Yes	For
							13) R.A. WILLIAMS	Issuer	Yes	For
						2	SHAREHOLDER PROPOSAL RELATING TO SEPARATION OF CHAIRMAN AND CEO ROLES.	Issuer	Yes	For
						3	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Issuer	Yes	For
						4	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2013.	Holder	Yes	Again

BRK-A	084670108	5/4/2013	3/6/2013	Annual	1	Election of directors. Nominees:			
NC.						1) WARREN E. BUFFETT	Issuer	Yes	For
						2) CHARLES T. MUNGER	Issuer	Yes	For
						3) HOWARD G. BUFFETT	Issuer	Yes	For
						4) STEPHEN B. BURKE	Issuer	Yes	For
						5) SUSAN L. DECKER	Issuer	Yes	For
						6) WILLIAM H. GATES III	Issuer	Yes	For
						7) DAVID S. GOTTESMAN	Issuer	Yes	For
						8) CHARLOTTE GUYMAN	Issuer	Yes	For
						9) DONALD R. KEOUGH	Issuer	Yes	For
						10) THOMAS S. MURPHY	Issuer	Yes	For
						11) RONALD L. OLSON	Issuer	Yes	For
						12) WALTER SCOTT, JR.	Issuer	Yes	For
						13) MERYL B. WITMER	Issuer	Yes	For
					2	SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS AND OTHER AIR EMISSIONS.	Holder	Yes	Again

BRK-B	84670702	5/4/2013	3/6/2013	Annual	1	Election of directors. Nominees:			
NC.						1) WARREN E. BUFFETT	Issuer	Yes	For
						2) CHARLES T. MUNGER	Issuer	Yes	For
						3) HOWARD G. BUFFETT	Issuer	Yes	For
						4) STEPHEN B. BURKE	Issuer	Yes	For
						5) SUSAN L. DECKER	Issuer	Yes	For
						6) WILLIAM H. GATES III	Issuer	Yes	For
						7) DAVID S. GOTTESMAN	Issuer	Yes	For
						8) CHARLOTTE GUYMAN	Issuer	Yes	For
						9) DONALD R. KEOUGH	Issuer	Yes	For
						10) THOMAS S. MURPHY	Issuer	Yes	For
						11) RONALD L. OLSON	Issuer	Yes	For
						12) WALTER SCOTT, JR.	Issuer	Yes	For
						13) MERYL B. WITMER	Issuer	Yes	For
					2	SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS AND OTHER AIR EMISSIONS.	Holder	Yes	Again

PM	718172109	5/8/2013	3/15/2013	Annual	1	Election of directors. Nominees:			
S						1) ELECTION OF DIRECTOR: HAROLD BROWN	Issuer	Yes	For
AL						2) ELECTION OF DIRECTOR: MATHIS CABIALAVETTA	Issuer	Yes	For
						3) ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS	Issuer	Yes	For

						4) ELECTION OF DIRECTOR: LOUIS C. CAMILLERI			
						5) ELECTION OF DIRECTOR: J. DUDLEY FISHBURN	Issuer	Yes	For
						6) ELECTION OF DIRECTOR: JENNIFER LI	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: GRAHAM MACKAY	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: SERGIO MARCHIONNE	Issuer	Yes	For
						9) ELECTION OF DIRECTOR: KALPANA MORPARIA	Issuer	Yes	For
						10) ELECTION OF DIRECTOR: LUCIO A. NOTO	Issuer	Yes	For
						11) ELECTION OF DIRECTOR: ROBERT B. POLET	Issuer	Yes	For
						12) ELECTION OF DIRECTOR: CARLOS SLIM HELU	Issuer	Yes	For
						13) ELECTION OF DIRECTOR: STEPHEN M. WOLF	Issuer	Yes	For
				2		RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Holder	Yes	For
				3		ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION	Holder	Yes	For
RSG	760759100	5/9/2013	3/12/2013	Annual	1	Election of directors. Nominees:			
						1) ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Issuer	Yes	For
						2) ELECTION OF DIRECTOR: WILLIAM J. FLYNN	Issuer	Yes	For
						3) ELECTION OF DIRECTOR: MICHAEL LARSON	Issuer	Yes	For
						4) ELECTION OF DIRECTOR: NOLAN LEHMANN	Issuer	Yes	For
						5) ELECTION OF DIRECTOR: W. LEE NUTTER	Issuer	Yes	For
						6) ELECTION OF DIRECTOR: RAMON A. RODRIGUEZ	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: DONALD W. SLAGER	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: ALLAN C. SORENSEN	Issuer	Yes	For
						9) ELECTION OF DIRECTOR: JOHN M. TRANI	Issuer	Yes	For
						10) ELECTION OF DIRECTOR: MICHAEL W. WICKHAM	Issuer	Yes	For
				2		ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

