

SOURCE CAPITAL INC /DE/
Form N-PX
August 18, 2017

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 **811-1731**

Source Capital, Inc.

(Exact name of registrant as specified in charter)

11601 Wilshire Blvd.,

Ste. 1200, Los Angeles, CA 90025

(Address of principal executive offices) (Zip code)

J. Richard Atwood, President

Source Capital, Inc.

11601 Wilshire Blvd., Ste. 1200,

Los Angeles, CA 90025

(Name and address of agent for service)

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

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

Date of reporting period: **7/1/16 to 6/30/17**

Item 1. Proxy Voting Record.

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

ALCOA CORPORATION

Ticker: AA Security ID: 013872106

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Michael G. Morris | For | For | Management |
| 1.2 | Elect Director Mary Anne Citrino | For | For | Management |
| 1.3 | Elect Director Timothy P. Flynn | For | For | Management |
| 1.4 | Elect Director Kathryn S. Fuller | For | For | Management |
| 1.5 | Elect Director Roy C. Harvey | For | For | Management |
| 1.6 | Elect Director James A. Hughes | For | For | Management |
| 1.7 | Elect Director James E. Nevels | For | For | Management |
| 1.8 | Elect Director James W. Owens | For | For | Management |
| 1.9 | Elect Director Carol L. Roberts | For | For | Management |
| 1.10 | Elect Director Suzanne Sitherwood | For | For | Management |
| 1.11 | Elect Director Steven W. Williams | For | For | Management |
| 1.12 | Elect Director Ernesto Zedillo | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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| | | | | |
|---|--------------------------------------|-----|-----|------------|
| 5 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 6 | Amend Omnibus Stock Plan | For | For | Management |

ALCOA INC.

Ticker: AA Security ID: 013817101

Meeting Date: OCT 05, 2016 Meeting Type: Special

Record Date: AUG 03, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------|---------|-----------|------------|
| 1 | Approve Reverse Stock Split | For | For | Management |
| 2 | Amend Articles | For | For | Management |

ALPHABET INC.

Ticker: GOOGL Security ID: 02079K305

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: APR 19, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------|---------|-----------|------------|
| 1.1 | Elect Director Larry Page | For | For | Management |
| 1.2 | Elect Director Sergey Brin | For | For | Management |

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|------|---|----------------|-------------|-------------|
| 1.3 | Elect Director Eric E. Schmidt | For | For | Management |
| 1.4 | Elect Director L. John Doerr | For | For | Management |
| 1.5 | Elect Director Roger W. Ferguson, Jr. | For | For | Management |
| 1.6 | Elect Director Diane B. Greene | For | For | Management |
| 1.7 | Elect Director John L. Hennessy | For | For | Management |
| 1.8 | Elect Director Ann Mather | For | For | Management |
| 1.9 | Elect Director Alan R. Mulally | For | For | Management |
| 1.10 | Elect Director Paul S. Otellini | For | For | Management |
| 1.11 | Elect Director K. Ram Shriram | For | For | Management |
| 1.12 | Elect Director Shirley M. Tilghman | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 6 | Approve Recapitalization Plan for all Stock to Have One-vote per Share | Against | Against | Shareholder |
| 7 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |
| 8 | Report on Political Contributions | Against | Against | Shareholder |
| 9 | Report on Gender Pay Gap | Against | Against | Shareholder |
| 10 | Report on Charitable Contributions | Against | Against | Shareholder |
| 11 | Adopt Holy Land Principles | Against | Against | Shareholder |
| 12 | Report on Fake News | Against | Against | Shareholder |

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AMERICAN EXPRESS COMPANY

Ticker: AXP Security ID: 025816109

Meeting Date: MAY 01, 2017 Meeting Type: Annual

Record Date: MAR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Charlene Barshefsky | For | Against | Management |
| 1b | Elect Director John J. Brennan | For | Against | Management |
| 1c | Elect Director Ursula M. Burns | For | Against | Management |
| 1d | Elect Director Kenneth I. Chenault | For | Against | Management |
| 1e | Elect Director Peter Chernin | For | Against | Management |
| 1f | Elect Director Ralph de la Vega | For | Against | Management |
| 1g | Elect Director Anne L. Lauvergeon | For | Against | Management |
| 1h | Elect Director Michael O. Leavitt | For | Against | Management |
| 1i | Elect Director Theodore J. Leonsis | For | Against | Management |
| 1j | Elect Director Richard C. Levin | For | Against | Management |
| 1k | Elect Director Samuel J. Palmisano | For | Against | Management |
| 1l | Elect Director Daniel L. Vasella | For | Against | Management |
| 1m | Elect Director Robert D. Walter | For | Against | Management |
| 1n | Elect Director Ronald A. Williams | For | Against | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | Against | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Provide Right to Act by Written Consent | Against | Against | Shareholder |
| 6 | Report on Gender Pay Gap | Against | Against | Shareholder |

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AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874784

Meeting Date: JUN 28, 2017 Meeting Type: Annual

Record Date: MAY 08, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Director W. Don Cornwell | For | For | Management |
| 1b | Elect Director Brian Duperreault | For | For | Management |
| 1c | Elect Director Peter R. Fisher | For | For | Management |
| 1d | Elect Director John H. Fitzpatrick | For | For | Management |
| 1e | Elect Director William G. Jurgensen | For | For | Management |
| 1f | Elect Director Christopher S. Lynch | For | For | Management |
| 1g | Elect Director Samuel J. Merksamer | For | For | Management |
| 1h | Elect Director Henry S. Miller | For | For | Management |
| 1i | Elect Director Linda A. Mills | For | For | Management |
| 1j | Elect Director Suzanne Nora Johnson | For | For | Management |
| 1k | Elect Director Ronald A. Rittenmeyer | For | For | Management |
| 1l | Elect Director Douglas M. Steenland | For | For | Management |
| 1m | Elect Director Theresa M. Stone | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Amend Securities Transfer Restrictions | For | For | Management |
| 4 | Ratify NOL Rights Plan (NOL Pill) | For | For | Management |

