

FIRST OPPORTUNITY FUND INC
Form N-PX
August 31, 2010

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: 811-04605

FIRST OPPORTUNITY FUND, INC.
(Exact name of registrant as specified in charter)

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

Stephen C. Miller
2344 Spruce Street, Suite A, Boulder, CO 80302
(Name and address of agent for service)

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

Date of fiscal year end: March 31

Date of reporting period: July 1, 2009 – June 30, 2010

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

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

Proxy Voting Record

For Period July 1, 2009 to June 30, 2010

Name of Issuer	Ticker Symbol	CUSIP	Shareholder Meeting Date	Record Date	Proposal Number	Description of Matter to be Voted On	Matter Proposed by Issuer or Holder	Vote Cast (Yes or Abstain)	Vote (For or Against)	For or Against Management
Sun Bancorp, Inc.	SNBC	86663B102	7/16/2009	5/29/2009	1	Election of fourteen (14) directors	Issuer	Yes	For	For
					2	Approval of amendment to Company's 2004 stock-based incentive plan	Issuer	Yes	Against	Against
					3	Approval of directors stock purchase plan	Issuer	Yes	Against	Against
					4	D&T, LLP as auditors	Issuer	Yes	For	For
Alliance Bankshares Corporation	ABVA	018535104	7/15/2009	6/3/2009	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Yount, Hyde & Barbour, PC as accountants	Issuer	Yes	For	For
MF Global LTD	MF	G60642108	8/13/2009	7/1/2009	1	Election of eight (8) directors	Issuer	Yes	For	For
					2	Share option for employees	Issuer	Yes	Against	Against
					3	PWC LLP as auditors	Issuer	Yes	For	For
New England Bancshares, Inc.	NEBS	643863202	8/13/2009	6/22/2009	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Ratify Shatswell, Macleod & Co. PC. as auditors	Issuer	Yes	For	For
					2	Adjourn meeting if additional proxies are needed	Issuer	Abstain	Abstain	Abstain
Eastern Virginia Bancshares, Inc.	EVBS	277196101	8/20/2009	7/6/2009	1	Plan of merger	Issuer	Yes	For	For
First Capital Bancorp, Inc.	FCVA	319438107	8/20/2009	7/6/2009	1	Approval of agreement and plan of merger	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

					2	Authority to adjourn meeting in the event there are insufficient proxies	Issuer	Abstain	Abstain	Abstain
Citizens Republic Bancorp, Inc.	CRBC	174420109	9/9/2009	7/29/2009	1	Increase authorized shares of common stock	Issuer	Yes	For	For
					2	Issue additional shares of common stock	Issuer	Yes	For	For
					3	Adjourn, postpone or continue the special meeting	Issuer	Abstain	Abstain	Abstain
South Financial Group, Inc.	TSFG	837841105	9/11/2009	7/31/2009	1	Increase authorized shares	Issuer	Yes	For	For
					2	Converge preferred stock into common	Issuer	Abstain	Abstain	Abstain
					3	Approve adjournment of meeting if necessary	Issuer	Abstain	Abstain	Abstain
Carolina Trust Bank	CART	144200102	9/15/2009	7/24/2009	1	Agreement of reorganization and merger	Issuer	Yes	For	For
First Bankshares, Inc.	SUFB	31928A101	9/29/2009	8/17/2009	1	Approve Merger between First Bankshares, Inc. and Xenith Corporation	Issuer	Yes	For	For
					2	Change name to Xenith Bankshares, Inc.	Issuer	Yes	For	For
					3	Increase number of common stock from 10 million to 100 million	Issuer	Yes	For	For
					4	Authorize issuance of 25 million shares of preferred stock.	Issuer	Yes	Against	Against
					5	Amend shareholder Voting requirements	Issuer	Yes	Against	Against
					6	Establish "cause" as sole standard for removing directors	Issuer	Yes	For	For
					7	Revise procedures for persons other than directors and officers seeking indemnification	Issuer	Yes	Against	Against
					8	Election of nine (9) directors	Issuer	Yes	For	For
					9	Approve any motion to adjourn or	Issuer	Abstain	Abstain	Abstain

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						postpone the annual meeting to a later date				
Goldleaf Financial Solutions, Inc.	GFSI	38144H208	9/29/2009	8/28/2009	1	Adopt agreement and plan of merger	Issuer	Yes	For	For
					2	Adjourn meeting to solicit additional proxies if necessary	Issuer	Abstain	Abstain	Abstain
Beverly National Corporation	BNV	088115100	10/8/2009	8/28/2009	1	Approve merger between Danvers Bancorp, Inc. and Beverly National Corporation	Issuer	Yes	For	For
					2	Approval of adjournments of the special meeting if necessary	Issuer	Abstain	Abstain	Abstain
Danvers Bancorp, Inc.	DNBK	236442109	10/9/2009	8/28/2009	1	Approve merger between Danvers Bancorp, Inc. and Beverly National Corporation	Issuer	Yes	For	For
					2	Approval of adjournments of the special meeting if necessary	Issuer	Abstain	Abstain	Abstain
Royal Financial, inc.	RYFL	78027P109	10/21/2009	9/15/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Ratify independent accountants	Issuer	Yes	For	For
Georgetown Bancorp, Inc.	GTWN	372590109	10/27/2009	9/9/2009	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Approval of Equity Incentive plan	Issuer	Yes	For	For
					3	Ratify independent registered public accounting firm	Issuer	Yes	For	For
Jefferson Bancshares, Inc.	JFBI	472375104	10/29/2009	8/28/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Ratify public accounting firm	Issuer	Yes	For	For
Hampden Bancorp, Inc.	HBNK	40867E107	11/4/2009	9/22/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Ratify independent accountants	Issuer	Yes	For	For
Washington Banking Company	WBCO	937303105	11/12/2009	9/25/2009	1	Authorize 35,000,000 shares of common stock	Issuer	Yes	For	For
					2	Solicit additional proxies if needed	Issuer	Abstain	Abstain	Abstain

