

SOURCE CAPITAL INC /DE/  
Form N-PX  
August 23, 2016

**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: **7/1/15 to 6/30/16**

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**Item 1. Proxy Voting Record.**

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

ICA File Number: 811-01731

Reporting Period: 07/01/2015 - 06/30/2016

SOURCE CAPITAL, INC.

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

ALCOA INC.

Ticker: AA Security ID: 013817101

Meeting Date: MAY 06, 2016 Meeting Type: Annual

Record Date: FEB 24, 2016

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Arthur D. Collins, Jr. | For     | For       | Management |
| 1.2 | Elect Director Sean O. Mahoney        | For     | For       | Management |
| 1.3 | Elect Director Michael G. Morris      | For     | For       | Management |

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|     |   |         |         |             |
|-----|---|---------|---------|-------------|
| 1.4 | Elect Director E. Stanley O'Neal                                  | For     | Against | Management  |
| 1.5 | Elect Director Carol L. Roberts                                   | For     | Against | Management  |
| 2   | Ratify PricewaterhouseCoopers LLP as<br>Auditors                  | For     | For     | Management  |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Abstain | Management  |
| 4   | Amend Omnibus Stock Plan  | For     | For     | Management  |
| 5   | Amend Executive Incentive Bonus Plan                              | For     | For     | Management  |
| 6   | Require Independent Board Chairman                                | Against | Against | Shareholder |

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ALPHABET INC.

Ticker:           GOOGL           Security ID: 02079K305

Meeting Date: JUN 08, 2016   Meeting Type: Annual

Record Date: APR 11, 2016

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Larry Page       | For     | For       | Management |
| 1.2 | Elect Director Sergey Brin      | For     | For       | Management |
| 1.3 | Elect Director Eric E. Schmidt  | For     | For       | Management |
| 1.4 | Elect Director L. John Doerr    | For     | For       | Management |
| 1.5 | Elect Director Diane B. Greene  | For     | For       | Management |
| 1.6 | Elect Director John L. Hennessy | For     | Withhold  | Management |
| 1.7 | Elect Director Ann Mather       | For     | For       | Management |
| 1.8 | Elect Director Alan R. Mulally  | For     | For       | Management |

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|      |  |         |          |             |
|------|--|---------|----------|-------------|
| 1.9  | Elect Director Paul S. Otellini  | For     | Withhold | Management  |
| 1.10 | Elect Director K. Ram Shriram  | For     | Withhold | Management  |
| 1.11 | Elect Director Shirley M. Tilghman                                     | For     | For      | Management  |
| 2    | Ratify Ernst & Young LLP as Auditors                                   | For     | For      | Management  |
| 3    | Amend Omnibus Stock Plan   | For     | Against  | Management  |
| 4    | Amended and Restated Certificate of Incorporation of Google Inc.       | For     | Against  | Management  |
| 5    | Approve Recapitalization Plan for all Stock to Have One-vote per Share | Against | For      | Shareholder |
| 6    | Report on Lobbying Payments and Policy                                 | Against | For      | Shareholder |
| 7    | Report on Political Contributions                                      | Against | For      | Shareholder |
| 8    | Require a Majority Vote for the Election of Directors                  | Against | For      | Shareholder |
| 9    | Require Independent Board Chairman                                     | Against | For      | Shareholder |
| 10   | Report on Gender Pay Gap   | Against | For      | Shareholder |

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AMERICAN EXPRESS COMPANY

Ticker: AXP Security ID: 025816109

Meeting Date: MAY 02, 2016 Meeting Type: Annual

Record Date: MAR 04, 2016

| #  | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Charlene Barshefsky | For     | Against   | Management |
| 1b | Elect Director Ursula M. Burns     | For     | Against   | Management |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 1c | Elect Director Kenneth I. Chenault   | For     | Against | Management  |
| 1d | Elect Director Peter Chernin   | For     | Against | Management  |
| 1e | Elect Director Ralph de la Vega  | For     | Against | Management  |
| 1f | Elect Director Anne L. Lauvergeon  | For     | Against | Management  |
| 1g | Elect Director Michael O. Leavitt  | For     | Against | Management  |
| 1h | Elect Director Theodore J. Leonsis   | For     | Against | Management  |
| 1i | Elect Director Richard C. Levin  | For     | Against | Management  |
| 1j | Elect Director Samuel J. Palmisano   | For     | Against | Management  |
| 1k | Elect Director Daniel L. Vasella   | For     | Against | Management  |
| 1l | Elect Director Robert D. Walter  | For     | Against | Management  |
| 1m | Elect Director Ronald A. Williams  | For     | Against | Management  |
| 2  | Ratify PricewaterhouseCoopers LLP as<br>Auditors   | For     | Against | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation                                  | For     | Against | Management  |
| 4  | Approve Omnibus Stock Plan   | For     | Against | Management  |
| 5  | Prepare Employment Diversity Report  | Against | Against | Shareholder |
| 6  | Report on Board Oversight of Privacy<br>and Data Security and Requests for<br>Customer Information | Against | Against | Shareholder |
| 7  | Provide Right to Act by Written Consent  | Against | Against | Shareholder |
| 8  | Report on Lobbying Payments and Policy   | Against | Against | Shareholder |
| 9  | Require Independent Board Chairman   | Against | Against | Shareholder |

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AMERICAN INTERNATIONAL GROUP, INC.

