

BANCROFT FUND LTD  
Form N-PX  
August 23, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Jane D. O'Keeffe

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-422-3554

Date of fiscal year end: October 31

Date of reporting period: July 1, 2017 – June 30, 2018

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

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

**PROXY VOTING RECORD****FOR PERIOD JULY 1, 2017 TO JUNE 30, 2018**

ProxyEdge

Report Date: 07/01/2018

Meeting Date Range: 07/01/2017 - 06/30/2018

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Bancroft Fund Ltd.

Investment Company Report

AMERICAN TOWER CORPORATION

Security03027X100

Meeting Type

Annual

Ticker  
Symbol AMT

Meeting Date

23-May-2018

ISIN US03027X1000

Agenda

934771800 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1a.	Election of Director: Gustavo Lara Cantu	Management	For	For
1b.	Election of Director: Raymond P. Dolan	Management	For	For
1c.	Election of Director: Robert D. Hormats	Management	For	For
1d.	Election of Director: Grace D. Lieblein	Management	For	For
1e.	Election of Director: Craig Macnab	Management	For	For
1f.	Election of Director: JoAnn A. Reed	Management	For	For
1g.	Election of Director: Pamela D.A. Reeve	Management	For	For
1h.	Election of Director: David E. Sharbutt	Management	For	For
1i.		Management	For	For

- Election of  
 Director: James D.  
 Taiclet, Jr.  
 Election of  
 Director: Samme Management For For  
 L. Thompson  
 To ratify the  
 selection of  
 Deloitte & Touche  
 LLP as the  
 2. Company's Management For For  
 independent  
 registered public  
 accounting firm  
 for 2018.  
 To approve, on an  
 advisory basis, the  
 3. Company's Management For For  
 executive  
 compensation.

GOODRICH PETROLEUM CORPORATION

Security	382410843	Meeting Type	Annual
Ticker Symbol	GDP	Meeting Date	23-May-2018
ISIN	US3824108431	Agenda	934794961 - Management

- | Item | Proposal   | Proposed<br>by | Vote    | For/Against<br>Management |
|------|--|----------------|---------|---------------------------|
| 1.   | DIRECTOR   | Management     |         |                           |
|      | 1 Ronald F.<br>Coleman   |                | For     | For                       |
|      | 2 K. Adam Leight   |                | For     | For                       |
|      | 3 Thomas M.<br>Souers  |                | For     | For                       |
| 2.   | Ratify the selection<br>of Moss Adams<br>LLP as the<br>Company's<br>independent<br>registered public<br>accounting firm<br>for the fiscal year<br>ended December<br>31, 2018.<br>Approve, on an<br>advisory basis, the<br>compensation of<br>our<br>Named Executive<br>Officers. | Management     | For     | For                       |
| 3.   |  | Management     | For     | For                       |
| 4.   |  | Management     | Against |                           |

This proposal has  
been removed from  
the agenda.

**SIGNATURES**

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

Registrant Bancroft Fund Ltd.

By (Signature and Title)\* /s/ Jane D. O'Keeffe

Jane D. O'Keeffe, Principal Executive Officer

Date 8/21/18

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