					NAMED EXECUTIVE OFFICERS.				
					3	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2013.	Issuer	Yes	For
					4	APPROVAL OF THE AMENDED AND RESTATED 2007 STOCK INCENTIVE PLAN.	Issuer	Yes	For
					5	STOCKHOLDER PROPOSAL REGARDING PAYMENTS UPON THE DEATH OF A SENIOR EXECUTIVE.	Issuer	Yes	For
					6	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS AND EXPENDITURES.	Holder	Yes	Again
PSX	718546104	5/8/2013	3/15/2013	Annual	1	Election of directors. Nominees: 1) ELECTION OF DIRECTOR: GREG C. GARLAND 2) ELECTION OF DIRECTOR: JOHN E. LOWE	Issuer	Yes	For
					2	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR PHILLIPS 66 FOR 2013.	Issuer	Yes	For
					3	PROPOSAL TO APPROVE ADOPTION OF THE 2013 OMNIBUS STOCK AND PERFORMANCE INCENTIVE PLAN OF PHILLIPS 66.	Issuer	Yes	Again
					4	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Issuer	Yes	For
					5	SAY WHEN ON PAY - AN ADVISORY VOTE ON THE FREQUENCY OF STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION.	Issuer	Yes	1 YR
TOT	89151E109	5/17/2013	4/9/2013	Annual	1	APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS DATED DECEMBER 31, 2012.	Issuer	Yes	For
					2	APPROVAL OF CONSOLIDATED FINANCIAL	Issuer	Yes	For

STATEMENTS DATED DECEMBER 31, 2012.					
3	ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND.	Issuer	Yes	For	
4	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE IN SHARES OF THE COMPANY.	Issuer	Yes	For	
5	RENEWAL OF THE APPOINTMENT OF MR. THIERRY DESMAREST AS A DIRECTOR.	Issuer	Yes	For	
6	RENEWAL OF THE APPOINTMENT OF MR. GUNNAR BROCK AS A DIRECTOR.	Issuer	Yes	For	
7	RENEWAL OF THE APPOINTMENT OF MR. GERARD LAMARCHE AS A DIRECTOR.	Issuer	Yes	For	
8-9	APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS: TO VOTE FOR CANDIDATE: MR. CHARLES KELLER*-ELECT FOR TO VOTE FOR CANDIDATE: MR. PHILIPPE MARCHANDISE*-ELECT AGAINST	Issuer	Yes	For	
10	DETERMINATION OF THE TOTAL AMOUNT OF DIRECTORS COMPENSATION.	Issuer	Yes	For	
11	AUTHORIZATION TO THE BOARD OF DIRECTORS TO GRANT SUBSCRIPTION OR PURCHASE OPTIONS FOR THE COMPANY'S SHARES TO CERTAIN EMPLOYEES OF THE GROUP AS WELL AS TO THE MANAGEMENT OF THE COMPANY OR OF OTHER GROUP COMPANIES, ENTAILING SHAREHOLDERS' WAIVER OF THEIR PREEMPTIVE RIGHT TO SUBSCRIBE THE SHARES ISSUED AS A RESULT OF THE EXERCISE OF SUBSCRIPTION OPTIONS.	Issuer	Yes	For	
12		Issuer	Yes	For	



							DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL UNDER THE CONDITIONS PROVIDED IN ARTICLES L. 3332-18 AND FOLLOWING THE FRENCH LABOUR CODE, WHICH ENTAILS SHAREHOLDERS' WAIVER OF THEIR PREEMPTIVE RIGHT TO SUBSCRIBE THE SHARES ISSUED DUE TO THE SUBSCRIPTION OF SHARES BY GROUP EMPLOYEES.			
						13	ESTABLISHMENT OF AN INDEPENDENT ETHICS COMMITTEE.	Holder	Yes	Again
						14	COMPONENTS OF THE COMPENSATION OF CORPORATE OFFICERS AND EMPLOYEES THAT ARE LINKED TO INDUSTRIAL SAFETY INDICATORS.	Holder	Yes	Again
						15	TOTAL'S COMMITMENT TO THE DIVERSITY LABEL.	Holder	Yes	Again
						16	EMPLOYEE REPRESENTATIVE ON THE COMPENSATION COMMITTEE.	Holder	Yes	Again
						17	EXPANSION OF INDIVIDUAL SHARE OWNERSHIP (LOYALTY DIVIDEND).	Holder	Yes	Again
						1	Election of directors. Nominees:			
							1) MARIO J. GABELLI, CFA	Issuer	Yes	For
							2) MARIO D'URSO	Issuer	Yes	For
							3) MICHAEL J. MELARKEY	Issuer	Yes	For
						1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: LINDA G. ALVARADO	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: VANCE D. COFFMAN	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: MICHAEL L. ESKEW	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: W. JAMES FARRELL	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: HERBERT L. HENKEL	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