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Auburn Bancorp, Inc.	ABBB	050254101	11/17/2009	10/14/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Equity Incentive Plan	Issuer	Yes	For	For
State Bancorp, Inc.	STBC	855716106	11/17/2009	9/22/2009	3	Berry, Dunn, McNeil & Parker as Accounting Firm	Issuer	Yes	For	For
					1	Increase shares of common stock	Issuer	Yes	For	For
					2	eliminate classified board and provide for annual election of board of directors	Issuer	Yes	For	For
HF Financial Corp.	HFFC	404172108	11/18/2009	9/30/2009	3	Reduce the director and stockholder vote required to approve certain business combinations	Issuer	Yes	For	For
					1	Election of two (2) directors	Issuer	Yes	For	For
					2	Eide Bailly as accounting firm	Issuer	Yes	For	For
Osage Bancshares, Inc.	OSBK	68764U106	11/18/2009	10/9/2009	1	Election of two (2) directors	Issuer	Yes	For	For
Provident Financial Holdings, Inc.	PROV	743868101	11/24/2009	10/9/2009	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Deloitte & Touche, LLP as auditor	Issuer	Yes	For	For
					3	Increase shares	Issuer	Yes	For	For
Seacoast Banking Corporation	SBCF	811707306	12/3/2009	10/14/2009	1	Increase stock	Issuer	Yes	For	For
					2	Adjourn meeting	Issuer	Abstain	Abstain	Abstain
Ram Holdings, Ltd.	RAMR	G7368R104	12/7/2009	11/5/2009	1	Amendments to By-laws	Issuer	Yes	For	For
					2	Election of sixteen (16) directors	Issuer	Yes	For	For
					3	PWC as independent auditors	Issuer	Yes	For	For
					4	Power and authority to issue unused shares	Issuer	Yes	For	For
					5	Proposals concerning Ram Reinsurance company	Issuer	Yes	For	For
					5.1	Amendments to by-laws	Issuer	Yes	For	For
					5.2	Election of directors for Ram Reinsurance Company Ltd.	Issuer	Yes	For	For
					5.3		Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						PWC as independent auditors for Ram Reinsurance Company Ltd.				
1st United Bancorp, Inc.	FUBC	33740N105	12/8/2009	11/6/2009	1	Increase shares	Issuer	Yes	For	For
Metro Bancorp, Inc.	METR	59161R101	12/9/2009	10/9/2009	1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Take action on other business	Issuer	Abstain	Abstain	Abstain
Northwest Bancorp, Inc.	NBCT	667328108	12/15/2009	10/30/2009	1	Conversion and reorganization plan	Issuer	Yes	For	For
					2	Establish NorthWest Charitable Foundation	Issuer	Yes	For	For
					3	Approve adjournment of the special meeting	Issuer	Abstain	Abstain	Abstain
					4a	Limit ability of stockholders to remove directors	Issuer	Yes	For	For
					4b	Require super majority vote to approve amendments to the articles of incorporation	Issuer	Yes	For	For
					4c	Super-majority vote of stockholders to approve stockholder-proposed amendments	Issuer	Yes	For	For
					4d	Limit the voting rights of shares beneficially owned in excess of 10%	Issuer	Yes	For	For
BCB Bancorp, Inc.	BCBP	055298103	12/17/2009	11/6/2009	1	Plan of merger	Issuer	Yes	For	For
					2	Increase authorized shares of common stock	Issuer	Yes	For	For
					3	Adjourn special meeting	Issuer	Abstain	Abstain	Abstain
Carver Bancorp, Inc.	CARV	146875109	12/18/2009	11/2/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	KPMG as auditors	Issuer	Yes	For	For
					3	Advisory approval of compensation of named executive officers	Issuer	Yes	For	For
Republic First Bancorp, Inc.	FRBK	760416107	12/23/2009	11/13/2009	1	Election of three (3) directors	Issuer	Yes	For	For
Home Federal Bancorp, Inc.	HOME	43710G105	1/19/2010	12/4/2009	1	Election of two (2) directors	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

