SWISS HELVETIA FUND, INC. Form N-PX July 29, 2009

## 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 811-05128

# The Swiss Helvetia Fund, Inc.

(Exact name of registrant as specified in charter)

1270 Avenue of the Americas, Suite 400

New York, NY 10020

(Address of principal executive offices) (Zip code)

**Rudolf Millisits, CEO** 

**Hottinger Capital Corp.** 

1270 Avenue of the Americas, Suite 400

New York, NY 10020

(Name and address of agent for service)

Registrant s telephone number, including area code: 212-332-2760

Date of fiscal year end: December 31

Date of reporting period: July 1, 2008 June 30, 2009

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.

#### PROXY VOTING RECORD

### **FOR PERIOD JULY 1, 2008 TO JUNE 30, 2009**

### 7/1/08 - 6/30/09 - ORDINARY GENERAL MEETINGS

r	ISIN	HOLDINGS BANKS	Nb of Shares	Date of AGM 2009	Description of the matter voted	Proposed by the issuer (I) or the shareholder (S)	Whether the fund cast its vote on the matter	How did the Fund vote
VX	CH0024899483		1,000,000	4/15/2009	Approval of the Annual Report, Consolidated Annual Report together with the Management Board Report	I	YES	Yes to all items
					2. Appropriations of Annual Result			
					3. Elections			
					3.1 Re-elections to the Supervisory Board			
					3.1.1 Peter R. Voser			
					3.1.2 David Sidwell			
					3.1.3 Sally Bott			
					3.1.4 Rainer-Marc Frey			
					3.1.5 Bruno Gehrig			
					3.2 Elections to New Members to the Supervisory Board			
					3.2.1 Kaspar Villiger			
					3.2.2 Michel DeMare			
					3.2.3 Ann F. Godbehere			
					3.2.4 Axel P. Lehmann			
					3.3 Confirmation of Auditor- Ernst and Young AG, Basil			
					3.4 Confirmation of Special Auditor- BDO Visura, Zurich			

Whether the fund

cast its

vote for

or

against

board

For the

board

Date

Proxy

Was

Received

Date

Proxy

Was Sent

In

4/8/2009 4/8/2009 N

- 4. Creation of Conditional Capital. Approval of the Article 4a.5 of the Articles of Association
- 5. Creation of Approved Capital. Approval of the Article 4b.2 of the Articles of Association

#### BIOTECHNOLOGY

- 1. Approval of the Annual Report with Financial Report, Annual Accounts and Consolidated Accounts as per 12/31/08
- 2. Disposal of Annual Reports as per 12/31/08
- 3. Resolution on the discharge the Executive Board and Supervisory Board
- 4. Elections to the Board of Directors and Supervisory Board
- 5. Elections to the Auditor

6. Share capital for use in

connection with strategic aid Yes and/or financial business For the to all 124,655 4/24/2009 opportunities YES items board 4/8/2009 4/8/2009 N 488,370 4/16/2009 1. Approval of the Annual I YES Yes For the 3/25/2009 3/25/2009 N Report, the Annual Financial to all board items

SW CH0029850754 ADDEX PHARMACEUTICALS, LTD.

VX CH0010532478 ACTELION LTD.

- Statements, and the Consolidated Financial Statements for the year 2008
- 2. Appropriation of the results
- 3. Discharge to the members of the Board of Directors and the **Executive Management**
- 4. Elections to the Board of Directors
- 4.1. Re-elections to the Board of Directors
- 4.2. Election to the Board of Directors
- 5. Election of the Auditors and the Group Auditors
- 6. Amendments to the Articles of Association
- 6.1 Renewal and increase of the Authorized Share Capital (Article 3a of the Articles of Association)

6.2 Increase of the Conditional Share Capital (Article 3b of the Articles of Association)

6.3 References to Group Auditors (Article 7 lit. c, 8 (item 2), 19 para. 2 (item 10), 20 para. 1 and 2, 21 and 22 of the Articles of Association)

- 1. Approval of Consolidated Annual Report, Presentation of the Auditor s Report
- 2. Approval of the Annual Report, Presentation of the Auditor s Report
- 3. Appropriation of Profit
- 4. Discharge of the members of the Supervisory Board and Executive Board of Directors
- 5. Appointments to the Auditor