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5 Ratify PricewaterhouseCoopers LLP as For For Management
Auditors

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Ray Stata | For | For | Management |
| 1b | Elect Director Vincent Roche | For | For | Management |
| 1c | Elect Director James A. Champy | For | For | Management |
| 1d | Elect Director Bruce R. Evans | For | For | Management |
| 1e | Elect Director Edward H. Frank | For | For | Management |
| 1f | Elect Director Mark M. Little | For | For | Management |
| 1g | Elect Director Neil Novich | For | For | Management |
| 1h | Elect Director Kenton J. Sicchitano | For | For | Management |
| 1i | Elect Director Lisa T. Su | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 23, 2017 Meeting Type: Annual

Record Date: APR 25, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Lester B. Knight | For | For | Management |
| 1.2 | Elect Director Gregory C. Case | For | For | Management |
| 1.3 | Elect Director Jin-Yong Cai | For | For | Management |
| 1.4 | Elect Director Fulvio Conti | For | For | Management |
| 1.5 | Elect Director Cheryl A. Francis | For | For | Management |
| 1.6 | Elect Director J. Michael Losh | For | For | Management |
| 1.7 | Elect Director Robert S. Morrison | For | For | Management |
| 1.8 | Elect Director Richard B. Myers | For | For | Management |
| 1.9 | Elect Director Richard C. Notebaert | For | For | Management |
| 1.10 | Elect Director Gloria Santona | For | For | Management |
| 1.11 | Elect Director Carolyn Y. Woo | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Approve Remuneration Policy | For | For | Management |
| 5 | Advisory Vote to Ratify Directors' Remuneration Report | For | For | Management |
| 6 | Accept Financial Statements and Statutory Reports | For | For | Management |

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|----|---|-----|-----|------------|
| 7 | Ratify Ernst & Young LLP as Aon's Auditors | For | For | Management |
| 8 | Ratify Ernst & Young LLP as Aon's U.K. Statutory Auditor | For | For | Management |
| 9 | Authorize Board to Fix Remuneration of Auditors | For | For | Management |
| 10 | Authorise Shares for Market Purchase | For | For | Management |
| 11 | Issue of Equity or Equity-Linked Securities with Pre-emptive Rights | For | For | Management |
| 12 | Issue of Equity or Equity-Linked Securities without Pre-emptive Rights | For | For | Management |
| 13 | Approve Political Donations | For | For | Management |

ARCONIC INC.

Ticker: ARNC Security ID: 03965L100

Meeting Date: MAY 25, 2017 Meeting Type: Proxy Contest

Record Date: MAR 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|--------------|------------|
| | Management Proxy (White Proxy Card) | None | | |
| 1.1 | Elect Director Amy E. Alving | For | Did Not Vote | Management |
| 1.2 | Elect Director David P. Hess | For | Did Not Vote | Management |
| 1.3 | Elect Director James 'Jim' F. Albaugh | For | Did Not Vote | Management |
| 1.4 | Elect Director Ulrich "Rick" Schmidt | For | Did Not Vote | Management |

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|-----|---|----------|--------------|-------------|
| 1.5 | Elect Director Janet C. Wolfenbarger | For | Did Not Vote | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | Did Not Vote | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Did Not Vote | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | Did Not Vote | Management |
| 5 | Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Anti-Greenmail | For | Did Not Vote | Management |
| 6 | Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Removal of Directors | For | Did Not Vote | Management |
| 7 | Eliminate Supermajority Vote Requirement for Removal of Directors | For | Did Not Vote | Management |
| 8 | Declassify the Board of Directors | For | Did Not Vote | Management |
| 9 | Eliminate Supermajority Vote Requirement | For | Did Not Vote | Shareholder |
| # | Proposal | Diss Rec | Vote Cast | Sponsor |
| | Dissident Proxy (Blue Proxy Card) | None | | |
| 1.1 | Elect Director Christopher L. Ayers | For | For | Shareholder |
| 1.2 | Elect Director Elmer L. Doty | For | For | Shareholder |
| 1.3 | Elect Director Bernd F. Kessler | For | For | Shareholder |
| 1.4 | Elect Director Patrice E. Merrin | For | For | Shareholder |
| 1.5 | Elect Director Ulrich "Rick" Schmidt | For | For | Shareholder |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

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|---|--|----------|----------|-------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | None | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Anti-Greenmail | For | For | Management |
| 6 | Eliminate Supermajority Vote Requirement for Amendments to the Articles of Incorporation Regarding Removal of Directors | For | For | Management |
| 7 | Eliminate Supermajority Vote Requirement for Removal of Directors | For | For | Management |
| 8 | Declassify the Board of Directors | For | For | Management |
| 9 | Eliminate Supermajority Vote Requirement | For | For | Shareholder |

BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 02, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------|---------|-----------|------------|
| 1a | Elect Director Sharon L. Allen | For | For | Management |