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

Ticker: AIG Security ID: 026874784

Meeting Date: MAY 11, 2016 Meeting Type: Annual

Record Date: MAR 21, 2016

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director W. Don Cornwell                                    | For     | Against   | Management |
| 1b | Elect Director Peter R. Fisher                                    | For     | For       | Management |
| 1c | Elect Director John H. Fitzpatrick                                | For     | For       | Management |
| 1d | Elect Director Peter D. Hancock                                   | 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 George L. Miles, Jr.                               | For     | Against   | Management |
| 1i | Elect Director Henry S. Miller                                    | For     | For       | Management |
| 1j | Elect Director Robert S. Miller                                   | For     | Against   | Management |
| 1k | Elect Director Linda A. Mills                                     | For     | Against   | Management |
| 1l | Elect Director Suzanne Nora Johnson                               | For     | Against   | Management |
| 1m | Elect Director John A. Paulson                                    | For     | For       | Management |
| 1n | Elect Director Ronald A. Rittenmeyer                              | For     | Against   | Management |
| 1o | Elect Director Douglas M. Steenland                               | For     | For       | Management |
| 1p | Elect Director Theresa M. Stone                                   | For     | Against   | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify PricewaterhouseCoopers LLP as<br>Auditors                  | For     | For       | Management |



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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 09, 2016 Meeting Type: Annual

Record Date: JAN 08, 2016

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

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ANHEUSER-BUSCH INBEV SA

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Ticker: ABI Security ID: 03524A108

Meeting Date: APR 27, 2016 Meeting Type: Annual

Record Date: MAR 18, 2016

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Receive Directors' Reports (Non-Voting)  | None    | None      | Management |
| 2  | Receive Auditors' Reports (Non-Voting)   | None    | None      | Management |
| 3  | Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)                                 | None    | None      | Management |
| 4  | Approve Financial Statements, Allocation of Income, and Dividends of EUR 3.60 per Share                      | For     | For       | Management |
| 5  | Approve Discharge of Directors   | For     | For       | Management |
| 6  | Approve Discharge of Auditors  | For     | For       | Management |
| 7  | Ratify Deloitte as Auditors and Approve Auditors' Remuneration   | For     | For       | Management |
| 8a | Approve Remuneration Report  | For     | For       | Management |
| 8b | Approve Non-Employee Director Stock Option Plan and According Stock Option Grants to Non-Executive Directors | For     | For       | Management |
| 9a | Approve Change-of-Control Clause Re : Restated USD 9 Billion Senior Facilities Agreement of Aug. 28, 2015    | For     | For       | Management |
| 9b | Approve Change-of-Control Clause Re : USD 75 Billion Senior Facilities Agreement of Oct. 28, 2015            | For     | For       | Management |
| 10 | Acknowledge Cancellation of VVPR Strips  | For     | For       | Management |

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11 Authorize Implementation of Approved For For Management  
 Resolutions and Filing of Required  
 Documents/Formalities at Trade Registry

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 24, 2016 Meeting Type: Annual

Record Date: APR 26, 2016

| #    | 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 Fulvio Conti                                       | For     | For       | Management |
| 1.4  | Elect Director Cheryl A. Francis                                  | For     | For       | Management |
| 1.5  | Elect Director James W. Leng                                      | 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<br>Executive Officers' Compensation | For     | For       | Management |
| 3    | Advisory Vote to Ratify Directors'                                | For     | For       | Management |

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Remuneration Report

|    |  |     |     |            |
|----|--|-----|-----|------------|
| 4  | Accept Financial Statements and Statutory Reports                      | For | For | Management |
| 5  | Ratify Ernst & Young LLP as Aon's Auditors                             | For | For | Management |
| 6  | Ratify Ernst & Young LLP as U.K. Statutory Auditor                     | For | For | Management |
| 7  | Authorize Board to Fix Remuneration of Auditors                        | For | For | Management |
| 8  | Authorise Shares for Market Purchase                                   | For | For | Management |
| 9  | Issue of Equity or Equity-Linked Securities with Pre-emptive Rights    | For | For | Management |
| 10 | Issue of Equity or Equity-Linked Securities without Pre-emptive Rights | For | For | Management |
| 11 | Approve Political Donations  | For | For | Management |

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BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: APR 27, 2016 Meeting Type: Annual

Record Date: MAR 02, 2016

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

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 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 Thomas D. Woods                                    | For     | For     | Management  |
| 1m | Elect Director R. David Yost                                      | For     | For     | Management  |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 3  | Ratify PwC as Auditors  | For     | For     | Management  |
| 4  | Clawback of Incentive Payments                                    | Against | Against | Shareholder |

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BED BATH & BEYOND INC.

Ticker: BBY Security ID: 075896100

Meeting Date: JUL 02, 2015 Meeting Type: Annual

Record Date: MAY 06, 2015

| #  | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|----|----------------------------------|---------|-----------|------------|
| 1a | Elect Director Warren Eisenberg  | For     | For       | Management |
| 1b | Elect Director Leonard Feinstein | For     | For       | Management |

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|    |   |     |     |            |
|----|---|-----|-----|------------|
| 1c | Elect Director Steven H. Temares                                  | For | For | Management |
| 1d | Elect Director Dean S. Adler                                      | For | For | Management |
| 1e | Elect Director Stanley F. Barshay                                 | For | For | Management |
| 1f | Elect Director Geraldine T. Elliott                               | For | For | Management |
| 1g | Elect Director Klaus Eppler                                       | For | For | Management |
| 1h | Elect Director Patrick R. Gaston                                  | For | For | Management |
| 1i | Elect Director Jordan Heller                                      | For | For | Management |
| 1j | Elect Director Victoria A. Morrison                               | For | For | Management |
| 2  | Ratify KPMG LLP as Auditors                                       | For | For | Management |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 26, 2016 Meeting Type: Annual