First Financial Holdings, Inc.	FFCH	320239106	1/28/2010	11/30/2009	2	Ratify Crowe Hawath, LLP as accountants	Issuer	Yes	For	For
					1	Election of five (5) directors	Issuer	Yes	For	For
Malvern Federal Bancorp, Inc.	MLVF	561410101	1/28/2010	12/15/2009	2	Advisory approval of the Executive Officer Compensation	Issuer	Yes	For	For
					3	Ratify Grant Thornton , LLP as accountants	Issuer	Yes	For	For
Perpetual Federal Savings Bank	PFOH	714273109	2/10/2010	12/15/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Ratify Parentbeard, LLC as accountants	Issuer	Yes	For	For
ESSA Bancorp, Inc.	ESSA	29667D104	2/11/2010	12/22/2009	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Ratification of S.R. Snodgrass as accountants	Issuer	Yes	For	For
Liberty Bancorp, Inc.	LBCP	53017Q102	2/17/2010	1/4/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					1	Increase shares of common stock from 25,000,000 to 100,000,000	Issuer	Yes	For	For
Western Liberty Bancorp	WLBC	961443108	3/25/2010	3/1/2010	1	Approve merger agreement	Issuer	Yes	For	For
					2	Adjourn meeting if needed	Holder	Abstain	Abstain	Abstain
Eastern Virginia Bankshares, Inc	EVBS	277196101	4/15/2010	3/5/2010	1	Election of fourteen (14) directors	Issuer	Yes	For	For
					2	Shareholders approve executive compensation	Issuer	Yes	For	For
Pacific Continental Corporation	PCBK	69412V108	4/19/2010	3/5/2010	1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Increase shares of common stock	Issuer	Yes	For	For
					3	Increase shares of preferred stock	Issuer	Yes	Against	Against
					4	Moss Adams LLP as accountants	Issuer	Yes	For	For
Citizens & Northern	CZNC	172922106	4/20/2010	2/23/2010	1	Election of five (5) directors	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Corporation										
ECB Bancorp, Inc.	ECBE	268253101	4/20/2010	3/1/2010	2	Executive compensation	Issuer	Yes	For	For
					3	Parentebeard, LLLC as auditors	Issuer	Yes	For	For
					4	Shareholder proposal Election of three (3) directors	Holder	Yes	For	Against
					1		Issuer	Yes	For	For
U S Bancorp	USB	902973304	4/20/2010	2/22/2010	2	Executive compensation	Issuer	Yes	For	For
					3	Dixon Hughes PLLC as accountants	Issuer	Yes	For	For
					1	Election of thirteen (13) directors	Issuer	Yes	For	For
					2	Ratify Ernst & Young LLP as auditor	Issuer	Yes	For	For
Umpqua Holdings Corporation	UMPQ	904214202	4/20/2010	2/12/2010	3	Approve Stock Incentive Plan	Issuer	Yes	Against	Against
					4	Approve executive compensation program	Issuer	Yes	For	For
					1	Election of twelve (12) directors	Issuer	Yes	For	For
					2	Approve amendment to Articles of Incorporation	Issuer	None	None	None
Union First Market Bankshares Corp	UBSH	90662P104	4/20/2010	3/5/2010	3	Amend 2003 stock incentive plan	Issuer	Against	Against	Against
					4	Amend performance-based Executive incentive plan	Issuer	Yes	For	For
					5	To consider and approve the following advisory proposal: "Resolved, that the shareholders approve the compensation of executive officers as described"	Issuer	Yes	For	For
					6	Moss Adams LLP as auditor for 2010	Issuer	Yes	For	For
Union First Market Bankshares Corp	UBSH	90662P104	4/20/2010	3/5/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Election of one (1) class III director	Issuer	Yes	For	For
					3	Election of one (1) class I director	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						4	Yount, Hyde and Barbour, PC as accountant	Issuer	Yes	For	For
						5	Executive compensation	Issuer	Yes	For	For
						6	Annual Director election	Holder	Yes	For	Against
Northwest Bancshares, Inc.	NWBI	667340103	4/21/2010	2/26/2010		1	Election of four (4) directors	Issuer	Yes	For	For
						2	KPMG LLP as accountants	Issuer	Yes	For	For
River Valley Bancorp	RIVR	768475105	4/21/2010	2/26/2010		1	Election of two (2) directors	Issuer	Yes	For	For
						2	BKD, LLP as auditors	Issuer	Yes	For	For
Huntington Bancshares Incorporated	HBAN	446150104	4/22/2010	2/17/2010		1	Election of five (5) directors	Issuer	Yes	For	For
						2	Approval of amended and restated 2007 stock and long-term incentive plan	Issuer	Against	Against	Against
						3	Increase common shares	Issuer	Yes	For	For
						4	D & T LLP as auditor	Issuer	Yes	For	For
						5	Executive compensation	Issuer	Yes	For	For
Peoples Bancorp, Inc.	PEBO	709789101	4/22/2010	2/26/2010		1	Election of five (5) directors	Issuer	Yes	For	For
						2	Clarify qualifications required to be a Director	Issuer	Yes	For	For
						3	Ernst & Young LLP as accounting firm	Issuer	Yes	For	For
						4	Executive compensation disclosure	Issuer	Yes	For	For
Southern National Bancorp of VA, Inc.	SONA	843395104	4/22/2010	3/1/2010		1	Election of two (2) directors	Issuer	Yes	For	For
						2	Stock award incentive plan	Issuer	Yes	Against	Against
						3	Ratify accountants	Issuer	Yes	For	For
Cambridge Bancorp	CATC	132152109	4/26/2010	3/1/2010		1	Election of five (5) directors	Issuer	Yes	For	For
						2	Ratify accounting firm	Issuer	Yes	For	For
First Citizens Bancshares, Inc.	FCNCA	31946M103	4/26/2010	3/3/2010		1	Election of eighteen (18) directors	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Ameriserv Financial, Inc.	ASRV	03074A102	4/27/2010	3/8/2010	2	Dixon Hughes as accountants	Issuer	Yes	For	For