						6) ELECTION OF DIRECTOR: MUHTAR KENT	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: EDWARD M. LIDDY	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: ROBERT S. MORRISON	Issuer	Yes	For
						9) ELECTION OF DIRECTOR: AULANA L. PETERS	Issuer	Yes	For
						10) ELECTION OF DIRECTOR: INGE G. THULIN	Issuer	Yes	For
						11) ELECTION OF DIRECTOR: ROBERT J. ULRICH	Issuer	Yes	For
				2		TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS 3M'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Issuer	Yes	For
				3		ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Issuer	Yes	For
				4		STOCKHOLDER PROPOSAL ON ACTION BY WRITTEN CONSENT.	Holder	Yes	For
				5		STOCKHOLDER PROPOSAL ON PROHIBITING POLITICAL SPENDING FROM CORPORATE TREASURY FUNDS.	Holder	Yes	Again
JP, INC.	MO	02209S103	5/16/2013	3/25/2013	Annual	1	Election of directors. Nominees:		
						1) ELECTION OF DIRECTOR: GERALD L. BALILES	Issuer	Yes	For
						2) ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	Issuer	Yes	For
						3) ELECTION OF DIRECTOR: JOHN T. CASTEEN III	Issuer	Yes	For
						4) ELECTION OF DIRECTOR: DINYAR S. DEVITRE	Issuer	Yes	For
						5) ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Issuer	Yes	For
						6) ELECTION OF DIRECTOR: THOMAS W. JONES	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: W. LEO KIELY III	Issuer	Yes	For
						9) ELECTION OF DIRECTOR: KATHRYN B. McQUADE	Issuer	Yes	For
						10) ELECTION OF DIRECTOR: GEORGE MUÑOZ	Issuer	Yes	For
						ELECTION OF DIRECTOR: NABIL Y. SAKKAB	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

					2	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Issuer	Yes	For
					3	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Issuer	Yes	For
					4	SHAREHOLDER PROPOSAL - DISCLOSURE OF LOBBYING POLICIES AND PRACTICES	Holder	Yes	Against
KSS	500255104	5/16/2013	3/13/2013	Annual	1	Election of directors. Nominees:			
						1) ELECTION OF DIRECTOR: PETER BONEPARTH	Issuer	Yes	For
						2) ELECTION OF DIRECTOR: STEVEN A. BURD	Issuer	Yes	For
						3) ELECTION OF DIRECTOR: DALE E. JONES	Issuer	Yes	For
						4) ELECTION OF DIRECTOR: KEVIN MANSELL	Issuer	Yes	For
						5) ELECTION OF DIRECTOR: JOHN E. SCHLIFSKE	Issuer	Yes	For
						6) ELECTION OF DIRECTOR: FRANK V. SICA	Issuer	Yes	For
						7) ELECTION OF DIRECTOR: PETER M. SOMMERHAUSER	Issuer	Yes	For
						8) ELECTION OF DIRECTOR: STEPHANIE A. STREETER	Issuer	Yes	For
						9) ELECTION OF DIRECTOR: NINA G. VACA	Issuer	Yes	For
						10) ELECTION OF DIRECTOR: STEPHEN E. WATSON	Issuer	Yes	For
					2	RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Issuer	Yes	For
					3	ADVISORY VOTE ON APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION.	Issuer	Yes	For
					4	SHAREHOLDER PROPOSAL: POLICY ON ANIMAL CRUELTY RELATED TO THE SALE OF PRODUCTS CONTAINING ANIMAL FUR.	Holder	Yes	Against
					5	SHAREHOLDER PROPOSAL: INDEPENDENT BOARD CHAIRMAN.	Holder	Yes	Against