Record Date: FEB 29, 2016

| #  | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|----|----------------------------------|---------|-----------|------------|
| 1a | Elect Director Michael L. Corbat | For     | For       | Management |
| 1b | Elect Director Ellen M. Costello | For     | For       | Management |
| 1c | Elect Director Duncan P. Hennes  | For     | For       | Management |
| 1d | Elect Director Peter B. Henry    | For     | For       | Management |
| 1e | Elect Director Franz B. Humer    | For     | For       | Management |
| 1f | Elect Director Renee J. James    | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 1g | Elect Director Eugene M. McQuade                                  | For     | For     | Management  |
| 1h | Elect Director Michael E. O'Neill                                 | For     | For     | Management  |
| 1i | Elect Director Gary M. Reiner                                     | For     | For     | Management  |
| 1j | Elect Director Judith Rodin                                       | For     | For     | Management  |
| 1k | Elect Director Anthony M. Santomero                               | For     | For     | Management  |
| 1l | Elect Director Joan E. Spero                                      | For     | For     | Management  |
| 1m | Elect Director Diana L. Taylor                                    | For     | For     | Management  |
| 1n | Elect Director William S. Thompson, Jr.                           | For     | For     | Management  |
| 1o | Elect Director James S. Turley                                    | For     | For     | Management  |
| 1p | Elect Director Ernesto Zedillo Ponce<br>de Leon                   | For     | For     | Management  |
| 2  | Ratify KPMG LLP as Auditors                                       | For     | For     | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Against | Management  |
| 4  | Amend Omnibus Stock Plan  | For     | For     | Management  |
| 5  | Amend Executive Incentive Bonus Plan                              | For     | For     | Management  |
| 6  | Demonstrate No Gender Pay Gap                                     | Against | Against | Shareholder |
| 7  | Report on Lobbying Payments and Policy                            | Against | Against | Shareholder |
| 8  | Appoint a Stockholder Value Committee                             | Against | For     | Shareholder |
| 9  | Claw-back of Payments under<br>Restatements                       | Against | Against | Shareholder |
| 10 | Limit/Prohibit Accelerated Vesting of<br>Awards                   | Against | Against | Shareholder |

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COPART, INC.

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Ticker: CPRT Security ID: 217204106

Meeting Date: DEC 02, 2015 Meeting Type: Annual

Record Date: OCT 07, 2015

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Willis J. Johnson                                  | For     | For       | Management |
| 1.2 | Elect Director A. Jayson Adair                                    | For     | For       | Management |
| 1.3 | Elect Director Matt Blunt   | For     | For       | Management |
| 1.4 | Elect Director Steven D. Cohan                                    | For     | For       | Management |
| 1.5 | Elect Director Daniel J. Englander                                | For     | For       | Management |
| 1.6 | Elect Director James E. Meeks                                     | For     | For       | Management |
| 1.7 | Elect Director Vincent W. Mitz                                    | For     | For       | Management |
| 1.8 | Elect Director Thomas N. Tryforos                                 | For     | For       | Management |
| 2   | Increase Authorized Common Stock                                  | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 4   | Ratify Ernst & Young LLP as Auditors                              | For     | For       | Management |

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GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 27, 2016 Meeting Type: Annual

Record Date: FEB 29, 2016



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| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| A1  | Elect Director Sebastien M. Bazin                                 | For     | For       | Management  |
| A2  | Elect Director W. Geoffrey Beattie                                | For     | For       | Management  |
| A3  | Elect Director John J. Brennan                                    | For     | For       | Management  |
| A4  | Elect Director Francisco D' Souza                                 | For     | For       | Management  |
| A5  | Elect Director Marijn E. Dekkers                                  | For     | For       | Management  |
| A6  | Elect Director Peter B. Henry                                     | For     | For       | Management  |
| A7  | Elect Director Susan J. Hockfield                                 | For     | For       | Management  |
| A8  | Elect Director Jeffrey R. Immelt                                  | For     | For       | Management  |
| A9  | Elect Director Andrea Jung  | For     | For       | Management  |
| A10 | Elect Director Robert W. Lane                                     | For     | For       | Management  |
| A11 | Elect Director Rochelle B. Lazarus                                | For     | For       | Management  |
| A12 | Elect Director Lowell C. McAdam                                   | For     | For       | Management  |
| A13 | Elect Director James J. Mulva                                     | For     | For       | Management  |
| A14 | Elect Director James E. Rohr                                      | For     | For       | Management  |
| A15 | Elect Director Mary L. Schapiro                                   | For     | For       | Management  |
| A16 | Elect Director James S. Tisch                                     | For     | For       | Management  |
| B1  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| B2  | Ratify KPMG LLP as Auditors                                       | For     | For       | Management  |
| C1  | Report on Lobbying Payments and Policy                            | Against | Against   | Shareholder |
| C2  | Require Independent Board Chairman                                | Against | Against   | Shareholder |
| C3  | Adopt Holy Land Principles  | Against | Against   | Shareholder |
| C4  | Restore or Provide for Cumulative<br>Voting                       | Against | Against   | Shareholder |
| C5  | Performance-Based and/or Time-Based<br>Equity Awards              | Against | Against   | Shareholder |
| C6  | Report on Guidelines for Country                                  | Against | Against   | Shareholder |

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Selection

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GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 26, 2016 Meeting Type: Annual

Record Date: APR 12, 2016

| #     | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-------|--|---------|-----------|------------|
| 1     | Receive Directors' and Auditors' Reports (Non-Voting)                        | None    | None      | Management |
| 2.1   | Receive Consolidated Financial Statements and Statutory Reports (Non-Voting) | None    | None      | Management |
| 2.2   | Adopt Financial Statements   | For     | For       | Management |
| 3     | Approve Discharge of Directors   | For     | For       | Management |
| 4     | Approve Discharge of Auditors  | For     | For       | Management |
| 5.1.1 | Reelect Thierry de Rudder as Director  | For     | For       | Management |
| 5.1.2 | Reelect Ian Gallienne as Director  | For     | For       | Management |
| 5.2   | Ratify Deloitte as Auditors and Approve Auditors' Remuneration at EUR 75,000 | For     | For       | Management |
| 6     | Approve Extraordinary Award of EUR 800,000 to Each Managing Director         | For     | For       | Management |
| 7     | Approve Remuneration of Non-Executive  | For     | For       | Management |