					1	Election of five (5) directors	Issuer	Yes	For	For
BB & T Corporation	BBT	054937107	4/27/2010	2/24/2010	2	Wave age restriction	Issuer	Yes	For	For
					3	Executive compensation	Issuer	Yes	For	For
					1	Election of eighteen (18) directors	Issuer	Yes	For	For
					2	Increase authorized shares	Issuer	Yes	For	For
					3	PWC LLP as accountant	Issuer	Yes	For	For
					4	Political contribution reports	Holder	Yes	Against	For
CFS Bancorp, Inc. (Oposition Proxy Solicited by PL Capital Group)	CITZ	12525D102	4/27/2010	3/9/2010	5	Require independent Chair of Board of Directors	Holder	Yes	For	Against
					6	Overdraft policy and practice reports	Holder	Yes	Against	For
					1	Election of J.W. Palmer for director	Holder	Yes	For	Against
					2	BKD, LLP as accountants	Holder	Yes	For	Against
CFS Bancorp, Inc.	CITZ	12525D102	4/27/2010	3/9/2010	1	Election of two (2) directors	Issuer	Did Not Vote	N/A	N/A
					2	BKD, LLP as accountants	Issuer	Did Not Vote	N/A	N/A
First Community Bancshares	FCBC	31983A103	4/27/2010	3/1/2010	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Increase common shares	Issuer	Yes	For	For
					3	Dixon Hughes PLLC as accountants	Issuer	Yes	For	For
					4	Executive Compensation	Issuer	Yes	For	For
Old Point Financial Corporation	OPOF	680194107	4/27/2010	2/17/2010	1	Election of sixteen (16) directors	Issuer	Yes	For	For
					2	Ratify Yount, Hyde & Barbour, P.C. as accountant	Issuer	Yes	For	For
PNC Financial Services Group, Inc.	PNC	693475105	4/27/2010	2/12/2010	1	Election of seventeen (17) directors	Issuer	Yes	For	For
					2	PWC LLP as accountants	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Executive compensation	Issuer	Yes	For	For	
						3	Severance agreements	Holder	Yes	Against	For
						4	Executive compensation report	Holder	Yes	Against	For
Rockville Financial, Inc.	RCKB	774186100	4/27/2010	3/5/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
					2	Wolf & Company, PC	Issuer	Yes	For	For	
					2	Ratify appointment of accounting firm	Issuer	Yes	For	For	
					3	Ratify basis of compensation program for officers	Issuer	Yes	For	For	
					4	Right to call special meetings of stockholders	Issuer	Yes	For	For	
State Bancorp, Inc	STBC	855716106	4/27/2010	3/19/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
Wells Fargo and Company	WFC	949746101	4/27/2010	2/26/2010	1	Election of sixteen (16) directors	Issuer	Yes	For	For	
						2	Named executive compensation	Issuer	Yes	For	For
						3	Increase shares of common stock	Issuer	Yes	For	For
						4	KPMG LLP as auditors	Issuer	Yes	For	For
						5	Executive and director compensation	Holder	Yes	Against	For
						6	Require an independent chairman	Holder	Yes	Against	For
						7	Charitable contribution report	Holder	Yes	Against	For
						8	Political contribution report	Holder	Yes	Against	For
Associated Banc-corp	ASBC	045487105	4/28/2010	3/4/2010	1	Election of ten (10) directors	Issuer	Yes	For	For	
						2	Incentive compensation plan	Issuer	Yes	Against	Against
						3	Executive compensation	Issuer	Yes	For	For
Bank of America	BAC	060505104	4/28/2010	3/3/2010	1	Election of thirteen (13) directors	Issuer	Yes	For	For	
						2	Ratify accounting firm	Issuer	Yes	For	For
						3	Increase shares of common stock	Issuer	Yes	For	For
						4	Executive compensation	Issuer	Yes	For	For
						5	Key associate stock plan	Issuer	Yes	Against	Against
						6		Holder	Yes	Against	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Disclosure of government employment					
					7	Non-deductible pay Special Stockholder	Holder	Yes	Against	For	
					8	Meetings Executive	Holder	Yes	Against	For	
					9	Compensation	Holder	Yes	Against	For	
					10	Succession Planning	Holder	Yes	Against	For	
					11	Derivatives trading	Holder	Yes	For	Against	
					12	Recoup incentive compensation	Holder	Yes	Against	For	
Barrick Gold Corporation	ABX	067901108	4/28/2010	3/3/2010	1	Election of fourteen (14) directors	Issuer	Yes	For	For	
					2	PWC LLP as auditors	Issuer	Yes	For	For	
					3	Executive compensation	Issuer	Yes	For	For	
Centrue Financial Corporation	TRUE	15643B106	4/28/2010	3/1/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
					2	Crowe Horwath LLp as Auditors	Issuer	Yes	For	For	
					3	Executive Compensation	Issuer	Yes	For	For	
Great Florida Bank	GFLBB	390528206	4/29/2010	2/26/2010	1	Election of seven (7) directors	Issuer	Yes	For	For	
Katahdin Bankshares Corp.	KTHN	485835102	5/3/2010	3/3/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
					2	Berry, Dunn, McNeil and Parker as accountants	Issuer	Yes	For	For	
LSB Corporation	LSBX	50215P100	5/4/2010	3/5/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
					2	Wolf & Company, PC as accountants	Issuer	Yes	For	For	
Maiden Holdings, Ltd.	MHLD	G5753U112	5/4/2010	3/31/2010	1	Election of nine (9) directors	Issuer	Yes	For	For	
					3	Increase number of common shares	Issuer	Yes	Against	Against	
					4	BDO Seidman, LLP as accountants & Arthur Morris and Company as accountants	Issuer	Yes	For	For	
The Connecticut Bank & Trust Company	CTBC	207546102	5/4/2010	3/16/2010	1	Election of five (5) directors	Issuer	Yes	For	For	
					2	Executive Compensation	Issuer	Yes	For	For	