6. Elections to the Supervisory Board (Dr. Peter Grogg, Gottlieb Knoch, Dr. Thomas Burckhardt, Prof. Dr. Hans Hengartner, Dr, 10,000 4/22/2009 Juergen Brokatzky-Geiger)

YES

Yes

to all

For the board

4/14/2009 4/14/2009 N

**BACHEM HOLDING** 

SW CH0012530207 AG

1. Approval of the annual report, financial statements, and consolidated financial statements of Basilea Pharmaceutica Ltd. for the business year 2008

- 2. Appropriation of the results
- 2a. Carry forward of the accumulated loss of CHF 240,942.
- 2b. Release from reserves for the purpose of offsetting accumulated loss with reserves. Release from legal reserve to free reserve in the amount of CHF 321,730,215 as well as offsetting the free reserve with the accumulated loss in the amount of CHF 240,942
- 3. Release of the members of the Board of Directors and of Management
- 4. Election to the Board of Directors

4a. Re-election of Prof. Daniel Lew (for a term of 3 years)

Yes

YES

I

to all For the items board

4/8/2009 4/8/2009 N

**BASILEA** SW CH0011432447 PHARMACEUTICA

4b. Election of Mr. Hans-Beat 271,860 4/29/2009 Gurtler (for a term of 3 years)

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					1. Approval of the Annual Report, Annual Accounts and Consolidated Annual Accounts 2008: notification of the report of the Auditors and Group Auditors Report						
					2. Allocation of result						
					3. Discharge of the Board						
					4. Election of Juerg Ambuehl as member of the Board						
					5. Re-election of members of the Board:						
					5a. Mr. Micheal Lytton						
					5b. Mr. Hans Peter Hasler						
					5c. Mr. Timothy Rink						
SW	CH0027148649	SANTHERA PHARMACEUTICAL HOLDING AG	10,000	4/27/2009	6. Re-election of Ernst and Young as Auditor and Group Auditor	I	YES	Yes to all items	For the board	4/8/2009	4/8/2009 N
		CHEMICALS			1. Consolidated Financial Statements of Lonza Group for 2008, Report of the Auditors						
					2. Annual Activity Report and Financial Statements of Lonza Group Ltd for 2008, Report of the Statutory Auditors						
					3. Appropriation of Available Earnings						
					4. Ratification of the Acts of the Members of the Board of Directors						
					5. Amendments of the Articles of Association (Revision and addition to Article 4)						
					6. Election to the board of Directors (Re-elections of Dame Julia Higgins, Patrick Aebischer, Gerhard Mayr, Rolf Soiron, Sir Richard Sykes, Peter Wilden and election of Frits van Dijk)						
I VX	CH0013841017	LONZA	10,191	4/8/2009	7. Election of the Statutory Auditors (also to act as Group Auditors)	I	YES	Yes to all items	For the board	3/25/2009	3/25/2009 N
SW	CH0021190902	ACINO HOLDING AG	46,577	4/3/2009	Approval of financial statements and the report from the Supervisory Board	I	YES	Yes to all items	For the board	3/13/2009	3/13/2009 N

2. Distribution of dividends

- 3. Resolution on the discharge of the members of the Executive Board and the Supervisory Board
- 4. Election of Auditor
- 5. Re-election of the Supervisory Board

FOOD AND BEVERAGES

LINDT & SPRUNGLI

SW

CH0010570759 AG

VX CH0012056047 NESTLE SA

- 1. Approval of the Annual Report, the Financial Statements of Chocoladefabriken Lindt & Sprungli AG and the Group Consolidated Financial Statements for the year 2008
- 2. Discharge of the Board of Directors
- 3. Distribution of net earnings
- 4. Elections
- 4.1 Elections to the Board of Directors: Re-election of Dr. Franz-Peter Oesch and election of Elisabeth Gurtler
- 4.2 Election of Auditor: Retention of