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### Board Members

|     |   |      |      |            |
|-----|---|------|------|------------|
| 8   | Approve Remuneration Report   | For  | For  | Management |
| 9.1 | Approve Stock Option Plan   | For  | For  | Management |
| 9.2 | Approve Change-of-Control Clause Re:<br>Stock Option Plan under Item 9.1                                    | For  | For  | Management |
| 9.3 | Approve Stock Option Plan Grants for<br>2016 up to EUR 18.0 Million Re: Stock<br>Option Plan under Item 9.1 | For  | For  | Management |
| 9.4 | Approve Special Board Report Re:<br>Article 629 of the Company Code Re:<br>Item 9.5                         | For  | For  | Management |
| 9.5 | Approve Guarantee to Acquire Shares<br>under New Stock Option Plan Re: Item 9.<br>1                         | For  | For  | Management |
| 10  | Transact Other Business   | None | None | Management |

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GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 26, 2016 Meeting Type: Special

Record Date: APR 12, 2016

| #     | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-------|--|---------|-----------|------------|
| 1.1.1 | Authorize Repurchase of Up to<br>32,217,657 Shares | For     | For       | Management |

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|       |  |      |      |            |
|-------|--|------|------|------------|
| 1.1.2 | Authorize Reissuance of Repurchased Shares   | For  | For  | Management |
| 1.1.3 | Authorize Board to Repurchase and Reissue Shares in the Event of a Serious and Imminent Harm                   | For  | For  | Management |
| 1.1.4 | Amend Articles to Reflect Changes in Capital Re: Items 1.1.2 and 1.1.3   | For  | For  | Management |
| 2.1.1 | Receive Special Board Report   | None | None | Management |
| 2.1.2 | Renew Authorization to Increase Share Capital Up to EUR 125 Million within the Framework of Authorized Capital | For  | For  | Management |
| 2.1.3 | Amend Articles to Reflect Changes in Capital Re: Item 2.1.2  | For  | For  | Management |
| 2.1.4 | Authorize Issuance of Warrants/Convertible Bonds/ Other Financial Instruments without Preemptive Rights        | For  | For  | Management |
| 2.1.5 | Amend Articles to Reflect Changes in Capital Re: Item 2.1.4  | For  | For  | Management |
| 2.2a  | Amend Article 6 Re: Remove Remaining References to Bearer Shares   | For  | For  | Management |
| 2.2b  | Amend Article 10 Re: Deletion of Article 10 and Renumbering of the Following Articles                          | For  | For  | Management |
| 2.2c  | Amend Article 14 Re: Legislative Update Regarding Gender Diversity   | For  | For  | Management |
| 2.2d  | Amend Article 17 Re: Board Quorums   | For  | For  | Management |
| 2.2e  | Amend Article 19 Re: Live Attendance   | For  | For  | Management |

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

|       |   |      |      |            |
|-------|---|------|------|------------|
|       | to the Board's Meetings through<br>Telecommunication Devices              |      |      |            |
| 2.2f  | Amend Article 21 Re: Legal<br>Representation of the Company               | For  | For  | Management |
| 2.2g  | Amend Article 25 Re: Shareholder Voting                                   | For  | For  | Management |
| 2.2h  | Amend Article 26 to Reflect a Textual<br>Change                           | For  | For  | Management |
| 2.2i  | Amend Article 27 Re: General Meeting                                      | For  | For  | Management |
| 2.2j  | Amend Article 27 Re: Election of<br>Directors by the General Meeting      | For  | For  | Management |
| 2.2k  | Amend Article 28 Paragraph 2 Re:<br>Participation in General Meetings     | For  | For  | Management |
| 2.2l  | Amend Article 28 Re: Remove References<br>to Bearer Shares                | For  | For  | Management |
| 2.2m  | Amend Article 28 Paragraph 6 Re:<br>Proxies                               | For  | For  | Management |
| 2.2n  | Amend Article 30 Paragraph 1 Re:<br>Shareholder Proposals                 | For  | For  | Management |
| 2.2o  | Amend Article 34 Re: Deletion<br>Paragraph 4                              | For  | For  | Management |
| 2.2p  | Amend Articles Re: Remove Transitional<br>Arrangements                    | For  | For  | Management |
| 2.3.1 | Receive Information on Draft Terms<br>Merger by Absorption with COFINERGY | None | None | Management |
| 2.3.2 | Approve Merger by Absorption Re:<br>COFINERGY                             | For  | For  | Management |
| 2.3.3 | Approve Transfer of Assets and<br>Liabilities of Acquired Company to GBL  | For  | For  | Management |

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|   |     |     |            |
|---|-----|-----|------------|
| 2.3.4 Approve Time of Implementation of The<br>Merger by Absorption   | For | For | Management |
| 3 Authorize Implementation of Approved<br>Resolutions and Filing of Required<br>Documents/Formalities at Trade Registry | For | For | Management |

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HALLIBURTON COMPANY

Ticker: HAL Security ID: 406216101

Meeting Date: MAY 18, 2016 Meeting Type: Annual

Record Date: MAR 21, 2016

| #    | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Abdulaziz F. Al Khayyal | For     | For       | Management |
| 1.2  | Elect Director Alan M. Bennett         | For     | For       | Management |
| 1.3  | Elect Director James R. Boyd           | For     | For       | Management |
| 1.4  | Elect Director Milton Carroll          | For     | For       | Management |
| 1.5  | Elect Director Nance K. Dicciani       | For     | For       | Management |
| 1.6  | Elect Director Murry S. Gerber         | For     | For       | Management |
| 1.7  | Elect Director Jose C. Grubisich       | For     | For       | Management |
| 1.8  | Elect Director David J. Lesar          | For     | For       | Management |
| 1.9  | Elect Director Robert A. Malone        | For     | For       | Management |
| 1.10 | Elect Director J. Landis Martin        | For     | For       | Management |
| 1.11 | Elect Director Jeffrey A. Miller       | For     | For       | Management |
| 1.12 | Elect Director Debra L. Reed           | For     | For       | Management |