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

CRM Holdings Ltd	CRMH	G2554P103	5/5/2010	3/23/2010	1	Election of three (3) directors of CRM Holdings Ltd	Issuer	Yes	For	For
					2	Election of eight (8) directors of Twin Bridges Ltd	Issuer	Yes	For	For
					3	Ernst & Young LLP as auditors	Issuer	Yes	For	For
					4	Name change	Issuer	Yes	For	For
					5	Approve amended by-laws	Issuer	Yes	For	For
					6	Reverse share split	Issuer	Yes	For	For
Heritage Financial Corporation	HFWA	42722X106	5/5/2010	3/8/2010	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Executive compensation	Issuer	Yes	For	For
					3	KPMG LLP as accountants	Issuer	Yes	For	For
					4	Increase share of common stock	Issuer	Yes	For	For
					5	Omnibus equity plan	Issuer	Yes	For	For
					6	Declassification of Board of Directors	Holder	Yes	For	Against
Rome Bancorp, Inc.	ROME	77587P103	5/5/2010	3/12/2010	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
Assured Guaranty LTD	AGO	G0585R106	5/6/2010	3/16/2010	1	Election of thirteen (13) directors	Issuer	Yes	For	For
					2a	Bermuda law change amendments	Issuer	Yes	For	For
					2b	Corporate Governance amendments	Issuer	Yes	For	For
					3	Ratification of PWC LLP as auditors	Issuer	Yes	For	For
					4b	Authorizing company vote for appointment of PWC LLP as auditors	Issuer	Yes	For	For
					4c	PWC as auditors for Assured Guaranty Ireland Holdings, LTD	Issuer	Yes	For	For
Citizens Community Bank	CZYB	174532101	5/6/2010	3/8/2010	1	Election of six (6) directors	Issuer	Yes	For	For
					2	Executive Compensation	Issuer	Yes	For	For
	HBCP	43689E107	5/6/2010	3/19/2010	1		Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Home Bancorp, Inc						Election of two (2) directors					
						2	Porter Keadle Moore LLP as accountants	Issuer	Yes	For	For
Ocean First Financial Corp						1	Election of two (2) directors	Issuer	Yes	For	For
						2	KPMG LLP as Accountants	Issuer	Yes	For	For
Ocwen Financial Corporation						1	Election of six (6) directors	Issuer	Yes	For	For
						2	D & T LLP as accountants	Issuer	Yes	For	For
Sterling Bancorp						1	Election of ten (10) directors	Issuer	Yes	For	For
						2	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
						3	Executive compensation	Issuer	Yes	For	For
Xenith Bankshares, Inc.						1	Election of eleven (11) directors	Issuer	Yes	For	For
						2	Grant Thornton LLP as accountants	Issuer	Yes	For	For
Cypress Sharpridge Investments Inc.						1	Election of seven (7) directors	Issuer	Yes	For	For
						2	D & T LLP as accountants	Issuer	Yes	For	For
Goldman Sachs Group, Inc.						1	Election of eleven (11) directors	Issuer	Yes	For	For
						2	PWC LLP as accountants	Issuer	Yes	For	For
						3	Executive compensation	Issuer	Yes	For	For
						4	Eliminate Super Majority Voting	Issuer	Abstain	Abstain	Abstain
						5	Holders of 25% to be able to call special meetings	Issuer	Yes	For	For
						6	Cumulative Voting	Holder	Yes	For	Against
						7	Collateral in OTC derivatives trading	Holder	Yes	Against	For
						8	Separate chair & CEO Political Contribution	Holder	Yes	Against	For
						9	report	Holder	Yes	Against	For
						10	Global warming report	Holder	Yes	Against	For
						11	Pay Disparity report	Holder	Yes	Against	For
						12		Holder	Yes	Against	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Executive compensation				
Bank Marin Bancorp	BMRC	063425102	5/11/2010	3/15/2010	1	Election of eleven (11) directors	Issuer	Yes	For	For
						2	Approve director stock plan	Issuer	Yes	For
						3	Ratify Independent Auditors	Issuer	Yes	For
Carolina Trust Bank	CART	144200102	5/11/2010	3/31/2010	1	Election of eight (8) directors	Issuer	Yes	For	For
						2	Executive Compensation	Issuer	Yes	For
						3	Increase authorized shares	Issuer	Yes	For
						4	Ratify accountants	Issuer	Yes	For
Republic First Bancorp, Inc.	FRBK	760416107	5/11/2010	3/11/2010	1	Election of three (3) directors	Issuer	Yes	For	For
						2	Increase common stock	Issuer	Yes	For
						3	Adjourn meeting to solicit additional proxies	Issuer	Abstain	Abstain
Dynex Capital Inc.	DX	26817Q506	5/12/2010	3/23/2010	1	Election of three (3) directors	Issuer	Yes	For	For
						2	BDO Seidman LLP as auditors	Issuer	Yes	For
Genworth Financial , Inc.	GNW	37247D106	5/12/2010	3/19/2010	1	Election of nine (9) directors	Issuer	Yes	For	For
						2	Material terms of performance goals for performance based awards	Issuer	Yes	Against
						3	KPMG LLP as accountants	Issuer	Yes	For
Legacy Bancorp, Inc	LEGC	52463G105	5/12/2010	3/22/2010	1	Election of three (3) directors	Issuer	Yes	For	For
						2	Regarding annual election of directors	Issuer	Yes	For
						3	Wolf & Company PC as accountants	Issuer	Yes	For
Penn Millers Holding Corporation	PMIC	707561106	5/12/2010	3/17/2010	1	Election of three (3) directors	Issuer	Yes	For	For
						2	KPMG LLP as accountants	Issuer	Yes	For
						3	Stock Incentive plan	Issuer	Yes	Against
SI Financial Group, Inc.	SIFI	78425W102	5/12/2010	3/15/2010	1	Election of eleven (11) directors	Issuer	Yes	For	For
						2	Ratify accountants	Issuer	Yes	For
Washington Banking	WBCO	937303105	5/13/2010	3/15/2010	1	Election of two (2) directors	Issuer	Yes	For	For

Company												
Amtrust Financial Services, Inc.	AFSI	032359309	5/14/2010	3/26/2010	2	Executive Compensation	Issuer	Yes	For	For		
					3	Ratify Auditor and Moss Adams LLP as accountants	Issuer	Yes	For	For		
					4	Declassify the Board of Directors and annual election of Board of Directors	Holder	Yes	For	Against		
					1	Election of seven (7) directors	Issuer	Yes	For	For		
First Community Bank Corp of America	FCFL	31985E202	5/17/2010	4/8/2010	2	BDO Seidman, LLP as auditors	Issuer	Yes	For	For		
					3	Amend 2007 executive performance plan	Issuer	Yes	Against	Against		
					4	2010 Omnibus incentive plan	Issuer	Yes	Against	Against		
					1	Fix number of directors to serve on board for ensuing year at nine (9)	Issuer	Yes	For	For		
Bank of Commerce Holdings	BOCH	06424J103	5/18/2010	3/31/2010	2	Election of eight (8) directors	Issuer	Yes	For	For		
					3	Executive Compensation	Issuer	Yes	For	For		
					4	Increase authorized common stock	Issuer	Yes	For	For		
					5	Adjourn meeting to solicit additional votes	Issuer	Abstain	Abstain	Abstain		
Flushing Financial Corporation	FFIC	343873105	5/18/2010	3/26/2010	1	Election of ten(10) directors	Issuer	Yes	For	For		
					2	Moss Adams LLP as accountants	Issuer	Yes	For	For		
					3	Amend and reinstate stock incentive plan	Issuer	Yes	Against	Against		
					4	Remove cumulative voting	Issuer	Yes	Against	Against		
Flushing Financial Corporation	FFIC	343873105	5/18/2010	3/26/2010	5	Compensation of named executives	Issuer	Yes	For	For		
					1	Election of four (4) directors	Issuer	Yes	For	For		
					2	Grant Thornton, LLP as accountants	Issuer	Yes	For	For		
					3	Increase shares	Issuer	Yes	For	For		
Flushing Financial Corporation	FFIC	343873105	5/18/2010	3/26/2010	4		Issuer	Yes	Against	Against		