CHASE & JPM	46625H100	5/21/2013	3/22/2013	Annual	1	Election of directors. Nominees:				
						1) ELECTION OF DIRECTOR: JAMES A. BELL	Issuer	Yes	For	
						2) ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Issuer	Yes	For	
						3) ELECTION OF DIRECTOR: STEPHEN B. BURKE	Issuer	Yes	For	
						4) ELECTION OF DIRECTOR: DAVID M. COTE	Issuer	Yes	For	
						5) ELECTION OF DIRECTOR: JAMES S. CROWN	Issuer	Yes	For	
						6) ELECTION OF DIRECTOR: JAMES DIMON	Issuer	Yes	For	
						7) ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Issuer	Yes	For	
						8) ELECTION OF DIRECTOR: ELLEN V. FUTTER	Issuer	Yes	For	
						9) ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	Issuer	Yes	For	
						10) ELECTION OF DIRECTOR: LEE R. RAYMOND	Issuer	Yes	For	
						11) ELECTION OF DIRECTOR: WILLIAM C. WELDON	Issuer	Yes	For	
					2	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Issuer	Yes	For	
					3	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Issuer	Yes	For	
					4	AMENDMENT TO THE FIRM'S RESTATED CERTIFICATE OF INCORPORATION TO AUTHORIZE SHAREHOLDER ACTION BY WRITTEN CONSENT	Issuer	Yes	For	
					5	REAPPROVAL OF KEY EXECUTIVE PERFORMANCE PLAN	Issuer	Yes	For	
					6	REQUIRE SEPARATION OF CHAIRMAN AND CEO	Holder	Yes	Again	
					7	ADOPT PROCEDURES TO AVOID HOLDING OR RECOMMENDING INVESTMENTS THAT CONTRIBUTE TO HUMAN RIGHTS VIOLATIONS	Holder	Yes	Again	
					8	ADOPT PROCEDURES TO AVOID HOLDING OR RECOMMENDING INVESTMENTS THAT	Holder	Yes	Again	

CONTRIBUTE TO HUMAN RIGHTS VIOLATIONS								
				9	DISCLOSE FIRM PAYMENTS USED DIRECTLY OR INDIRECTLY FOR LOBBYING, INCLUDING SPECIFIC AMOUNTS AND RECIPIENTS' NAMES	Holder	Yes	Again
CVX	166764100	5/29/2013	4/3/2013	Annual	1	Election of directors. Nominees:		
					1) ELECTION OF DIRECTOR: L.F. DEILY	Issuer	Yes	For
					2) ELECTION OF DIRECTOR: R.E. DENHAM	Issuer	Yes	For
					3) ELECTION OF DIRECTOR: A.P. GAST	Issuer	Yes	For
					4) ELECTION OF DIRECTOR: E. HERNANDEZ	Issuer	Yes	For
					5) ELECTION OF DIRECTOR: G.L. KIRKLAND	Issuer	Yes	For
					6) ELECTION OF DIRECTOR: C.W. MOORMAN	Issuer	Yes	For
					7) ELECTION OF DIRECTOR: K.W. SHARER	Issuer	Yes	For
					8) ELECTION OF DIRECTOR: J.G. STUMPF	Issuer	Yes	For
					9) ELECTION OF DIRECTOR: R.D. SUGAR	Issuer	Yes	For
					10) ELECTION OF DIRECTOR: C. WARE	Issuer	Yes	For
					11) ELECTION OF DIRECTOR: J.S. WATSON	Issuer	Yes	For
				2	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Issuer	Yes	For
				3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Issuer	Yes	For
				4	APPROVAL OF AMENDMENTS TO LONG-TERM INCENTIVE PLAN	Issuer	Yes	For
				5	SHALE ENERGY OPERATIONS	Holder	Yes	Again
				6	OFFSHORE OIL WELLS	Holder	Yes	Again
				7	CLIMATE RISK	Holder	Yes	Again
				8	LOBBYING DISCLOSURE	Holder	Yes	Again
				9	CESSATION OF USE OF CORPORATE FUNDS FOR POLITICAL PURPOSES	Holder	Yes	Again
				10	CUMULATIVE VOTING	Holder	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

					11	SPECIAL MEETINGS	Holder	Yes	For	
					12	INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Holder	Yes	Again	
					13	COUNTRY SELECTION GUIDELINES	Holder	Yes	Again	
TRANSOCEAN LTD.	RIG	H8817H100	5/17/2013	3/20/2013	Annual	1	APPROVAL OF THE 202 ANNUAL REPORT, INCLUDING THE CONSOLIDATED FINANCIAL STATEMENT OF TRANSOCEAN LTD.. FOR FISCAL YEAR 2012 AND THE STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2012	Issuer	NA	NA
						2	APPROPRIATION OF THE AVAILABLE EARNINGS FOR FISCAL YEAR 2012	Issuer	NA	NA
						3a.	APPROVAL OF THE COMPANY'S PAYMENT OF A DIVIDEND IN PRINCIPLE.	Issuer	NA	NA
						3b.				