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

|   |   |     |     |            |
|---|---|-----|-----|------------|
| 2 | Ratify KPMG LLP as Auditors                                       | For | For | Management |
| 3 | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |

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HALMA PLC

Ticker:            HLMA                    Security ID: G42504103

Meeting Date: JUL 23, 2015    Meeting Type: Annual

Record Date:    JUL 21, 2015

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Accept Financial Statements and<br>Statutory Reports | For     | For       | Management |
| 2  | Approve Final Dividend                               | For     | For       | Management |
| 3  | Approve Remuneration Policy                          | For     | For       | Management |
| 4  | Approve Remuneration Report                          | For     | For       | Management |
| 5  | Re-elect Paul Walker as Director                     | For     | For       | Management |
| 6  | Re-elect Andrew Williams as Director                 | For     | For       | Management |
| 7  | Re-elect Kevin Thompson as Director                  | For     | For       | Management |
| 8  | Re-elect Jane Aikman as Director                     | For     | For       | Management |
| 9  | Re-elect Adam Meyers as Director                     | For     | For       | Management |
| 10 | Re-elect Daniela Barone Soares as<br>Director        | For     | For       | Management |
| 11 | Elect Roy Twite as Director                          | For     | For       | Management |
| 12 | Elect Tony Rice as Director                          | For     | For       | Management |

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

|    |   |     |     |            |
|----|---|-----|-----|------------|
| 13 | Reappoint Deloitte LLP as Auditors                          | For | For | Management |
| 14 | Authorise Board to Fix Remuneration of<br>Auditors          | For | For | Management |
| 15 | Approve Executive Share Plan                                | For | For | Management |
| 16 | Authorise Issue of Equity with<br>Pre-emptive Rights        | For | For | Management |
| 17 | Amend Articles of Association                               | For | For | Management |
| 18 | Authorise Issue of Equity without<br>Pre-emptive Rights     | For | For | Management |
| 19 | Authorise Market Purchase of Ordinary<br>Shares             | For | For | Management |
| 20 | Authorise the Company to Call EGM with<br>Two Weeks' Notice | For | For | Management |

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HENKEL AG & CO. KGAA

Ticker: HEN3 Security ID: D3207M102

Meeting Date: APR 11, 2016 Meeting Type: Annual

Record Date: MAR 20, 2016

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Accept Financial Statements and<br>Statutory Reports for Fiscal 2015   | For     | For       | Management |
| 2 | Approve Allocation of Income and<br>Dividends of EUR 1.45 per Ordinary | For     | For       | Management |



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

Share and EUR 1.47 per Preferred Share

|     |  |     |         |            |
|-----|--|-----|---------|------------|
| 3   | Approve Discharge of Personally Liable Partner for Fiscal 2015                             | For | For     | Management |
| 4   | Approve Discharge of Supervisory Board for Fiscal 2015                                     | For | For     | Management |
| 5   | Approve Discharge of the Shareholders' Committee for Fiscal 2015                           | For | For     | Management |
| 6   | Ratify KPMG AG as Auditors for Fiscal 2016   | For | For     | Management |
| 7.1 | Elect Simone Bagel-Trah to the Supervisory Board   | For | Against | Management |
| 7.2 | Elect Kaspar von Braun to the Supervisory Board  | For | Against | Management |
| 7.3 | Elect Johann-Christoph Frey to the Supervisory Board                                       | For | Against | Management |
| 7.4 | Elect Benedikt-Richard von Herman to the Supervisory Board                                 | For | Against | Management |
| 7.5 | Elect Timotheus Hoettges to the Supervisory Board  | For | For     | Management |
| 7.6 | Elect Michael Kaschke to the Supervisory Board   | For | For     | Management |
| 7.7 | Elect Barbara Kux to the Supervisory Board   | For | For     | Management |
| 7.8 | Elect Theo Siegert to the Supervisory Board  | For | For     | Management |
| 8.1 | Elect Paul Achleitner to the Personally Liable Partners Committee (Shareholders Committee) | For | Against | Management |

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|      |  |     |         |            |
|------|--|-----|---------|------------|
| 8.2  | Elect Simon Bagel-Trah to the Personally Liable Partners Committee (Shareholders Committee)          | For | Against | Management |
| 8.3  | Elect Boris Canessa to the Personally Liable Partners Committee (Shareholders Committee)             | For | Against | Management |
| 8.4  | Elect Stefan Hamelmann to the Personally Liable Partners Committee (Shareholders Committee)          | For | Against | Management |
| 8.5  | Elect Christoph Henkel to the Personally Liable Partners Committee (Shareholders Committee)          | For | Against | Management |
| 8.6  | Elect Ulrich Lehner to the Personally Liable Partners Committee (Shareholders Committee)             | For | Against | Management |
| 8.7  | Elect Norbert Reithofer to the Personally Liable Partners Committee (Shareholders Committee)         | For | For     | Management |
| 8.8  | Elect Konstantin von Unger to the Personally Liable Partners Committee (Shareholders Committee)      | For | Against | Management |
| 8.9  | Elect Jean-Francois van Boxmeer to the Personally Liable Partners Committee (Shareholders Committee) | For | For     | Management |
| 8.10 | Elect Werner Wenning to the Personally Liable Partners Committee (Shareholders Committee)            | For | For     | Management |

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JARDINE STRATEGIC HOLDINGS LTD.

