

BANCROFT FUND LTD
Form N-PX/A
August 04, 2014

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: 811-02151

Bancroft Fund Ltd.
(Exact name of registrant as specified in charter)

65 Madison Avenue, Morristown, New Jersey 07960
(Address of principal executive offices)

Gary I. Levine, Executive Vice President
Bancroft Fund Ltd.
65 Madison Avenue
Morristown, New Jersey 07960-7308
(Name and address of agent for service)

Registrant's telephone number, including area code: (973) 631-1177

Date of fiscal year end: October 31
Date of reporting period: July 1, 2013 - June 30, 2014

Meeting Date Range: 01-Jul-2013 To 30-Jun-2014

Selected Accounts

HALCON RESOURCES CORPORATION

Security: 40537Q209

Meeting Type: Annual

Ticker: HK

Meeting Date: 22-May-2014

ISIN US40537Q2093

Vote Deadline Date: 21-May-2014

Agenda 933995663 Management

Total Ballot Shares: 136

Last Vote Date: 24-Apr-2014

| Item | Proposal | Recommendation | Default Vote | For | Against | Abstain | Take No Action |
|------|---|----------------|-----------------|-----|---------|---------|----------------|
| 1 | DIRECTOR | For | None | | | | |
| | 1 JAMES W. CHRISTMAS | | | FOR | 0 | 0 | 0 |
| | 2 THOMAS R. FULLER | | | FOR | 0 | 0 | 0 |
| | 3 DAVID B. MILLER | | | FOR | 0 | 0 | 0 |
| | 4 MICHAEL A. VLASIC | | | FOR | 0 | 0 | 0 |
| 2 | TO APPROVE AN AMENDMENT TO ARTICLE FOUR OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE OUR AUTHORIZED COMMON STOCK BY 670,000,000 SHARES TO A TOTAL OF 1,340,000,000 SHARES. | For | None | FOR | 0 | 0 | 0 |
| 3 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None | FOR | 0 | 0 | 0 |

METLIFE, INC.

Security: 59156R108

Ticker: MET

ISIN US59156R1086

Agenda 933951471 Management

Last Vote 31-Mar-2014

Date:

| Item | Proposal | Recommendation | Default Vote | For | Against | Abstain | Take No Action |
|------|---------------------------------------|----------------|-----------------|-----|---------|---------|----------------|
| 1 | ELECTION OF DIRECTOR: CHERYL W. GRISE | For | None | FOR | 0 | 0 | 0 |
| 2 | ELECTION OF DIRECTOR: CARLOS M. | For | None | FOR | 0 | 0 | 0 |

Meeting Type: Annual

Meeting Date: 22-Apr-2014

Vote Deadline Date: 21-Apr-2014

Total Ballot Shares: 36855

| GUTIERREZ | | | | | | | |
|-----------|---|-----|------|-----|---|---|---|
| 3 | ELECTION OF DIRECTOR: R. GLENN HUBBARD | For | None | FOR | 0 | 0 | 0 |
| 4 | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN | For | None | FOR | 0 | 0 | 0 |
| 5 | ELECTION OF DIRECTOR: JOHN M. KEANE | For | None | FOR | 0 | 0 | 0 |
| 6 | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | For | None | FOR | 0 | 0 | 0 |
| 7 | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | For | None | FOR | 0 | 0 | 0 |
| 8 | ELECTION OF DIRECTOR: JAMES M. KILTS | For | None | FOR | 0 | 0 | 0 |
| 9 | ELECTION OF DIRECTOR: CATHERINE R. KINNEY | For | None | FOR | 0 | 0 | 0 |
| 10 | ELECTION OF DIRECTOR: DENISE M. MORRISON | For | None | FOR | 0 | 0 | 0 |
| 11 | ELECTION OF DIRECTOR: KENTON J. SICCHITANO | For | None | FOR | 0 | 0 | 0 |
| 12 | ELECTION OF DIRECTOR: LULU C. WANG | For | None | FOR | 0 | 0 | 0 |
| 13 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2014. | For | None | FOR | 0 | 0 | 0 |
| 14 | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | For | None | FOR | 0 | 0 | 0 |
| 15 | APPROVAL OF THE METLIFE, INC. 2015 STOCK AND INCENTIVE COMPENSATION PLAN. | For | None | FOR | 0 | 0 | 0 |
| 16 | APPROVAL OF THE METLIFE, INC. 2015 NON-MANAGEMENT DIRECTOR | For | None | FOR | 0 | 0 | 0 |

STOCK
COMPENSATION PLAN.

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.

Bancroft Fund Ltd.
(Registrant)

BY:

/s/Thomas H. Dinsmore
Thomas H. Dinsmore
Principal Executive Officer

DATE:

August 4, 2014