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| | | | | |
|----|---|----------|----------|-------------|
| 1b | Elect Director Susan S. Bies | For | For | Management |
| 1c | Elect Director Jack O. Bovender, Jr. | For | For | Management |
| 1d | Elect Director Frank P. Bramble, Sr. | For | For | Management |
| 1e | Elect Director Pierre J.P. de Weck | For | For | Management |
| 1f | Elect Director Arnold W. Donald | For | For | Management |
| 1g | Elect Director Linda P. Hudson | For | For | Management |
| 1h | Elect Director Monica C. Lozano | For | For | Management |
| 1i | Elect Director Thomas J. May | For | For | Management |
| 1j | Elect Director Brian T. Moynihan | For | For | Management |
| 1k | Elect Director Lionel L. Nowell, III | For | For | Management |
| 1l | Elect Director Michael D. White | For | For | Management |
| 1m | Elect Director Thomas D. Woods | For | For | Management |
| 1n | Elect Director R. David Yost | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 5 | Amend the General Clawback Policy | Against | Against | Shareholder |
| 6 | Non-core banking operations | Against | Against | Shareholder |
| 7 | Require Independent Board Chairman | Against | Against | Shareholder |
| 8 | Report on Gender Pay Gap | Against | Against | Shareholder |

CISCO SYSTEMS, INC.

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Ticker: CSCO Security ID: 17275R102

Meeting Date: DEC 12, 2016 Meeting Type: Annual

Record Date: OCT 14, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Carol A. Bartz | For | For | Management |
| 1b | Elect Director M. Michele Burns | For | For | Management |
| 1c | Elect Director Michael D. Capellas | For | For | Management |
| 1d | Elect Director John T. Chambers | For | For | Management |
| 1e | Elect Director Amy L. Chang | For | For | Management |
| 1f | Elect Director John L. Hennessy | For | For | Management |
| 1g | Elect Director Kristina M. Johnson | For | For | Management |
| 1h | Elect Director Roderick C. McGeary | For | For | Management |
| 1i | Elect Director Charles H. Robbins | For | For | Management |
| 1j | Elect Director Arun Sarin | For | For | Management |
| 1k | Elect Director Steven M. West | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 4 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |
| 5 | Report on Arab and non-Arab Employees using EEO-1 Categories | Against | Against | Shareholder |
| 6 | Establish Board Committee on Operations in Israeli Settlements | Against | Against | Shareholder |

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Michael L. Corbat | For | Against | Management |
| 1b | Elect Director Ellen M. Costello | For | Against | Management |
| 1c | Elect Director Duncan P. Hennes | For | Against | Management |
| 1d | Elect Director Peter B. Henry | For | Against | Management |
| 1e | Elect Director Franz B. Humer | For | Against | Management |
| 1f | Elect Director Renee J. James | For | Against | Management |
| 1g | Elect Director Eugene M. McQuade | For | Against | Management |
| 1h | Elect Director Michael E. O'Neill | For | Against | Management |
| 1i | Elect Director Gary M. Reiner | For | Against | Management |
| 1j | Elect Director Anthony M. Santomero | For | Against | Management |
| 1k | Elect Director Diana L. Taylor | For | Against | Management |
| 1l | Elect Director William S. Thompson, Jr. | For | Against | Management |
| 1m | Elect Director James S. Turley | For | Against | Management |
| 1n | Elect Director Deborah C. Wright | For | Against | Management |
| 1o | Elect Director Ernesto Zedillo Ponce de Leon | For | Against | Management |
| 2 | Ratify KPMG LLP as Auditors | For | Against | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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|---|--|---------|---------|-------------|
| 5 | Demonstrate No Gender Pay Gap | Against | Against | Shareholder |
| 6 | Appoint a Stockholder Value Committee | Against | Against | Shareholder |
| 7 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |
| 8 | Claw-back of Payments under Restatements | Against | Against | Shareholder |
| 9 | Limit/Prohibit Accelerated Vesting of Awards | Against | Against | Shareholder |

GAZPROM PJSC

Ticker: GAZP Security ID: 368287207

Meeting Date: JUN 30, 2017 Meeting Type: Annual

Record Date: JUN 05, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Annual Report | For | For | Management |
| 2 | Approve Financial Statements | For | For | Management |
| 3 | Approve Allocation of Income | For | For | Management |
| 4 | Approve Dividends of RUB 8.0397 Per Share | For | For | Management |
| 5 | Ratify FBK as Auditor | For | For | Management |
| 6 | Approve Remuneration of Directors | For | Against | Management |
| 7 | Approve Remuneration of Members of Audit Commission | For | For | Management |
| 8 | Amend Charter | For | For | Management |

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|-------|---|------|---------|------------|
| 9 | Amend Regulations on Board of Directors | For | For | Management |
| 10 | Amend Regulations on Management | For | For | Management |
| 11 | Amend Regulations on CEO | For | For | Management |
| 12 | Approve New Edition of Company's Corporate Governance Code | For | For | Management |
| 13 | Approve Company's Membership in Global Gas Center | For | For | Management |
| 14.1 | Elect Andrey Akimov as Director | None | Against | Management |
| 14.2 | Elect Viktor Zubkov as Director | None | Against | Management |
| 14.3 | Elect Timur Kulibaev as Director | None | Against | Management |
| 14.4 | Elect Denis Manturov as Director | None | Against | Management |
| 14.5 | Elect Vitaliy Markelov as Director | None | Against | Management |
| 14.6 | Elect Viktor Martynov as Director | None | Against | Management |
| 14.7 | Elect Vladimir Mau as Director | None | Against | Management |
| 14.8 | Elect Aleksey Miller as Director | None | Against | Management |
| 14.9 | Elect Aleksandr Novak as Director | None | Against | Management |
| 14.10 | Elect Dmitry Patrushev as Director | None | Against | Management |
| 14.11 | Elect Mikhail Sereda as Director | None | Against | Management |
| 15.1 | Elect Vladimir Alisov as Member of Audit Commission | For | Against | Management |
| 15.2 | Elect Vadim Bikulov as Member of Audit Commission | For | For | Management |
| 15.3 | Elect Aleksandr Gladkov as Member of Audit Commission | For | For | Management |
| 15.4 | Elect Aleksandr Ivannikov as Member of Audit Commission | For | Against | Management |
| 15.5 | Elect Margarita Mironova as Member of Audit Commission | For | For | Management |