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Re-approval of the performance criteria of the Omnibus Incentive plan				
Redwood Financial, Inc.	REDW	757903109	5/18/2010	3/19/2010	1	Election of two (2) directors	Issuer	Yes	For	For
Southern First Bancshares	SFST	842873101	5/18/2010	3/31/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Stock Incentive plan	Issuer	Yes	Against	Against
					3	Executive Compensation	Issuer	Yes	For	For
					4	Adjourn meeting to solicit additional proxies	Issuer	Abstain	Abstain	Abstain
					5	Elliott Davis LLC as accountants	Issuer	Yes	For	For
Valley Commerce Bancorp	VCBP	919518100	5/18/2010	3/24/2010	1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Executive Compensation	Issuer	Yes	For	For
					3	Perry-Smith LLP as auditors	Issuer	Yes	For	For
Abington Bancorp, Inc.	ABBC	00350L109	5/19/2010	4/1/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Parentbeard LLC as accountants	Issuer	Yes	For	For
Altisource Portfolio Solutions S.A.	ASPS	L0175J104	5/19/2010	3/15/2010	1	Election of five (5) directors	Issuer	Yes	For	For
					2	D & T LLP as accounting firm	Issuer	Yes	For	For
					3	Ratify share purchase reform	Issuer	Yes	For	For
					4	Ratify Directors reports	Issuer	Yes	For	For
					5	Ratify Luxembourg statutory accounts	Issuer	Yes	For	For
					6	Discharge directors	Issuer	Yes	For	For
					7	Other matters	Issuer	Abstain	Abstain	Abstain
Bancorp Rhode Island, Inc.	BARI	059690107	5/19/2010	4/1/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Executive compensation	Issuer	Yes	For	For
					3	KPMG LLP as auditors	Issuer	Yes	For	For
Central Valley Community Bancorp	CVCY	155685100	5/19/2010	3/22/2010	1	Election of eight (8) directors	Issuer	Yes	For	For
					2	Perry-Smith LLP as accountants	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

					3	Executive compensation	Issuer	Yes	For	For
					4	Increase shares; Create new series of common stock; Rights, preferences, privileges and restrictions of common stock	Issuer	Yes	For	For
					5	Eliminate cumulative voting for the Directors	Issuer	Yes	Against	Against
First Advantage Bancorp	FABK	31848L104	5/19/2010	3/29/2010	1	Election of 3 (three) directors	Issuer	Yes	For	For
					2	HorneLLP as accountants	Issuer	Yes	For	For
First Capital Bancorp, Inc.	FCVA	319438107	5/19/2010	3/22/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Stock incentive plan	Issuer	Yes	Against	Against
					3	Increase number of shares to 30,000,000	Issuer	Yes	For	For
					4	Disclosure of executive compensation	Issuer	Yes	For	For
					5	Ratify appointment of Cherry, Bekaert & Holland	Issuer	Yes	For	For
FNB Bancorp	FNBG	302515101	5/19/2010	4/1/2010	1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Advisory vote on executive compensation	Issuer	Yes	For	For
					3	Moss Adams as auditors	Issuer	Yes	For	For
Meridian Interstate Bancorp, Inc	EBSB	58964Q104	5/19/2010	3/31/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Wolf & Company PC as accountants	Issuer	Yes	For	For
Pilot Banshares Inc.	PLBN	721530103	5/19/2010	4/9/2010	1	Election of three (3) directors	Issuer	Yes	For	For
Third Century Bancorp	TDCB	884120106	5/19/2010	3/15/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	BKD LLP as accountants	Issuer	Yes	For	For
Wainwright & Trust Company	WAIN	930705108	5/19/2010	3/24/2010	1	Election of ten (10) directors	Issuer	Yes	For	For
					2	Election of Clerk	Issuer	Yes	For	For
					3	Caturano and Company, PC as auditors	Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

American Rivier Bankshares	AMRB	029326105	5/20/2010	3/29/2010	1	Election of ten (5) directors	Issuer	Yes	For	For
					2	2010 Equity Incentive plan	Issuer	Yes	Against	Against
					3	Perry-Smith LLP as accountants	Issuer	Yes	For	For
Beacon Federal Bancorp, Inc	BFED	073582108	5/20/2010	3/12/2010	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
Beneficial Mutual Bancorp, Inc.	BNCL	08173R104	5/20/2010	4/1/2010	1	Election of six (6) directors	Issuer	Yes	For	For
Bridge Capital Holdings	BBNK	108030107	5/20/2010	3/25/2010	1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Executive Compensation	Issuer	Yes	For	For
					3	Vavrinek, Trine & Co. LLP as accountants	Issuer	Yes	For	For
Central Federal Corporation	CFBK	15346Q103	5/20/2010	4/9/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Executive compensation	Issuer	Yes	For	For
					3	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
First Trust Bank	NCFT	33732N105	5/20/2010	3/17/2010	1	Election of four (4) directors	Issuer	Yes	For	For
					2	Dixon Hughes PLLC as accountants	Issuer	Yes	For	For
Greater Hudson Bank, N.A.	GHDS	391868106	5/20/2010	3/31/2010	1	Election of seven (7) directors	Issuer	Yes	For	For
Muni Funding Company of America, LLC	MUNFL	62618W103	5/20/2010	4/16/2010	1	Election of five (5) directors	Issuer	Yes	For	For
Newport Bancorp, Inc.	NFSB	651754103	5/20/2010	3/22/2010	1	Election of five (5) directors	Issuer	Yes	For	For
					2	Wolf & Company LLC as accountants	Issuer	Yes	For	For
Omni American Inc	OABC	68216R107	5/20/2010	4/20/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Mcgladrey & Pullen LLP as accountants	Issuer	Yes	For	For
Willis Lease Finance Corporation	WLFC	970646105	5/20/2010	3/22/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Increase share of common stock	Issuer	Yes	Against	Against
					3	Approve performance-based	Issuer	Yes	Against	Against