Ticker: J37 Security ID: G50764102

Meeting Date: MAY 05, 2016 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 Charles Allen-Jones as a Director  | For     | For       | Management |
| 3 | Re-elect Adam Keswick as a Director   | For     | For       | Management |
| 4 | Re-elect Percy Weatherall as a Director   | For     | For       | Management |
| 5 | Approve Auditors and Authorize Board to Fix Their Remuneration                            | For     | For       | Management |
| 6 | Approve Issuance of Equity or Equity-Linked Securities with or without Pre-emptive Rights | For     | For       | Management |

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LUKOIL PJSC

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

Ticker: LKOH Security ID: 69343P105

Meeting Date: JUN 23, 2016 Meeting Type: Annual

Record Date: MAY 10, 2016

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | Approve Annual Report, Financial Statements, and Allocation of Income, Including Dividends | For     | For       | Management |
| 2.1  | Elect Vagit Alekperov as Director  | None    | Against   | Management |
| 2.2  | Elect Viktor Blazheev as Director  | None    | Against   | Management |
| 2.3  | Elect Toby Gati as Director  | None    | For       | Management |
| 2.4  | Elect Valery Grayfer as Director   | None    | Against   | Management |
| 2.5  | Elect Igor Ivanov as Director  | None    | Against   | Management |
| 2.6  | Elect Nikolay Nikolaev as Director   | None    | Against   | Management |
| 2.7  | Elect Ravil Maganov as Director  | None    | Against   | Management |
| 2.8  | Elect Roger Munnings as Director   | None    | For       | Management |
| 2.9  | Elect Richard Matzke as Director   | None    | Against   | Management |
| 2.10 | Elect Guglielmo Moscato as Director  | None    | Against   | Management |
| 2.11 | Elect Ivan Pictet as Director  | None    | For       | Management |
| 2.12 | Elect Leonid Fedun as Director   | None    | Against   | Management |
| 3    | Elect Vagit Alekperov as President of Company  | For     | For       | Management |
| 4.1  | Elect Ivan Vrublevski as Member of Audit Commission  | For     | For       | Management |
| 4.2  | Elect Pavel Suloyev as Member of Audit Commission  | For     | For       | Management |
| 4.3  | Elect Aleksandr Surkov as Member of Audit Commission                                       | For     | For       | Management |

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

|     |  |     |     |            |
|-----|--|-----|-----|------------|
| 5.1 | Approve Remuneration of Directors for<br>Their Service until 2016 AGM  | For | For | Management |
| 5.2 | Approve Remuneration of Directors for<br>Their Service from 2016 AGM   | For | For | Management |
| 6.1 | Approve Remuneration of Members of<br>Audit Commission for Their Service<br>until 2016 AGM   | For | For | Management |
| 6.2 | Approve Remuneration of Members of<br>Audit Commission for Their Service<br>Starting from 2016 AGM   | For | For | Management |
| 7   | Ratify Auditor   | For | For | Management |
| 8   | Amend Charter  | For | For | Management |
| 9   | Approve New Edition of Regulations on<br>General Meetings  | For | For | Management |
| 10  | Approve New Edition of Regulations on<br>on Board of Directors   | For | For | Management |
| 11  | Approve New Edition of Regulations on<br>Management  | For | For | Management |
| 12  | Approve Related-Party Transaction with<br>OAO Kapital Strakhovanie Re: Liability<br>Insurance for Directors, Officers, and<br>Corporations | For | For | Management |

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MICROCHIP TECHNOLOGY INCORPORATED

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

Ticker: MCHP Security ID: 595017104

Meeting Date: AUG 14, 2015 Meeting Type: Annual

Record Date: JUN 18, 2015

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Steve Sanghi                                       | For     | For       | Management |
| 1.2 | Elect Director Matthew W. Chapman                                 | For     | For       | Management |
| 1.3 | Elect Director L.B. Day   | For     | For       | Management |
| 1.4 | Elect Director Esther L. Johnson                                  | For     | For       | Management |
| 1.5 | Elect Director Wade F. Meyercord                                  | For     | For       | Management |
| 2   | Approve Conversion of Securities                                  | For     | For       | Management |
| 3   | Ratify Ernst & Young LLP as Auditors                              | For     | For       | Management |
| 4   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: ADPV30566

Meeting Date: JUN 10, 2016 Meeting Type: Annual

Record Date: MAY 11, 2016

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

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

|      |  |      |         |            |
|------|--|------|---------|------------|
|      | Statements                             |      |         |            |
| 4    | Approve Allocation of Income and       | For  | For     | Management |
|      | 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     | For  | 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 Andrey Korobov as Director       | For  | For     | Management |
| 5.8  | Elect Stalbek Mishakov as Director     | None | Against | Management |
| 5.9  | Elect Gareth Penny as Director         | For  | For     | Management |
| 5.10 | Elect Gerhard Prinsloo as Director     | For  | For     | Management |
| 5.11 | Elect Maksim Sokov as Director         | None | Against | Management |
| 5.12 | Elect Vladislav Solovyev as Director   | None | Against | Management |
| 5.13 | Elect Robert Edwards as Director       | For  | 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 Georgiy 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 Members of     | For  | For     | Management |
|      | Audit Commission                       |      |         |            |
| 7    | Ratify Auditor of Company's Financial  | For  | For     | Management |
|      | Statements Prepared in Accordance with |      |         |            |

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|    |   |     |         |            |
|----|---|-----|---------|------------|
|    | Russian Accounting Standards (RAS)  |     |         |            |
| 8  | Ratify Auditor of Company's Financial Statements Prepared in Accordance with International Financial Reporting Standards (IFRS) | For | For     | Management |
| 9  | Approve Remuneration of Directors   | For | Against | Management |
| 10 | Approve Remuneration of Members of Audit Commission   | For | For     | Management |
| 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 Related-Party Transaction Re: Amend Commission Agreement with AO Normetimpeks   | For | For     | Management |

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OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: APR 29, 2016 Meeting Type: Annual

Record Date: FEB 29, 2016

|   |          |         |           |         |
|---|----------|---------|-----------|---------|
| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|