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|-------|--|-----|-------------------------|
| 15.6 | Elect Lidiya Morozova as Member of Audit Commission | For | Did Not Vote Management |
| 15.7 | Elect Yury Nosov as Member of Audit Commission | For | For Management |
| 15.8 | Elect Karen Oganyan as Member of Audit Commission | For | For Management |
| 15.9 | Elect Dmitry Pashkovsky as Member of Audit Commission | For | Did Not Vote Management |
| 15.10 | Elect Alexandra Petrova as Member of Audit Commission | For | Did Not Vote Management |
| 15.11 | Elect Sergey Platonov as Member of Audit Commission | For | For Management |
| 15.12 | Elect Mikhail Rosseev as Member of Audit Commission | For | Did Not Vote Management |
| 15.13 | Elect Oksana Tarasenko as Member of Audit Commission | For | Did Not Vote Management |
| 15.14 | Elect Tatyana Fisenko as Member of Audit Commission | For | For Management |

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director Sebastien M. Bazin | For | For | Management |
| 2 | Elect Director W. Geoffrey Beattie | For | For | Management |
| 3 | Elect Director John J. Brennan | For | For | Management |
| 4 | Elect Director Francisco D'Souza | For | For | Management |
| 5 | Elect Director Marijn E. Dekkers | For | For | Management |
| 6 | Elect Director Peter B. Henry | For | For | Management |
| 7 | Elect Director Susan J. Hockfield | For | For | Management |
| 8 | Elect Director Jeffrey R. Immelt | For | For | Management |
| 9 | Elect Director Andrea Jung | For | For | Management |
| 10 | Elect Director Robert W. Lane | For | For | Management |
| 11 | Elect Director Risa Lavizzo-Mourey | For | For | Management |
| 12 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 13 | Elect Director Lowell C. McAdam | For | For | Management |
| 14 | Elect Director Steven M. Mollenkopf | For | For | Management |
| 15 | Elect Director James J. Mulva | For | For | Management |
| 16 | Elect Director James E. Rohr | For | For | Management |
| 17 | Elect Director Mary L. Schapiro | For | For | Management |
| 18 | Elect Director James S. Tisch | For | For | Management |
| 19 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 20 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 21 | Amend Omnibus Stock Plan | For | For | Management |
| 22 | Approve Material Terms of Senior Officer Performance Goals | For | For | Management |
| 23 | Ratify KPMG LLP as Auditors | For | For | Management |
| 24 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |
| 25 | Require Independent Board Chairman | Against | Against | Shareholder |

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|----|--|---------|---------|-------------|
| 26 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 27 | Report on Charitable Contributions | Against | Against | Shareholder |

GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: APR 11, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-------|--|---------|-----------|------------|
| 1 | Receive Directors' and Auditors' Reports (Non-Voting) | None | None | Management |
| 2.1 | Receive Consolidated Financial Statements and Statutory Reports (Non-Voting) | None | None | Management |
| 2.2 | Adopt Financial Statements | For | For | Management |
| 3.1 | Approve Discharge of Directors | For | For | Management |
| 3.2 | Approve Discharge of Cofinergy's Directors | For | For | Management |
| 4.1 | Approve Discharge of Auditors | For | For | Management |
| 4.2 | Approve Discharge of Cofinergy's Auditors | For | For | Management |
| 5.1.1 | Elect Laurence Danon Arnaud as Director | For | For | Management |
| 5.1.2 | Elect Jocelyn Lefebvre as Director | For | Against | Management |

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|-------|---|------|---------|------------|
| 5.2.1 | Reelect Victor Delloye as Director | For | Against | Management |
| 5.2.2 | Reelect Christine Morin-Postel as Director | For | For | Management |
| 5.2.3 | Reelect Amaury de Seze as Director | For | Against | Management |
| 5.2.4 | Reelect Martine Verluysten as Director | For | For | Management |
| 5.2.5 | Reelect Arnaud Vial as Director | For | Against | Management |
| 5.3.1 | Indicate Laurence Danon Arnaud as Independent Board Member | For | For | Management |
| 5.3.2 | Indicate Christine Morin-Postel as Independent Board Member | For | For | Management |
| 5.3.3 | Indicate Martine Verluysten as Independent Board Member | For | For | Management |
| 6 | Approve Remuneration Report | For | For | Management |
| 7.1 | Approve Stock Option Plan | For | For | Management |
| 7.2 | Approve Change-of-Control Clause Re: Stock Option Plan under Item 7.1 | For | Against | Management |
| 7.3 | Approve Stock Option Plan Grants for 2017 up to EUR 7,74 Million Re: Stock Option Plan under Item 7.1 | For | For | Management |
| 7.4 | Approve Special Board Report Re: Article 629 of the Company Code Re: Item 7.5 | For | For | Management |
| 7.5 | Approve Guarantee to Acquire Shares under New Stock Option Plan Re: Item 7. 1 | For | For | Management |
| 8 | Transact Other Business | None | None | Management |

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JARDINE STRATEGIC HOLDINGS LTD.

