

Salient Midstream & MLP Fund  
Form N-PX  
August 13, 2015

**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: 811-22626**

**SALIENT MIDSTREAM & MLP FUND**  
**(Exact name of registrant as specified in charter)**

**4265 SAN FELIPE, SUITE 800**  
**HOUSTON, TEXAS 77027**  
**(Address of principal executive offices) (Zip code)**

**George Zornada, Esq.**

**K&L Gates**

**State Street Financial Center**

**One Lincoln Street**

**Boston, Ma 02111**

**(Name and address of agent for service)**

**Registrant's telephone number, including area code: (713) 993-4001**

**Date of fiscal year end: November 30**

**Date of reporting period: July 1, 2014 through June 30, 2015**

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, 2014 TO JUNE 30, 2015***Salient Midstream & MLP Fund***CAPITAL PRODUCT PARTNERS L.P.**

<b>Security</b>	Y11082107	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	CPLP	<b>Meeting Date</b>	21-Aug-2014
<b>ISIN</b>	MHY110821078	<b>Agenda</b>	934061780 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	ELECTION OF ONE CLASS I DIRECTOR UNTIL THE 2017 ANNUAL MEETING: PIERRE DE DEMANDOLX-DEDONS	Management	For	For
2.	PROPOSAL TO APPROVE THE FOURTH AMENDMENT TO THE SECOND AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP OF CAPITAL PRODUCT PARTNERS L.P. TO REVISE THE TARGET DISTRIBUTIONS TO HOLDERS OF INCENTIVE DISTRIBUTION RIGHTS.	Management	Against	Against
3.	PROPOSAL TO APPROVE AN AMENDMENT AND RESTATEMENT OF CAPITAL PRODUCT PARTNERS L.P. 2008 OMNIBUS INCENTIVE COMPENSATION PLAN AMENDED JULY 22, 2010 TO INCREASE THE MAXIMUM NUMBER OF RESTRICTED UNITS AUTHORIZED FOR ISSUANCE THEREUNDER FROM 800,000 TO 1,650,000.	Management	For	For

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*Salient Midstream & MLP Fund*

**GOLAR LNG PARTNERS LP**

<b>Security</b>	Y2745C102	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	GMLP	<b>Meeting Date</b>	19-Sep-2014
<b>ISIN</b>	MHY2745C1021	<b>Agenda</b>	934063758 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed</b>	<b>Vote</b>	<b>For/Against</b>
1	TO ELECT CARL E. STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF LIMITED PARTNERS.	by Management	For	Management For

*Salient Midstream & MLP Fund*

**SEADRILL PARTNERS LLC**

<b>Security</b>	Y7545W109	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	SDLP	<b>Meeting Date</b>	26-Sep-2014
<b>ISIN</b>	MHY7545W1093	<b>Agenda</b>	934065788 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed</b>	<b>Vote</b>	<b>For/Against</b>
1.	TO ELECT HARALD THORSTEIN AS A CLASS I DIRECTOR OF THE COMPANY WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF MEMBERS.	by Management	For	Management For

*Salient Midstream & MLP Fund***DYNAGAS LNG PARTNERS LP**

<b>Security</b>	Y2188B108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	DLNG	<b>Meeting Date</b>	23-Oct-2014
<b>ISIN</b>	MHY2188B1083	<b>Agenda</b>	934076337 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 EVANGELOS VLAHOULIS		For	For
	2 ALEXIOS RODOPOULOS		For	For
	3 LEVON DEDEGIAN		For	For
2.	TO APPROVE THE APPOINTMENT OF ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS S.A. AS THE PARTNERSHIP S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For

*Salient Midstream & MLP Fund*

**KINDER MORGAN MANAGEMENT, LLC**

<b>Security</b>	49455U100	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	KMR	<b>Meeting Date</b>	20-Nov-2014
<b>ISIN</b>	US49455U1007	<b>Agenda</b>	934091719 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	TO APPROVE THE KMR MERGER AGREEMENT.	Management	Abstain	Against
2.	TO APPROVE THE KMR ADJOURNMENT PROPOSAL.	Management	Abstain	Against
3.	TO APPROVE THE KMP MERGER AGREEMENT.	Management	Abstain	Against
4.	TO APPROVE THE KMP ADJOURNMENT PROPOSAL.	Management	Abstain	Against

*Salient Midstream & MLP Fund***KINDER MORGAN, INC.**

<b>Security</b>	49456B101	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	KMI	<b>Meeting Date</b>	20-Nov-2014
<b>ISIN</b>	US49456B1017	<b>Agenda</b>	934091721 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	TO APPROVE AN AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF KMI TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS P COMMON STOCK, PAR VALUE \$0.01 PER SHARE, OF KMI FROM 2,000,000,000 TO 4,000,000,000.	Management	Abstain	Against
2.	TO APPROVE THE ISSUANCE OF SHARES OF KMI COMMON STOCK IN THE PROPOSED KMP, KMR AND EPB MERGERS.	Management	Abstain	Against
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE FOREGOING PROPOSALS AT THE TIME OF THE SPECIAL MEETING.	Management	Abstain	Against



*Salient Midstream & MLP Fund*

**NAVIOS MARITIME PARTNERS L.P.**

<b>Security</b>	Y62267102	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	NMM	<b>Meeting Date</b>	21-Nov-2014
<b>ISIN</b>	MHY622671029	<b>Agenda</b>	934087102 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 SERAFEIM KRIEMPARDIS		For	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

*Salient Midstream & MLP Fund***MAGELLAN MIDSTREAM PARTNERS, L.P.**

<b>Security</b>	559080106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MMP	<b>Meeting Date</b>	23-Apr-2015
<b>ISIN</b>	US5590801065	<b>Agenda</b>	934133086 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 ROBERT G. CROYLE		For	For
	2 STACY P. METHVIN		For	For
	3 BARRY R. PEARL		For	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR	Management	For	For