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						compensation policy				
Danvers Bancorp, Inc.	DNBK	236442109	5/21/2010	3/26/2010	4	KPMG LLC as accountants	Issuer	Yes	For	For
					1	Election of five (5) directors	Issuer	Yes	For	For
PMI Group, The	PMI	69344M101	5/21/2010	3/31/2010	2	Wolf & Company, P.C. as accountants	Issuer	Yes	For	For
					1	Election of nine (9) directors	Issuer	Yes	For	For
					2	Ernst & Young LLP as Accountants	Issuer	Yes	For	For
					3	Amend Certificate of Incorporation	Issuer	Yes	For	For
					4	Employee stock purchase plan	Issuer	Yes	For	For
					5	Amend equity incentive plan	Issuer	Yes	Against	Against
1st United Bancorp, Inc.	FUBC	33740N105	5/25/2010	3/23/2010	1	Election of eleven (11) directors	Issuer	Yes	For	For
					2	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
Parkway Bank	PKWY	70153M109	5/25/2010	3/26/2010	1	Election of 3 (three) directors	Issuer	Yes	For	For
					2	Dixon Hughes PLLC	Issuer	Yes	For	For
Square 1 Financial, Inc.	SQFI		5/25/2010		1	Election of three (3) directors	Issuer	Yes	For	For
					2	Grant Thornton LLP as auditors	Issuer	Yes	For	For
Tower Bancorp, Inc	TOBC	891709107	5/25/2010	4/9/2010	1	Election of six (6) directors	Issuer	Yes	For	For
					2	Stock incentive plan	Issuer	Yes	Against	Against
					3	KPMG LLP as accountants	Issuer	Yes	For	For
					1	First California Financial Group, Inc.	Issuer	Yes	For	For
First California Financial Group, Inc.	FCAL	319395109	5/26/2010	4/22/2010	2	Moss Adams LLP	Issuer	Yes	For	For
					3	Executive Compensation	Issuer	Yes	For	For
Mackinac Financial Corp	MFNC	554571109	5/26/2010	4/20/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Executive compensation	Issuer	Yes	For	For
					3	Plante & Moran, PLLC as auditors	Issuer	Yes	For	For
					1	Election of three (3) directors	Issuer	Yes	For	For
Northfield Bancorp, Inc.	NFBK	66611L105	5/26/2010	4/6/2010	2	KPMG LLP as accountants	Issuer	Yes	For	For
					1	Election of two (2) directors	Issuer	Yes	For	For
Pacific Premier Bancorp, Inc.	PPBI	69478X105	5/26/2010	3/31/2010	1					

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

					2	Appoint auditors	Issuer	Yes	For	For
Sierra Bancorp	BSRR	82620P102	5/26/2010	3/29/2010	1	Election of five (5) directors	Issuer	Yes	For	For
					2	Vavrinek, Trine, Day Co. LLP	Issuer	Yes	For	For
White Mountains Insurance Group, Ltd	WTM	G9618E107	5/26/2010	3/29/2010	1	Election of (24) directors	Issuer	Yes	For	For
					7	Amendments to the Long-Term Incentive Plan	Issuer	Yes	Against	Against
					8	Amendments to the terms of options granted to the chairman and CEO	Issuer	Yes	Against	Against
					9	PWC LLP as accountants	Issuer	Yes	For	For
East West Bancorp, Inc.	EWBC	27579R104	5/27/2010	3/31/2010	1	Election of eleven (11) directors	Issuer	Did Not Vote	N/A	N/A
					2	Ratify KPMG LLP as accountant	Issuer	Did Not Vote	N/A	N/A
					3	Advisory Vote to Approve Executive Compensation	Issuer	Did Not Vote	N/A	N/A
Aercap Holdings N.V.	AER	N00985106	5/27/2010	3/30/2010	3	Adoption of the annual accounts for the financial year 2009	Issuer	Yes	For	For
					5	Discharge of Directors	Issuer	Yes	For	For
					6	Election of seven (7) directors	Issuer	Yes	For	For
					7	Amend Remuneration Policy	Issuer	Yes	For	For
					8	Designation of Mr. K.A. Helming as person referred to in the articles of incorporation	Issuer	Yes	For	For
					9	PWC LLP as accountants	Issuer	Yes	For	For
					10	Authorize Board of Directors to repurchase shares	Issuer	Yes	For	For
					11	Amend articles of association	Issuer	Yes	For	For
Old Line Bancshares, Inc.	OLBK	67984M100	5/27/2010	4/6/2010	1	Election of five (5) directors	Issuer	Yes	For	For
					2		Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Rowles & Company as accountants				
PrivateBancorp, Inc.	PVTB	742962103	5/27/2010	3/31/2010	3	Equity incentive plan	Issuer	Yes	Against	Against
					1	Election of four (4) directors	Issuer	Yes	For	For
					2	Ernst & Young LLP as accountants	Issuer	Yes	For	For
					3	Executive Compensation	Issuer	Yes	For	For
					4	Increase shares	Issuer	Yes	For	For
Naugatuck Valley Financial Corp.	NVSL	639067107	5/28/2010	4/9/2010	1	Election of three (3) directors	Issuer	Yes	For	For
					2	Whitlesey & Hadley, PC as accountants	Issuer	Yes	For	For
Sterling Banks Inc.	STBK	85915B100	6/8/2010	4/23/2010	1	Merger Plan	Issuer	Yes	For	For
					2	Adjourn meeting to solicit additional proxies	Issuer	Abstain	Abstain	Abstain
Omega Healthcare Investors, Inc.	OHI	681936100	6/9/2010	4/30/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Ernst & Young, LLP as auditors	Issuer	Yes	For	For
					3a	Revise provisions re REIT ownership limits	Issuer	Yes	For	For
					3b	Authorize Board of Directors to increase or decrease shares	Issuer	Yes	Against	Against
Heritage Oaks Bancorp	HEOP	42724R107	6/10/2010	3/31/2010	1	Election of eleven (11) directors	Issuer	Yes	For	For
					2	Increase shares	Issuer	Yes	For	For
					3	Approve issuance of shares	Issuer	Yes	For	For
					4	Increase Directors from nine to fifteen	Issuer	Yes	For	For
					5	Executive compensation	Issuer	Yes	For	For
					6	Vavrinek, Trine, Day & Co. LLP as accountants	Issuer	Yes	For	For
					7	Solicit additional proxies	Issuer	Abstain	Abstain	Abstain
Oak Ridge Financial Services, Inc.	BKOR	671768109	6/10/2010	4/16/2010	1	Election of two (2) directors	Issuer	Yes	For	For
					2	Executive Compensation	Issuer	Yes	For	For
					3		Issuer	Yes	For	For