PrincewaterhouseCoopers AG
135 4/16/2009 for a further year

to all For the YES items board

Yes

1. 2008 Management Report

- 1.1 2008 Annual Report, Financial Statements of Nestle SA and Consolidated Financial Statements of the Nestle Group: Reports of the Statutory Auditors
- 1.2 Advisory vote on the 2008 Compensation Report
- 2. Release of the Board of Directors and the Management
- 3. Appropriation of profits resulting from the balance sheet of Nestle SA
- 4. Elections
- 4.1 Re-elections to the Board of Directors (Daniel Borel, Carolina Mueller-Moehl)
- 4.2 Election of the Statutory Auditors

rs Yes to all For the

I

2,127,000 4/23/2009 5. Capital Reduction I YES items board 4/8/2009 N

7

4/14/2009 4/14/2009 N

		FINANCIAL SERVICES										
					Approval annual report 2008 2. Use and allocation of earnings     Management compensation report							
					4. Share buyback and capital reduction							
					5. Discharge of the board of directors and executive board							
					6. Election to the board of directors (Urs Wietlisbach and Dr. Wolfgang Zurcher to be re-elected and Dr. Peter Wuffli to be elected)							
					7. Election of the group and statutory auditors			Yes to all items	For the board			
PGHN SW	CH0024608827	PARTNERS GROUP	22,800	4/30/2009	8. Miscellaneous	I	YES		except item 8	4/27/2009	4/27/2009	N
		CONSTRUCTION & MATERIALS										
					Accept Financial     Statements and     Statutory Reports							
					2. Approve discharge of Board and Senior Management							
					3. Approve allocation of income and omission of dividends							
					4. Approve creation of CHF 26.4 million pool of capital with preemptive rights for purpose of stock dividend							
					5.1.1 Elect Adrian Loader as Director							
HOLN SW	CH0012214059	HOLCIM	70,000	5/7/2009	5.1.2 Elect Thomas Schmidheiny as Director	I	YES	Yes to all items	For the board	4/22/2009	4/22/2009	N/.
BEAN SW	CH0001503199	BELIMO HOLDING AG	1,141	4/27/2009	1. Presentation of the Approved Financial Statement and Business Report for the company and the group. Acceptance of the Auditor s Report	I	YES	Yes to all items	For the board	4/8/2009	4/8/2009	N/A

- 2. Resolution on the distribution of profit
- 3. Resolution on the discharge of the members of the Supervisory Board
- 4. Elections for the Supervisory Board (Werner Buck, Martin Hess, Walter Linsi, Dr. Robert Straub, Prof. Dr. Peter Wehrli)
- 5. Election of the Auditing Agency

#### INDUSTRIAL GOODS & SERVICES

SW

- 1. Approval of the Annual Report, of the Annual Account of the Inficon Holding AG and the consolidated Annual Accounts of the Inficon Group for the financial year 2008
- 2. Discharge of the Members of the Supervisory Board
- 3. Allocation of result
- 4. Statutory amendments
- 4.1 Amendment of Article 8.4
- 4.2 Introducing of the office period of 1 year for members of the board
- 4.3 Cancellation of the details on the Group Auditor
- 5. Re-election to the Supervisory Board
- 5.1 Re-election of Mr. Richard Fischer
- 5.2 Re-election of Mr. Mario Fontana
- 5.3 Re-election of Mr. Paul Otth

Yes to **IFCN** 6. Re-election of all For the CH0011029946 INFICON HOLDING AG 6,440 5/5/2009 Auditor YES items board 4/15/2009 4/15/2009 N/A

- 1. Approval of the Annual Report 2008
- 2. Appropriation of Retained Earnings
- 3. Granting of discharge to the members of the Board of Directors
- 4. Re-election of the Board of Directors (Mr. Jakob Baer, Mr. Rolf Doerig, Mr. Andreas Jacobs, Mr. Francis Mer, Mr. Thomas O Neill, Mr. David Prince, Ms. Wanda Rapaczynski, and Ms. Judith A. Sprieser)
- 5. Re-election of the Auditors
- 6. Adaptation of the Articles of Incorporation to Statutory Revisions

4e. Re-elect Thomas Staehelin as Director

5. Ratify KPMG as Auditors

					Statutory Revisions							
ADEN VX	CH0012138605	ADECCO	63,649	5/13/2009	7. Approval of a Share Buyback Program	I	YES	Yes to all items	For the board	4/22/2009	4/22/2009	N/A
KNIN SW	CH0025238863	KUEHNE AND NAGEL	50,744	5/13/2009	Accept Financial     Statements and     Statutory Reports	I	YES	Yes to all items	For the board	4/27/2009	4/27/2009	N/A
					2. Approve allocation of income and dividends of CHF 2.30 per share							
					3. Approve discharge of Board and Senior Management							
					4a. Elect Hans-Joerg Hager as Director							
					4b. Re-elect Joachim Hausser as Director							
					4c. Re-elect Klaus-Michael Kuehne as Director							
					4d. Re-elect Georg Obermeier as Director							