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|      |  |         |         |             |
|------|--|---------|---------|-------------|
| 1.1  | Elect Director Spencer Abraham   | For     | For     | Management  |
| 1.2  | Elect Director Howard I. Atkins  | For     | For     | Management  |
| 1.3  | Elect Director Eugene L. Batchelder  | For     | For     | Management  |
| 1.4  | Elect Director Stephen I. Chazen   | For     | For     | Management  |
| 1.5  | Elect Director John E. Feick   | For     | For     | Management  |
| 1.6  | Elect Director Margaret M. Foran   | For     | For     | Management  |
| 1.7  | Elect Director Carlos M. Gutierrez   | For     | For     | Management  |
| 1.8  | Elect Director Vicki A. Hollub   | For     | For     | Management  |
| 1.9  | Elect Director William R. Klesse   | For     | For     | Management  |
| 1.10 | Elect Director Avedick B. Poladian   | For     | For     | Management  |
| 1.11 | Elect Director Elisse B. Walter  | For     | For     | Management  |
| 2    | Advisory Vote to Ratify Named<br><br>Executive Officers' Compensation                  | For     | For     | Management  |
| 3    | Ratify KPMG LLP as Auditors  | For     | For     | Management  |
| 4    | Review and Assess Membership of<br><br>Lobbying Organizations                          | Against | Against | Shareholder |
| 5    | Annually Assess Portfolio Impacts of<br><br>Policies to Meet 2 Degree Scenario         | Against | Against | Shareholder |
| 6    | Amend Bylaws -- Call Special Meetings  | Against | Against | Shareholder |
| 7    | Report on Methane and Flaring<br><br>Emissions Management and Reduction<br><br>Targets | Against | Against | Shareholder |

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QUALCOMM INCORPORATED

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

Ticker: QCOM Security ID: 747525103

Meeting Date: MAR 08, 2016 Meeting Type: Annual

Record Date: JAN 11, 2016

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Barbara T. Alexander                               | For     | For       | Management  |
| 1b | Elect Director Raymond V. Dittamore                               | For     | For       | Management  |
| 1c | Elect Director Jeffrey W. Henderson                               | For     | For       | Management  |
| 1d | Elect Director Thomas W. Horton                                   | For     | For       | Management  |
| 1e | Elect Director Paul E. Jacobs                                     | 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,<br>Jr.                     | For     | For       | Management  |
| 1j | Elect Director Francisco Ros                                      | For     | For       | Management  |
| 1k | Elect Director Jonathan J. Rubinstein                             | For     | For       | Management  |
| 1l | Elect Director Anthony J. Vinciguerra                             | For     | For       | Management  |
| 2  | Ratify PricewaterhouseCoopers LLP as<br>Auditors                  | For     | For       | Management  |
| 3  | Approve Omnibus Stock Plan  | For     | For       | Management  |
| 4  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 5  | Proxy Access  | Against | For       | Shareholder |

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SCANSOURCE, INC.

Ticker: SCSC Security ID: 806037107

Meeting Date: DEC 03, 2015 Meeting Type: Annual

Record Date: OCT 08, 2015

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Steven R. Fischer                                  | For     | For       | Management |
| 1.2 | Elect Director Michael L. Baur                                    | For     | For       | Management |
| 1.3 | Elect Director Peter C. Browning                                  | For     | For       | Management |
| 1.4 | Elect Director Michael J. Grainger                                | For     | For       | Management |
| 1.5 | Elect Director John P. Reilly                                     | For     | For       | Management |
| 1.6 | Elect Director Charles R. Whitchurch                              | For     | For       | Management |
| 2   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3   | Ratify Grant Thornton LLP as Auditors                             | For     | For       | Management |

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TE CONNECTIVITY LTD.

Ticker: TEL Security ID: H84989104

Meeting Date: MAR 02, 2016 Meeting Type: Annual

Record Date: FEB 11, 2016

| #  | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|----|-----------------------------------|---------|-----------|------------|
| 1a | Elect Director Pierre R. Brondeau | For     | For       | Management |

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|     |   |     |     |            |
|-----|---|-----|-----|------------|
| 1b  | Elect Director Terrence R. Curtin   | For | For | Management |
| 1c  | Elect Director Carol A. ("John")<br>Davidson  | For | For | Management |
| 1d  | Elect Director Juergen W. Gromer  | For | For | Management |
| 1e  | Elect Director William A. Jeffrey   | For | For | Management |
| 1f  | Elect Director Thomas J. Lynch  | For | For | Management |
| 1g  | Elect Director Yong Nam   | For | For | Management |
| 1h  | Elect Director Daniel J. Phelan   | For | For | Management |
| 1i  | Elect Director Paula A. Sneed   | 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<br>Management Development & Compensation<br>Committee   | For | For | Management |
| 3b  | Elect Paula A. Sneed as Member of<br>Management Development & Compensation<br>Committee     | For | For | Management |
| 3c  | Elect John C. Van Scoter as Member of<br>Management Development & Compensation<br>Committee | For | For | Management |
| 4   | Designate Jvo Grundler as Independent<br>Proxy  | For | For | Management |
| 5.1 | Accept Annual Report for Fiscal Year<br>Ended September 26, 2014                            | For | For | Management |
| 5.2 | Accept Statutory Financial Statements<br>for Fiscal Year Ended September 26,                | For | For | Management |

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2014

|     |   |     |     |            |
|-----|---|-----|-----|------------|
| 5.3 | Approve Consolidated Financial Statements for Fiscal Year Ended September 26, 2014                                      | For | For | Management |
| 6   | Approve Discharge of Board and Senior Management  | For | For | Management |
| 7.1 | Ratify Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal Year Ending September 25, 2015 | For | For | Management |
| 7.2 | Ratify Deloitte AG as Swiss Registered Auditors   | For | For | Management |
| 7.3 | Ratify PricewaterhouseCoopers AG as Special Auditors  | For | For | Management |
| 8   | Advisory Vote to Ratify Named Executive Officers' Compensation  | For | For | Management |
| 9   | Approve the Increase in Maximum Aggregate Remuneration of Executive Management  | For | For | Management |
| 10  | Approve the Increase in Maximum Aggregate Remuneration of Board of Directors  | For | For | Management |
| 11  | Approve Allocation of Available Earnings for Fiscal Year 2014   | For | For | Management |
| 12  | Approve Declaration of Dividend   | For | For | Management |
| 13  | Authorize Share Repurchase Program  | For | For | Management |
| 14  | Amend Articles of Association Re: Capital and Related Amendments  | For | For | Management |