Ticker: J37 Security ID: G50764102

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Financial Statements and Statutory Reports and Declare Final Dividend | For | For | Management |
| 2 | Re-elect David Hsu as Director | For | For | Management |
| 3 | Re-elect Dr George Koo as Director | For | For | Management |
| 4 | Elect Y.K. Pang as Director | For | For | Management |
| 5 | Approve Directors' Fees | For | For | Management |
| 6 | Ratify Auditors and Authorise Their Remuneration | For | For | Management |
| 7 | Authorise Issue of Equity with and without Pre-emptive Rights | For | For | Management |

LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: DEC 05, 2016 Meeting Type: Special

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Record Date: NOV 10, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Interim Dividends for First Nine Months of Fiscal 2016 | For | For | Management |
| 2 | Approve Remuneration of Directors | For | For | Management |

LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: JUN 21, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1 | Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends of RUB 120 per Share | For | For | Management |
| 2.1 | Elect Vagit Alekperov as Director | None | For | Management |
| 2.2 | Elect Viktor Blazheev as Director | None | For | Management |
| 2.3 | Elect Toby Gati as Director | None | For | Management |
| 2.4 | Elect Valery Grayfer as Director | None | For | Management |
| 2.5 | Elect Igor Ivanov as Director | None | For | Management |
| 2.6 | Elect Ravil Maganov as Director | None | For | Management |
| 2.7 | Elect Roger Munnings as Director | None | For | Management |

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| | | | | |
|------|--|------|-----|------------|
| 2.8 | Elect Richard Matzke as Director | None | For | Management |
| 2.9 | Elect Nikolay Nikolaev as Director | None | For | Management |
| 2.10 | Elect Ivan Pictet as Director | None | For | Management |
| 2.11 | Elect Leonid Fedun as Director | None | For | Management |
| 2.12 | Elect Lubov Khoba as Director | None | For | Management |
| 3.1 | Elect Ivan Vrublevsky as Member of Audit Commission | For | For | Management |
| 3.2 | Elect Pavel Suloyev as Member of Audit Commission | For | For | Management |
| 3.3 | Elect Aleksandr Surkov as Member of Audit Commission | For | For | Management |
| 4.1 | Approve Remuneration of Directors for Fiscal 2016 | For | For | Management |
| 4.2 | Approve Remuneration of New Directors for Fiscal 2017 | For | For | Management |
| 5.1 | Approve Remuneration of Members of Audit Commission for Fiscal 2016 | For | For | Management |
| 5.2 | Approve Remuneration of New Members of Audit Commission for Fiscal 2017 | For | For | Management |
| 6 | Ratify KPMG as Auditor | For | For | Management |
| 7 | Amend Charter | For | For | Management |
| 8 | Amend Regulations on General Meetings | For | For | Management |
| 9 | Amend Regulations on Board of Directors | For | For | Management |
| 10 | Approve Related-Party Transaction Re: Liability Insurance for Directors ,Executives, and Companies | For | For | Management |

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 30, 2016 Meeting Type: Annual

Record Date: SEP 30, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director William H. Gates, III | For | For | Management |
| 1.2 | Elect Director Teri L. List-Stoll | For | For | Management |
| 1.3 | Elect Director G. Mason Morfit | For | For | Management |
| 1.4 | Elect Director Satya Nadella | For | For | Management |
| 1.5 | Elect Director Charles H. Noski | For | For | Management |
| 1.6 | Elect Director Helmut Panke | For | For | Management |
| 1.7 | Elect Director Sandra E. Peterson | For | For | Management |
| 1.8 | Elect Director Charles W. Scharf | For | For | Management |
| 1.9 | Elect Director John W. Stanton | For | For | Management |
| 1.10 | Elect Director John W. Thompson | For | For | Management |
| 1.11 | Elect Director Padmasree Warrior | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 4 | Amend Right to Call Special Meeting | For | For | Management |
| 5 | Amend Omnibus Stock Plan | For | For | Management |
| 6 | Proxy Access | Against | Against | Shareholder |

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: ADPV30566

Meeting Date: DEC 16, 2016 Meeting Type: Special

Record Date: NOV 21, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Interim Dividends for First Nine Months of Fiscal 2016 | For | For | Management |

MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: 55315J102

Meeting Date: JUN 09, 2017 Meeting Type: Annual

Record Date: MAY 16, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Approve Annual Report | For | For | Management |
| 2 | Approve Financial Statements | For | For | Management |
| 3 | Approve Consolidated Financial Statements | For | For | Management |
| 4 | Approve Allocation of Income and | For | For | Management |

