

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