

BOULDER GROWTH & INCOME FUND  
Form N-PX  
August 23, 2013

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: 811-02328

BOULDER GROWTH & INCOME FUND, INC.  
(Exact name of registrant as specified in charter)

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

Fund Administrative Services, LLC  
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: November 30

Date of reporting period: July 1, 2012 – June 30, 2013

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.

Item 1. Proxy Voting Record

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

For Period July 1, 2012 to June 30, 2013

							Matter		
							Proposed		
Ticker		Shareholder Meeting		Record	Meeting	Proposal	by Issuer	Vote Cast	Vote
Symbol	CUSIP	Date	Date	Type	Number	Description of Matter to be Voted On	or Holder	(Yes or Abstain)	(For or Against)
DEO	25243Q205	10/17/2012	9/4/2012	Annual	1	REPORT AND ACCOUNTS 2012.	Issuer	Yes	For
					2	DIRECTORS' REMUNERATION REPORT 2012.	Issuer	Yes	For
					3	DECLARATION OF FINAL DIVIDEND.	Issuer	Yes	For
					4	RE-ELECTION OF PB BRUZELIUS AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					5	RE-ELECTION OF LM DANON AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					6	RE-ELECTION OF LORD DAVIES AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION(CHAIRMAN OF THE COMMITTEE))	Issuer	Yes	For
					7	RE-ELECTION OF BD HOLDEN AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
					8	RE-ELECTION OF DR FB HUMER AS A DIRECTOR. (NOMINATION COMMITTEE (CHAIRMAN OF THE COMMITTEE))	Issuer	Yes	For
					9	RE-ELECTION OF D MAHLAN AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Issuer	Yes	For
					10	RE-ELECTION OF PG SCOTT AS A DIRECTOR. (AUDIT(CHAIRMAN OF THE COMMITTEE), NOMINATION, REMUNERATION COMMITTEE)	Issuer	Yes	For
					11	RE-ELECTION OF HT STITZER AS A DIRECTOR. (AUDIT,	Issuer	Yes	For

							NOMINATION & REMUNERATION COMMITTEE)			
						12	RE-ELECTION OF PS WALSH AS A DIRECTOR. (EXECUTIVE COMMITTEE(CHAIRMAN OF THE COMMITTEE))	Issuer	Yes	For
						13	ELECTION OF HO KWONPING AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Issuer	Yes	For
						14	ELECTION OF IM MENEZES AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Issuer	Yes	For
						15	RE-APPOINTMENT OF AUDITOR.	Issuer	Yes	For
						16	REMUNERATION OF AUDITOR.	Issuer	Yes	For
						17	AUTHORITY TO ALLOT SHARES.	Issuer	Yes	For
						18	DISAPPLICATION OF PRE-EMPTION RIGHTS.	Issuer	Yes	For
						19	AUTHORITY TO PURCHASE OWN ORDINARY SHARES.	Issuer	Yes	For
						20	AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU.	Issuer	Abstain	Abstain
						21	REDUCED NOTICE OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING.	Issuer	Yes	Against
R & COMPANY	PG	742718109	10/9/2012	8/10/2012	Annual	1	Election of directors. Nominees:			
							1) ELECTION OF DIRECTOR: ANGELA F. BRALY	Issuer	Yes	For
							2) ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Issuer	Yes	For
							3) ELECTION OF DIRECTOR: SCOTT D. COOK	Issuer	Yes	For
							4) ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Issuer	Yes	For
							5) ELECTION OF DIRECTOR: ROBERT A. MCDONALD	Issuer	Yes	For
							6) ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Issuer	Yes	For

Edgar Filing: BOULDER GROWTH & INCOME FUND - Form N-PX

	7) ELECTION OF DIRECTOR: JOHNATHAN A. RODGERS			
	8) ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Issuer	Yes	For
	9) ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Issuer	Yes	For
	10) ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Issuer	Yes	For
	11) ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Issuer	Yes	For
	2) RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Issuer	Yes	For
	3) ADVISORY VOTE ON EXECUTIVE COMPENSATION (THE SAY ON PAY VOTE)	Issuer	Yes	For
	4) SHAREHOLDER PROPOSAL #1 - SAY ON POLITICAL CONTRIBUTION (PAGE 67 OF PROXY STATEMENT)	Holder	Yes	Against
	5) SHAREHOLDER PROPOSAL #2 - PRODUCER RESPONSIBILITY FOR PACKAGING (PAGE 70 OF PROXY STATEMENT)	Holder	Yes	Against
	6) SHAREHOLDER PROPOSAL #3 - ADOPT SIMPLE MAJORITY VOTE (PAGE 72 OF PROXY STATEMENT)	Holder	Yes	Against

YMOREAGC-W 007639305 10/24/2012 9/21/2012 Annual 1 Election of directors. Nominees:  
ND INC