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Dividends

| | | | | |
|------|--|------|---------|------------|
| 5.1 | Elect Sergey Barbashev as Director | None | Against | Management |
| 5.2 | Elect Aleksey Bashkirov as Director | None | Against | Management |
| 5.3 | Elect Rushan Bogaudinov as Director | None | Against | Management |
| 5.4 | Elect Sergey Bratukhin as Director | None | Against | Management |
| 5.5 | Elect Andrey Bugrov as Director | None | Against | Management |
| 5.6 | Elect Marianna Zakharova as Director | None | Against | Management |
| 5.7 | Elect Stalbek Mishakov as Director | None | Against | Management |
| 5.8 | Elect Gareth Penny as Director | None | For | Management |
| 5.9 | Elect Gerhardus Prinsloo as Director | None | For | Management |
| 5.10 | Elect Maksim Sokov as Director | None | Against | Management |
| 5.11 | Elect Vladislav Solovyev as Director | None | Against | Management |
| 5.12 | Elect Sergey Skvortsov as Director | None | For | Management |
| 5.13 | Elect Robert Edwards as Director | None | For | Management |
| 6.1 | Elect Artur Arustamov as Member of | For | For | Management |
| | Audit Commission | | | |
| 6.2 | Elect Anna Masalova as Member of Audit | For | For | Management |
| | Commission | | | |
| 6.3 | Elect Georgy Svanidze as Member of | For | For | Management |
| | Audit Commission | | | |
| 6.4 | Elect Vladimir Shilkov as Members of | For | For | Management |
| | Audit Commission | | | |
| 6.5 | Elect Elena Yanevich as Member of | For | For | Management |
| | Audit Commission | | | |
| 7 | Ratify KPMG as RAS Auditor | For | For | Management |
| 8 | Ratify KPMG as IFRS Auditor | For | For | Management |
| 9 | Approve Remuneration of Directors | For | Against | Management |
| 10 | Approve Remuneration of Members of | For | For | Management |

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Audit Commission

| | | | | |
|----|---|-----|---------|------------|
| 11 | Approve Related-Party Transactions Re: Indemnification Agreements with Directors and Executives | For | For | Management |
| 12 | Approve Related-Party Transaction Re: Liability Insurance for Directors and Executives | For | For | Management |
| 13 | Approve New Edition of Charter | For | Against | Management |
| 14 | Approve Company's Membership in UN Global Compact Network | For | For | Management |
| 15 | Approve Company's Membership in Transport Safety Association | For | For | Management |

MYLAN N.V.

Ticker: MYL Security ID: N59465109

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 25, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-------------------------------------|---------|-----------|------------|
| 1A | Elect Director Heather Bresch | For | Against | Management |
| 1B | Elect Director Wendy Cameron | For | Against | Management |
| 1C | Elect Director Robert J. Cindrigh | For | Against | Management |
| 1D | Elect Director Robert J. Coury | For | Against | Management |
| 1E | Elect Director JoEllen Lyons Dillon | For | Against | Management |

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| | | | | |
|----|--|----------|----------|------------|
| 1F | Elect Director Neil Dimick | For | Against | Management |
| 1G | Elect Director Melina Higgins | For | Against | Management |
| 1H | Elect Director Rajiv Malik | For | Against | Management |
| 1I | Elect Director Mark W. Parrish | For | Against | Management |
| 1J | Elect Director Randall L. (Pete) Vanderveen | For | Against | Management |
| 1K | Elect Director Sjoerd S. Vollebregt | For | Against | Management |
| 2 | Adopt Financial Statements and Statutory Reports | For | Against | Management |
| 3 | Ratify Deloitte & Touche LLP as Auditors | For | Against | Management |
| 4 | Instruction to Deloitte Accountants B. V. for the Audit of the Company's Dutch Statutory Annual Accounts for Fiscal Year 2017 | For | Against | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 6 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 7 | Authorize Repurchase of Shares | For | Against | Management |

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1a | Elect Director Spencer Abraham | For | For | Management |
| 1b | Elect Director Howard I. Atkins | For | For | Management |
| 1c | Elect Director Eugene L. Batchelder | For | For | Management |
| 1d | Elect Director John E. Feick | For | For | Management |
| 1e | Elect Director Margaret M. Foran | For | For | Management |
| 1f | Elect Director Carlos M. Gutierrez | For | For | Management |
| 1g | Elect Director Vicki Hollub | For | For | Management |
| 1h | Elect Director William R. Klesse | For | For | Management |
| 1i | Elect Director Jack B. Moore | For | For | Management |
| 1j | Elect Director Avedick B. Poladian | For | For | Management |
| 1k | Elect Director Elisse B. Walter | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify KPMG LLP as Auditors | For | For | Management |
| 5 | Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario | Against | For | Shareholder |
| 6 | Reduce Ownership Threshold for Shareholders to Call Special Meeting | Against | For | Shareholder |
| 7 | Report on Methane Emissions and Flaring Targets | Against | For | Shareholder |
| 8 | Report on Political Contributions and Expenditures | Against | Against | Shareholder |

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105

Meeting Date: NOV 16, 2016 Meeting Type: Annual

Record Date: SEP 19, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director Jeffrey S. Berg | For | For | Management |
| 1.2 | Elect Director H. Raymond Bingham | For | For | Management |
| 1.3 | Elect Director Michael J. Boskin | For | For | Management |
| 1.4 | Elect Director Safra A. Catz | For | For | Management |
| 1.5 | Elect Director Bruce R. Chizen | For | For | Management |
| 1.6 | Elect Director George H. Conrades | For | For | Management |
| 1.7 | Elect Director Lawrence J. Ellison | For | For | Management |
| 1.8 | Elect Director Hector Garcia-Molina | For | For | Management |
| 1.9 | Elect Director Jeffrey O. Henley | For | For | Management |
| 1.10 | Elect Director Mark V. Hurd | For | For | Management |
| 1.11 | Elect Director Renee J. James | For | For | Management |
| 1.12 | Elect Director Leon E. Panetta | For | For | Management |
| 1.13 | Elect Director Naomi O. Seligman | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 4 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |

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QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103