6a. Amend Articles RE: Elimination of Share Certificates

6b. Amend Articles RE: Reduction of Board terms to one year

6c. Amend Articles RE: Group Auditors

6d. Amend Article RE: Quorom Requirement for AGM resolution on dissolution of the company

#### PHARMACEUTICALS

NOVN CH0012005267 NOVARTIS AG VX

891,300 2/24/2009 1. Approval of the Annual Report, the Financial Statements of Novartis Ag and the Group Consolidated Financial Statements for the business year 2008

- YES Yes to For the 2/9/2009 2/9/2009 N/A I (except all board 5.1) items except for item 5.1
- 2. Discharge from liability of the members of the Board of Directors and the **Executive Committee**
- 3. Appropriation of the Available Earnings of Novartis AG as per balance sheet and declaration of dividend
- 4. Reduction of Share Capital
- 5. Amendments to the Articles of Incorporation
- 5.1 The Board of Directors proposes the rejection of the following request from Ethos and eight other shareholders to amend the Articles of Incorporation (Article 18, para. 2 and Article 25, para. 3 to be added)
- 5.2 Purpose (Article 2, para. 3 to be added)
- 5.3 Auditors (Article 18 and Article 25 to be

revised)

- 6. Election to the Board of Directors
- 6.1 Retirement (Prof. Peter Burckhardt MD and Prof. William W. George)
- 6.2 Re-elections (Prof. Srikant M. Datar Ph.D., Andreas von Planta Ph.D., Dr.-Ing. Wendelin Wiedeking and Prof. Rolf M. Zinkernagel MD to 3 year terms)
- 6.3 Election of a new member (Prof. William Brody MD
- 7. Appointment of the Auditor

RETAIL

- Accept Financial Statements and Statutory Reports
- 2. Approve Remuneration Report
- 3. Approve discharge of Board and Senior Management
- 4. Approve allocation of income and dividends of CHF 7.00 per share
- 5.1.1 Reelect Stefano Pessina as Director
- 5.1.2 Reelect Paul Fasel as Director
- 5.1.3 Relect Daniella Bosshardt-Hengartner as Director

and the Auditors Report

GALN SW	CH0015536466	GALENICA AG TECHNOLOGY	17,550	5/14/2009	5.2 Ratify Ernstyoung AG as Auditors	I Y		Yes to all items	For the board	4/22/2009	4/22/2009	N/A
TEMN VX	CH0012453913	TEMENOS GROUP AG	1,264,000		1. 2008 Annual Report, 2008 Annual Financial Statements, 2008 Consolidated Financial Statements	I Y	YES	Yes to all items	For the board	5/18/2009	5/18/2009	N/A

- 2. Allocation of the balance sheet result
- 3. Discharge of members of the Board of Directors and Temenos Senior Management
- 4. Amendments of the Articles of Association
- 5. Elections of members of the Board of Directors
- 5.1 Re-election of Mr. Paul Selway-Swift (for a 3 year term)
- 5.1 Re-election of Mr. Mark Austen (for a 3 year term)
- 5.1 Re-election of Mr. Lewis Polk Rutherford (for a 3 year term)

UTILITY SUPPLIERS

- 1. Annual Report, Annual Accounts and Consolidated Annual Accounts 2008: Report of the Auditors
- 2. Allocation of Result
- 3. Statutory Amendments
- 4. Discharge to the Supervisory Board
- 5. Election to the Supervisory Board -Mr. Hartmut Geldmacher

BKWN SW CH0021607004 BKW FMB ENERGIE AG CKWN CH0020603475 CENTRAL. KRAFTWERKE AG SW

- 30,000 4/30/2009 6. Election of Auditors
- 16,095 1/30/2009 1. Annual Report, Financial statement and consolidated financial statements 2007/2008. Auditors report and group auditors report.
  - 2. Discharge of the Board of Directors
  - 3. Allocation of profit/loss

all For the YES items board 4/8/2009 4/8/2009 N/A
YES Yes to For the 1/9/2009 1/9/2009 N/A all board items