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						Elliot Davis, PLLC as accountants					
Florida Capital Group, Inc.	GAF		6/15/2010		1	Election of eight (8) directors	Issuer	Yes	For	For	
						2	Increase authorized shares	Issuer	Yes	For	For
Sound Financial, Inc.	SNFL	83607Y108	6/15/2010	5/4/2010	1	Election of three (3) directors	Issuer	Yes	For	For	
						2	Moss Adams LLP as accountants	Issuer	Yes	For	For
CCF Holding Company	CCFH	12487X104	6/17/2010	5/3/2010	1	Election of two (2) directors	Issuer	Yes	For	For	
ICB Financial	ICBN	44923M103	6/17/2010	4/19/2010	1	Election of ten (10) directors	Issuer	Yes	For	For	
						2	Executive compensation proposal	Issuer	Yes	For	For
						3	Other business	Issuer	Abstain	Abstain	Abstain
Oritani Fanacial Corp.	ORIT	686323106	6/18/2010	5/5/2010	1	Approve plan of conversion and reorganization	Issuer	Yes	For	For	
						2	Approval of adjournment of special meeting	Issuer	Abstain	Abstain	Abstain
						3a	Limit ability of shareholders to remove directors	Issuer	Yes	Against	Against
						3b	Supermajority vote required to approve certain amendments to the new articles of incorporation	Issuer	Yes	Against	Against
						3c	Supermajority vote required to approve shareholder-proposed amendments to bylaws	Issuer	Yes	Against	Against
						3d	Limit voting rights of shares owned in excess of 10% of outstanding stock	Issuer	Yes	Against	Against
Fox Chase Bancorp, Inc.	FXCB	35137P106	6/24/2010	4/30/2010	1	Plan of conversion & reorganization	Issuer	Yes	For	For	
						2a	Supermajority vote required to approve certain amendments to the new articles of incorporation	Issuer	Yes	Against	Against
						2b	Limit voting rights of shares owned in excess of 10% of	Issuer	Yes	Against	Against

						outstanding stock				
						Election of two (2) directors	Issuer	Yes	For	For
						3				
						KPMG LLP as accountants	Issuer	Yes	For	For
						4				
Colonial Bankshares, Inc.	COBK	195572102	6/25/2010	5/4/2010	1	Approve plan of conversion and reorganization	Issuer	Yes	For	For
						Parentbeard LLC as accountants	Issuer	Yes	For	For
						2				
						Election of three (3) directors	Issuer	Yes	For	For
						3				
						Solicit additional proxies if necessary	Issuer	Abstain	Abstain	Abstain
						4				
						Supermajority vote required to approve certain amendments to the new articles of incorporation	Issuer	Yes	Against	Against
						5a				
						Supermajority vote required to approve shareholder-proposed amendments to				
						5b	bylaws	Issuer	Yes	Against
										Against
						Limit voting rights of shares owned in excess of 10% of outstanding stock	Issuer	Yes	Against	Against
						5c				
Fidelity Federal Bancorp	FDLB	315921205	6/28/2010	5/28/2010	1	Election of seven (7) directors	Issuer	Yes	For	For
						Approve plan of conversion and reorganization	Issuer	Yes	For	For
Viewpoint Financial group	VPFG	926727108	6/28/2010	4/29/2010	1					
						Election of two (2) directors	Issuer	Yes	For	For
						2				
						Ernst & Young LLP as accountant	Issuer	Yes	For	For
						3				
						Solicit additional proxies if necessary	Issuer	Abstain	Abstain	Abstain
						4				
						Limit ability of shareholders to remove directors	Issuer	Yes	Against	Against
						5a				
						Supermajority vote required to approve certain amendments to the new articles of incorporation	Issuer	Yes	Against	Against
						5b				
						Supermajority vote required to approve shareholder-proposed amendments to	Issuer	Yes	Against	Against
						5c				

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

						bylaws				
						Limit voting rights of shares owned in excess of 10% of outstanding stock	Issuer	Yes	Against	Against
Nara Bancorp, Inc.	NARA	63080P105	6/29/2010	5/5/2010	5d	Election of eight (8) directors	Issuer	Yes	For	For
					1	Crowe Horwath LLP as accountants	Issuer	Yes	For	For
					2	Approve compensation plan	Issuer	Yes	For	For
					3	Increase number of shares	Issuer	Yes	For	For
First Security Group, Inc.	FSGI	336312103	6/30/2010	5/7/2010	4	Election of five (5) directors	Issuer	Yes	For	For
					1	Joseph Decosimo & Co PLLC as accountants	Issuer	Yes	For	For
					2	Executive compensation	Issuer	Yes	For	For
					3	Increase shares of common stock	Issuer	Yes	For	For
Ocean Shore Holding CO	OSHC	67501R103	6/30/2010	5/3/2010	4	Approve potential private offering of stock	Issuer	Yes	For	For
					5	Election of seven (7) directors	Issuer	Yes	For	For
					1	Approval of the equity incentive plan	Issuer	Yes	Against	Against
					2	D&T LLP as accountants	Issuer	Yes	For	For
Oriental Financial Group Inc.	OFG	68618W100	6/30/2010	5/24/2010	3	Approve issuance of common stock	Issuer	Yes	For	For
					1	Adjourn or postpone meeting to solicit additional proxies	Issuer	Abstain	Abstain	Abstain
The Bancorp, Inc.	TBBK	05969A105	5/10/2010	3/15/2010	2	Election of eleven (11) directors	Issuer	Yes	For	For
					1	Approve executive compensation plan	Issuer	Yes	For	For
					2	Approve Grant Thomson LLP as accountants	Issuer	Yes	For	For

SIGNATURE

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

(Registrant) First Opportunity Fund, Inc.

By: /s/ Stephen C. Miller
Stephen C. Miller
President (Principal Executive Officer)

Date: August 31, 2010