*Salient Midstream & MLP Fund***SPECTRA ENERGY CORP**

<b>Security</b>	847560109	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	SE	<b>Meeting Date</b>	28-Apr-2015
<b>ISIN</b>	US8475601097	<b>Agenda</b>	934141095 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A.	ELECTION OF DIRECTOR: GREGORY L. EBEL	Management	For	For
1B.	ELECTION OF DIRECTOR: F. ANTHONY COMPER	Management	For	For
1C.	ELECTION OF DIRECTOR: AUSTIN A. ADAMS	Management	For	For
1D.	ELECTION OF DIRECTOR: JOSEPH ALVARADO	Management	For	For
1E.	ELECTION OF DIRECTOR: PAMELA L. CARTER	Management	For	For
1F.	ELECTION OF DIRECTOR: CLARENCE P. CAZALOT JR	Management	For	For
1G.	ELECTION OF DIRECTOR: PETER B. HAMILTON	Management	For	For
1H.	ELECTION OF DIRECTOR: MIRANDA C. HUBBS	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL MCSHANE	Management	For	For
1J.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Management	For	For
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF LOBBYING ACTIVITIES.	Shareholder	Against	For

*Salient Midstream & MLP Fund***NRG YIELD, INC.**

<b>Security</b>	62942X108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	NYLD	<b>Meeting Date</b>	05-May-2015
<b>ISIN</b>	US62942X1081	<b>Agenda</b>	934150107 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR			
	1 DAVID CRANE		Withheld	Against
	2 JOHN F. CHLEBOWSKI		For	For
	3 KIRKLAND B. ANDREWS		Withheld	Against
	4 BRIAN R. FORD		For	For
	5 MAURICIO GUTIERREZ		Withheld	Against
	6 FERRELL P. MCCLEAN		For	For
	7 CHRISTOPHER S. SOTOS		Withheld	Against
2A.	TO APPROVE THE ADOPTION OF AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C COMMON STOCK AND CLASS D COMMON STOCK.	Management	For	For
2B.	TO APPROVE THE ADOPTION OF AMENDMENTS TO THE COMPANY S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECTUATE THE STOCK SPLIT.	Management	For	For
3.	TO APPROVE THE AMENDED AND RESTATED 2013 EQUITY INCENTIVE PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Management	For	For

*Salient Midstream & MLP Fund***KINDER MORGAN, INC.**

<b>Security</b>	49456B101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	KMI	<b>Meeting Date</b>	07-May-2015
<b>ISIN</b>	US49456B1017	<b>Agenda</b>	934149813 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
1	RICHARD D. KINDER		For	For
2	STEVEN J. KEAN		For	For
3	TED A. GARDNER		For	For
4	ANTHONY W. HALL, JR.		For	For
5	GARY L. HULTQUIST		For	For
6	RONALD L. KUEHN, JR.		For	For
7	DEBORAH A. MACDONALD		For	For
8	MICHAEL J. MILLER		For	For
9	MICHAEL C. MORGAN		For	For
10	ARTHUR C. REICHSTETTER		For	For
11	FAYEZ SAROFIM		For	For
12	C. PARK SHAPER		For	For
13	WILLIAM A. SMITH		For	For
14	JOEL V. STAFF		For	For
15	ROBERT F. VAGT		For	For
16	PERRY M. WAUGHTAL		For	For
2.	APPROVAL OF THE KINDER MORGAN, INC. 2015 AMENDED AND RESTATED STOCK INCENTIVE PLAN.	Management	For	For
3.	APPROVAL OF THE AMENDED AND RESTATED ANNUAL INCENTIVE PLAN OF KINDER MORGAN, INC.	Management	For	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
5.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR	Management	For	For

INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM FOR 2015.

6.	APPROVAL OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF KINDER MORGAN, INC.	Management	For	For
7.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY S RESPONSE TO CLIMATE CHANGE.	Shareholder	Against	For
8.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS.	Shareholder	Against	For
9.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT.	Shareholder	For	Against

*Salient Midstream & MLP Fund***BUCKEYE PARTNERS, L.P.**

<b>Security</b>	118230101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	BPL	<b>Meeting Date</b>	02-Jun-2015
<b>ISIN</b>	US1182301010	<b>Agenda</b>	934192333 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 PIETER BAKKER		For	For
	2 BARBARA M. BAUMANN		For	For
	3 MARK C. MCKINLEY		For	For
	4 DONALD W. NIEMIEC		For	For
2.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS, L.P. S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	Management	For	For

*Salient Midstream & MLP Fund***MARKWEST ENERGY PARTNERS LP**

<b>Security</b>	570759100	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MWE	<b>Meeting Date</b>	03-Jun-2015
<b>ISIN</b>	US5707591005	<b>Agenda</b>	934199274 - Management

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1.	DIRECTOR	Management		
	1 FRANK M. SEMPLE		For	For
	2 DONALD D. WOLF		For	For
	3 MICHAEL L. BEATTY		For	For
	4 WILLIAM A BRUCKMANN III		For	For
	5 DONALD C. HEPPERMAN		For	For
	6 RANDALL J. LARSON		For	For
	7 ANNE E. FOX MOUNSEY		For	For
	8 WILLIAM P. NICOLETTI		For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE PARTNERSHIP S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For



**SIGNATURES**

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

Registrant: Salient Midstream & MLP Fund

By: /s/ Greg A. Reid  
Greg A. Reid  
President and Chief Executive Officer

Date: August 13, 2015