Meeting Date: MAR 07, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Barbara T. Alexander | For | For | Management |
| 1b | Elect Director Jeffrey W. Henderson | For | For | Management |
| 1c | Elect Director Thomas W. Horton | For | For | Management |
| 1d | Elect Director Paul E. Jacobs | For | For | Management |
| 1e | Elect Director Ann M. Livermore | For | For | Management |
| 1f | Elect Director Harish Manwani | For | For | Management |
| 1g | Elect Director Mark D. McLaughlin | For | For | Management |
| 1h | Elect Director Steve Mollenkopf | For | For | Management |
| 1i | Elect Director Clark T. "Sandy" Randt, Jr. | For | For | Management |
| 1j | Elect Director Francisco Ros | For | For | Management |
| 1k | Elect Director Anthony J. Vinciguerra | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Proxy Access Amendments | Against | For | Shareholder |

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ROSNEFT OIL COMPANY OJSC

Ticker: ROSN Security ID: 67812M207

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1 | Approve Annual Report | For | For | Management |
| 2 | Approve Financial Statements | For | For | Management |
| 3 | Approve Allocation of Income | For | For | Management |
| 4 | Approve Dividends of RUB 5.98 per Share | For | For | Management |
| 5 | Approve Remuneration of Directors | For | Against | Management |
| 6 | Approve Remuneration of Members of Audit Commission | For | For | Management |
| 7 | Elect Nine Directors by Cumulative Voting | None | None | Management |
| 8.1 | Elect Olga Andrianova as Member of Audit Commission | For | For | Management |
| 8.2 | Elect Aleksandr Bogashov as Member of Audit Commission | For | For | Management |
| 8.3 | Elect Sergey Poma as Member of Audit Commission | For | For | Management |
| 8.4 | Elect Zakhar Sabantsev as Member of Audit Commission | For | For | Management |
| 8.5 | Elect Pavel Shumov as Member of Audit Commission | For | For | Management |
| 9 | Ratify Ernst&Young as Auditor | For | For | Management |

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| | | | | |
|------|---|------|------|------------|
| 10.1 | Approve Related-Party Transactions with AO VBRR Bank Re: Deposit Agreements | For | For | Management |
| 10.2 | Approve Related-Party Transactions with Bank GPB Re: Deposit Agreements | For | For | Management |
| 10.3 | Approve Related-Party Transactions with AO VBRR Bank Re: Loan Agreements | None | None | Management |
| 10.4 | Approve Related-Party Transactions with Bank GPB Re: Loan Agreements | None | None | Management |
| 10.5 | Approve Related-Party Transaction with Sogaz Re: Liability Insurance for Directors, Executives, and Employees | None | None | Management |
| 11 | Amend Charter | For | For | Management |

TE CONNECTIVITY LTD.

Ticker: TEL Security ID: H84989104

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: FEB 16, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1a | Elect Director Pierre R. Brondeau | For | For | Management |
| 1b | Elect Director Terrence R. Curtin | For | For | Management |
| 1c | Elect Director Carol A. ('John') Davidson | For | For | Management |

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| | | | | |
|-----|---|-----|-----|------------|
| 1d | Elect Director William A. Jeffrey | For | For | Management |
| 1e | Elect Director Thomas J. Lynch | For | For | Management |
| 1f | Elect Director Yong Nam | For | For | Management |
| 1g | Elect Director Daniel J. Phelan | For | For | Management |
| 1h | Elect Director Paula A. Sneed | For | For | Management |
| 1i | Elect Director Abhijit Y. Talwalkar | For | For | Management |
| 1j | Elect Director Mark C. Trudeau | For | For | Management |
| 1k | Elect Director John C. Van Scoter | For | For | Management |
| 1l | Elect Director Laura H. Wright | For | For | Management |
| 2 | Elect Board Chairman Thomas J. Lynch | For | For | Management |
| 3a | Elect Daniel J. Phelan as Member of Management Development & Compensation Committee | For | For | Management |
| 3b | Elect Paula A. Sneed as Member of Management Development & Compensation Committee | For | For | Management |
| 3c | Elect John C. Van Scoter as Member of Management Development & Compensation Committee | For | For | Management |
| 4 | Designate Rene Schwarzenbach as Independent Proxy | For | For | Management |
| 5.1 | Accept Annual Report for Fiscal Year Ended September 30, 2016 | For | For | Management |
| 5.2 | Accept Statutory Financial Statements for Fiscal Year Ended September 30, 2016 | For | For | Management |
| 5.3 | Approve Consolidated Financial Statements for Fiscal Year Ended | For | For | Management |

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September 30, 2016

| | | | | |
|-----|--|----------|----------|------------|
| 6 | Approve Discharge of Board and Senior Management | For | For | Management |
| 7.1 | Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year 2017 | For | For | Management |
| 7.2 | Ratify Deloitte AG as Swiss Registered Auditors | For | For | Management |
| 7.3 | Ratify PricewaterhouseCoopers AG as Special Auditors | For | For | Management |
| 8 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 9 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 10 | Amend Omnibus Stock Plan | For | For | Management |
| 11 | Approve the Increase in Maximum Aggregate Remuneration of Executive Management | For | For | Management |
| 12 | Approve the Increase in Maximum Aggregate Remuneration of Board of Directors | For | For | Management |
| 13 | Approve Allocation of Available Earnings at September 30, 2016 | For | For | Management |
| 14 | Approve Declaration of Dividend | For | For | Management |
| 15 | Authorize Share Repurchase Program | For | For | Management |
| 16 | Approve Reduction of Share Capital | For | For | Management |
| 17 | Adjourn Meeting | For | For | Management |