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|    |                                    |     |     |            |
|----|------------------------------------|-----|-----|------------|
| 15 | Approve Reduction of Share Capital | For | For | Management |
| 16 | Adjourn Meeting                    | For | For | Management |

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 18, 2016 Meeting Type: Annual

Record Date: MAR 28, 2016

| #  | 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 Scott M. Sperling                                  | For     | For       | Management |
| 1j | Elect Director Elaine S. Ullian                                   | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify PricewaterhouseCoopers LLP as<br>Auditors                  | For     | For       | Management |

UNILEVER NV

Ticker: UNA Security ID: N8981F271

Meeting Date: APR 21, 2016 Meeting Type: Annual

Record Date: MAR 24, 2016

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Discussion of the Annual Report and Accounts for the 2015 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 | Reelect N S Andersen as a Non-Executive Director                         | For     | For       | Management |
| 6 | Reelect L M Cha as a Non-Executive Director                              | For     | For       | Management |
| 7 | Reelect V Colao as a Non-Executive Director                              | For     | For       | Management |
| 8 | Reelect L O Fresco as Non-Executive Director                             | For     | For       | Management |
| 9 | Reelect A M Fudge as Non-Executive Director                              | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 10 | Elect J Hartmann as a Non-Executive<br>Director  | For | For | Management |
| 11 | Reelect M Ma as a Non-Executive<br>Director  | For | For | Management |
| 12 | Reelect P G J M Polman as an Executive<br>Director   | For | For | Management |
| 13 | Reelect J Rishton as a Non-Executive<br>Director   | For | For | Management |
| 14 | Reelect F Sijbesma as a Non-Executive<br>Director  | For | For | Management |
| 15 | Elect M Dekkers as a Non-Executive<br>Director   | For | For | Management |
| 16 | Elect S Masiyiwa as a Non-Executive<br>Director  | For | For | Management |
| 17 | Elect Y Moon as a Non-Executive<br>Director  | For | For | Management |
| 18 | Elect G Pitkethly as an Executive<br>Director  | For | For | Management |
| 19 | Ratify KPMG as Auditors  | For | For | Management |
| 20 | Grant Board Authority to Issue Shares<br>Up To 10 Percent of Issued Capital<br>Plus Additional 10 Percent in Case of<br>Takeover/Merger and<br>Restricting/Excluding Preemptive Rights | For | For | Management |
| 21 | Authorize Repurchase of Up to 10<br>Percent of Issued Share Capital  | For | For | Management |
| 22 | Approve Cancellation of Repurchased<br>Shares  | For | For | Management |



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23 Close Meeting None None Management

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UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 25, 2016 Meeting Type: Annual

Record Date: FEB 29, 2016

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director John V. Faraci                    | For     | For       | Management |
| 1b | Elect Director Jean-Pierre Garnier               | For     | For       | Management |
| 1c | Elect Director Gregory J. Hayes                  | For     | For       | Management |
| 1d | Elect Director Edward A. Kangas                  | For     | For       | Management |
| 1e | Elect Director Ellen J. Kullman                  | For     | For       | Management |
| 1f | Elect Director Marshall O. Larsen                | For     | For       | Management |
| 1g | Elect Director Harold McGraw, III                | For     | For       | Management |
| 1h | Elect Director Richard B. Myers                  | For     | For       | Management |
| 1i | Elect Director Fredric G. Reynolds               | For     | For       | Management |
| 1j | Elect Director Brian C. Rogers                   | For     | For       | Management |
| 1k | Elect Director H. Patrick Swygert                | For     | For       | Management |
| 1l | Elect Director Andre Villeneuve                  | For     | For       | Management |
| 1m | Elect Director Christine Todd Whitman            | For     | For       | Management |
| 2  | Ratify PricewaterhouseCoopers LLP as<br>Auditors | For     | For       | Management |
| 3  | Eliminate Cumulative Voting                      | For     | For       | Management |

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|   |   |     |     |            |
|---|---|-----|-----|------------|
| 4 | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |
|---|---|-----|-----|------------|

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WPP PLC

Ticker: WPP Security ID: G9788D103

Meeting Date: JUN 08, 2016 Meeting Type: Annual

Record Date: JUN 06, 2016

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Accept Financial Statements and<br>Statutory Reports | For     | For       | Management |
| 2  | Approve Final Dividend                               | For     | For       | Management |
| 3  | Approve Remuneration Report                          | For     | For       | Management |
| 4  | Approve Sustainability Report                        | For     | For       | Management |
| 5  | Re-elect Roberto Quarta as Director                  | For     | For       | Management |
| 6  | Re-elect Dr Jacques Aigrain as Director              | For     | For       | Management |
| 7  | Re-elect Ruigang Li as Director                      | For     | For       | Management |
| 8  | Re-elect Paul Richardson as Director                 | For     | For       | Management |
| 9  | Re-elect Hugo Shong as Director                      | For     | For       | Management |
| 10 | Re-elect Timothy Shriver 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 |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 15 | Re-elect Charlene Begley as Director                                   | For | For | Management |
| 16 | Re-elect Nicole Seligman as Director                                   | For | For | Management |
| 17 | Re-elect Daniela Riccardi as Director                                  | For | For | Management |
| 18 | Reappoint Deloitte LLP as Auditors and<br>Authorise Their Remuneration | For | For | Management |
| 19 | Authorise Issue of Equity with<br>Pre-emptive Rights                   | For | For | Management |
| 20 | Authorise Market Purchase of Ordinary<br>Shares                        | For | For | Management |
| 21 | Authorise Issue of Equity without<br>Pre-emptive Rights                | For | For | Management |

===== END NPX REPORT

**SIGNATURES**

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

**SOURCE CAPITAL, INC.**

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

Date: August 23, 2016

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