Yes to

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4. Appointment of auditor

					1. Annual Report, Financial statement and consolidated financial statements 2007/2008. Auditors report and group auditors report.							
					2. Discharge of the Board of Directors							
					3. Allocation of profit/loss							
EGL SW	CH0003288229	EGL AG	1,500	1/30/2009	4. Appointment of auditor	I	YES	Yes to all items	For the board	1/13/2009	1/13/2009	N/A
					1. Atel Group Consolidated Financial Statements 2008							
					2. Annual Report and Financial Statements 2008 of the Atel Holding AG							
					3. Resolution on the discharges of the members of the Board of Directors							
					4. Appropriation/Disposal of retained earnings							
ALPH SW	CH0034389707	ALPIQ	35,023	4/23/2009	5. Election of Auditors and Board of Directors	I	YES	Yes to all items	For the board	4/8/2009	4/8/2009	N/A
					1. Annual Report, Financial statement and consolidated financial statements 2008. Auditors report and group auditors report.							
					2. Allocation of profit/loss							
					3. Discharge of the Board of directors							
					4. Amendments of articles							
REP SW	CH0016405836	RAETIA ENERGIE AG	5,000	5/12/2209	5. Election of President of Board of Directors and Auditors	I	YES	Yes to all items	For the board	4/27/2009	4/27/2009	N/A
HREN SW	CH0025607331	ROMANDE ENERGIE	3,110	5/15/2009	Accept Financial     Statements and     Statutory Reports	I	YES	Yes to all items	For the board	4/27/2009	4/27/009	N/A
					2. Approve discharge of Board and Senior Management							

3. Approve allocation of income and dividends of CHF 22 per share

4a. Re-elect Wolfgang Martz, Christian Budry, Bernard Grobety and Jean-Jacques Miauton as Directors and elect one new Director

4b. Ratify Ernst Young SA as Auditors

5. Transact other business (non-voting)

## 7/1/08 - 6/30/09 - EXTRAORDINARY MEETINGS

R

						Proposed						Re
						by the	Whether		Whether the fund			for vo / H
						issuer (I)	the fund cast its	did	cast its		Date	t fu
r	ISIN	HOLDINGS FINANCIAL SERVICES	Nb of Shares	Date of EGM 2009	Description of the matter voted	or the shareholder (S)	vote on the matter	the Fund vote		Proxy Was Received	Proxy Was Sent In	wo t ha
		Thundain desired			1. Conversion of legal reserves into free reserves							
					2. Changes of corporate purpose (amendment of Article 2.1 the Articles of Incorporation							
					3. Separation of Private Banking and Asset Management businesses							
					3.1 Distribution of a special dividend							
					3.2 Change of name (amendment of Article 1.1 of the Articles of Incorporation)							
					3.3 New Elections to the Board of Directors							
					3.3.1 Election of Mr. Johannes A. de Gier to the Board of Directors (for a term of two years)							
					3.3.2 Election of Mr. Hugh Scott-Barrett to the Board of Directors (for a term of two years)							
					3.3.3 Election of Mr. Dieter A. Enkelmann to the Board of Directors (for a term of two years)							
₹VX	CH0029758650	JULIUS BAER UTILITY SUPPLIERS	60,000	6/30/2009	4. Termination of the Share Buyback Programme 2008-2010 resolved in the year 2009	I	YES	Yes to all items		6/9/2009	6/9/2009	N/.
1 SW	CH0034389707	ATEL HOLDING AG	35,023	1/27/2009	1. Amendment of Article 1 of the statutes (Aim of the company)	I	YES	Yes to all items		1/13/2009	1/13/2009	N/A
					2. Transfer of the Head Office of the company and amendment of Article 1 of the Articles of Association			10	00m _			

- 3. Capital decrease
- 4. Election to the Supervisory Board

#### **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) The Swiss Helvetia Fund, Inc.

By (Signature and Title)\* /s/ Rudolf Millisits

Rudolf Millisits, Chief Executive Officer

Date July 29, 2009

<sup>\*</sup> Print the name and title of each signing officer under his or her signature.