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Marc N. Casper | For | For | Management |
| 1b | Elect Director Nelson J. Chai | For | For | Management |
| 1c | Elect Director C. Martin Harris | For | For | Management |
| 1d | Elect Director Tyler Jacks | For | For | Management |
| 1e | Elect Director Judy C. Lewent | For | For | Management |
| 1f | Elect Director Thomas J. Lynch | For | For | Management |
| 1g | Elect Director Jim P. Manzi | For | For | Management |
| 1h | Elect Director William G. Parrett | For | For | Management |
| 1i | Elect Director Lars R. Sorensen | For | For | Management |
| 1j | Elect Director Scott M. Sperling | For | For | Management |
| 1k | Elect Director Elaine S. Ullian | For | For | Management |
| 1l | Elect Director Dion J. Weisler | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

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UNILEVER NV

Ticker: UNA Security ID: N8981F271

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 29, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Discussion of the Annual Report and Accounts for the 2016 financial year | None | None | Management |
| 2 | Approve Financial Statements and Allocation of Income | For | For | Management |
| 3 | Approve Discharge of Executive Board Members | For | For | Management |
| 4 | Approve Discharge of Non-Executive Board Members | For | For | Management |
| 5 | Approve Remuneration Policy for Management Board Members | For | For | Management |
| 6 | Approve Unilever Share Plan 2017 | For | For | Management |
| 7 | Elect N.S. Andersen as Non-Executive Board Member | For | For | Management |
| 8 | Elect L.M. Cha as Non-Executive Board Member | For | For | Management |
| 9 | Elect V. Colao as Non-Executive Board Member | For | For | Management |
| 10 | Elect M Dekkers as Non-Executive Board Member | For | For | Management |

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| | | | | |
|----|--|-----|-----|------------|
| 11 | Elect A.M. Fudge as Non-Executive Board Member | For | For | Management |
| 12 | Elect J. Hartmann as Non-Executive Board Member | For | For | Management |
| 13 | Elect M. Ma as Non-Executive Board Member | For | For | Management |
| 14 | Elect S Masiyiwa as Non-Executive Board Member | For | For | Management |
| 15 | Elect Y.Moon as Non-Executive Board Member | For | For | Management |
| 16 | Elect G. Pitkethly as Executive Board Member | For | For | Management |
| 17 | Elect P.G.J.M. Polman as Executive Board Member | For | For | Management |
| 18 | Elect J. Rishton as Non-Executive Board Member | For | For | Management |
| 19 | Elect F. Sijbesma as Non-Executive Board Member | For | For | Management |
| 20 | Ratify KPMG as Auditors | For | For | Management |
| 21 | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger | For | For | Management |
| 22 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 23 | Approve Cancellation of Repurchased Shares | For | For | Management |

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UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 24, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Lloyd J. Austin, III | For | For | Management |
| 1b | Elect Director Diane M. Bryant | For | For | Management |
| 1c | Elect Director John V. Faraci | For | For | Management |
| 1d | Elect Director Jean-Pierre Garnier | For | For | Management |
| 1e | Elect Director Gregory J. Hayes | For | For | Management |
| 1f | Elect Director Edward A. Kangas | For | For | Management |
| 1g | Elect Director Ellen J. Kullman | For | For | Management |
| 1h | Elect Director Marshall O. Larsen | For | For | Management |
| 1i | Elect Director Harold McGraw, III | For | For | Management |
| 1j | Elect Director Fredric G. Reynolds | For | For | Management |
| 1k | Elect Director Brian C. Rogers | For | For | Management |
| 1l | Elect Director Christine Todd Whitman | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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WPP PLC

Ticker: WPP Security ID: G9788D103

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: JUN 05, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Final Dividend | For | For | Management |
| 3 | Approve Remuneration Report | For | For | Management |
| 4 | Approve Remuneration Policy | For | For | Management |
| 5 | Approve Sustainability Report | For | For | Management |
| 6 | Re-elect Roberto Quarta as Director | For | For | Management |
| 7 | Re-elect Dr Jacques Aigrain as Director | For | For | Management |
| 8 | Re-elect Ruigang Li as Director | For | For | Management |
| 9 | Re-elect Paul Richardson as Director | For | For | Management |
| 10 | Re-elect Hugo Shong as Director | For | For | Management |
| 11 | Re-elect Sir Martin Sorrell as Director | For | For | Management |
| 12 | Re-elect Sally Susman as Director | For | For | Management |
| 13 | Re-elect Solomon Trujillo as Director | For | For | Management |
| 14 | Re-elect Sir John Hood as Director | For | For | Management |
| 15 | Re-elect Nicole Seligman as Director | For | For | Management |
| 16 | Re-elect Daniela Riccardi as Director | For | For | Management |
| 17 | Elect Tarek Farahat as Director | For | For | Management |

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| | | | | |
|----|---|-----|-----|------------|
| 18 | Reappoint Deloitte LLP as Auditors | For | For | Management |
| 19 | Authorise the Audit Committee to Fix Remuneration of Auditors | For | For | Management |
| 20 | Authorise Issue of Equity with Pre-emptive Rights | For | For | Management |
| 21 | Authorise Market Purchase of Ordinary Shares | For | For | Management |
| 22 | Authorise Issue of Equity without Pre-emptive Rights | For | For | Management |
| 23 | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | For | For | Management |

SIGNATURES

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

SOURCE CAPITAL, INC.

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

Date: August 18, 2017
