

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

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-1731**

**Source Capital, Inc.**

(Exact name of registrant as specified in charter)

**11601 Wilshire Blvd.,**

**Ste. 1200, Los Angeles, CA 90025**

(Address of principal executive offices) (Zip code)

**J. Richard Atwood, President**

**Source Capital, Inc.**

**11601 Wilshire Blvd., Ste. 1200,**

**Los Angeles, CA 90025**

(Name and address of agent for service)

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

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

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

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**Item 1. Proxy Voting Record.**

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

ALCOA CORPORATION

Ticker: AA Security ID: 013872106

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

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

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

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ALCOA INC.

Ticker: AA Security ID: 013817101

Meeting Date: OCT 05, 2016 Meeting Type: Special

Record Date: AUG 03, 2016

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

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ALPHABET INC.

Ticker: GOOGL Security ID: 02079K305

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: APR 19, 2017

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

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

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AMERICAN EXPRESS COMPANY

Ticker:            AXP                    Security ID: 025816109

Meeting Date: MAY 01, 2017    Meeting Type: Annual

Record Date: MAR 03, 2017

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

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AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874784

Meeting Date: JUN 28, 2017 Meeting Type: Annual

Record Date: MAY 08, 2017

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



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5 Ratify PricewaterhouseCoopers LLP as For For Management  
Auditors

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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

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

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 23, 2017 Meeting Type: Annual

Record Date: APR 25, 2017

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

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

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ARCONIC INC.

Ticker: ARNC Security ID: 03965L100

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

Record Date: MAR 01, 2017

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

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

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

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BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 02, 2017

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

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

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CISCO SYSTEMS, INC.

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Ticker: CSCO Security ID: 17275R102

Meeting Date: DEC 12, 2016 Meeting Type: Annual

Record Date: OCT 14, 2016

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

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

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



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

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GAZPROM PJSC

Ticker:           GAZP                   Security ID: 368287207

Meeting Date: JUN 30, 2017   Meeting Type: Annual

Record Date: JUN 05, 2017

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

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

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

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GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: FEB 27, 2017

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

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

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GROUPE BRUXELLES LAMBERT

Ticker: GBLB Security ID: B4746J115

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: APR 11, 2017

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

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

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JARDINE STRATEGIC HOLDINGS LTD.

Ticker: J37 Security ID: G50764102

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date:

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

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LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: DEC 05, 2016 Meeting Type: Special

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

Record Date: NOV 10, 2016

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

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LUKOIL PJSC

Ticker: LKOH Security ID: 69343P105

Meeting Date: JUN 21, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

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



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

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 30, 2016 Meeting Type: Annual

Record Date: SEP 30, 2016

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

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: ADPV30566

Meeting Date: DEC 16, 2016 Meeting Type: Special

Record Date: NOV 21, 2016

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

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MMC NORILSK NICKEL PJSC

Ticker: MNOD Security ID: 55315J102

Meeting Date: JUN 09, 2017 Meeting Type: Annual

Record Date: MAY 16, 2017

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

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### Dividends

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

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Audit Commission

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

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MYLAN N.V.

Ticker: MYL Security ID: N59465109

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 25, 2017

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

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

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OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

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

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105

Meeting Date: NOV 16, 2016 Meeting Type: Annual

Record Date: SEP 19, 2016

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



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QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103

Meeting Date: MAR 07, 2017 Meeting Type: Annual

Record Date: JAN 09, 2017

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

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ROSNEFT OIL COMPANY OJSC

Ticker: ROSN Security ID: 67812M207

Meeting Date: JUN 22, 2017 Meeting Type: Annual

Record Date: MAY 26, 2017

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

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

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TE CONNECTIVITY LTD.

Ticker: TEL Security ID: H84989104

Meeting Date: MAR 08, 2017 Meeting Type: Annual

Record Date: FEB 16, 2017

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

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

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September 30, 2016

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

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

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

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UNILEVER NV

Ticker: UNA Security ID: N8981F271

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: MAR 29, 2017

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

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



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UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 24, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

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

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WPP PLC

Ticker: WPP Security ID: G9788D103

Meeting Date: JUN 07, 2017 Meeting Type: Annual

Record Date: JUN 05, 2017

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

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

**SIGNATURES**

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

**SOURCE CAPITAL, INC.**

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

Date: August 18, 2017

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