

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

ELLSWORTH FUND LTD
Form N-PX
July 31, 2014

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: 811-04656
NAME OF REGISTRANT: Ellsworth Fund Ltd.
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 65 Madison Avenue
Suite 550
Morristown, NJ 07960
NAME AND ADDRESS OF AGENT FOR SERVICE: Gary I. Levine
Executive Vice President
65 Madison Avenue
Suite 550
Morristown, NJ 07960
REGISTRANT'S TELEPHONE NUMBER: 9736311177
DATE OF FISCAL YEAR END: 09/30
DATE OF REPORTING PERIOD: 07/01/2013 - 06/30/2014

Ellsworth Fund Ltd.

ABBVIE INC.

Agent

Security: 00287Y109
Meeting Type: Annual
Meeting Date: 09-May-2014
Ticker: ABBV
ISIN: US00287Y1091

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 1. | DIRECTOR ROBERT J. ALPERN EDWARD M. LIDDY FREDERICK H. WADDELL | Mgmt Mgmt Mgmt | For For For |
| 2. | RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

3. SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. Mgmt For

 AT&T INC.

Agem

Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 25-Apr-2014
 Ticker: T
 ISIN: US00206R1023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: REUBEN V. ANDERSON | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JAIME CHICO PARDO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT T. FORD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAMES P. KELLY | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JON C. MADONNA | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN B. MCCOY | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: BETH E. MOONEY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOYCE M. ROCHE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MATTHEW K. ROSE | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVE SEVERANCE POLICY. | Mgmt | For |
| 5. | POLITICAL REPORT. | Shr | Abstain |
| 6. | LOBBYING REPORT. | Shr | Abstain |
| 7. | WRITTEN CONSENT. | Shr | Abstain |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

BLACKROCK KELSO CAPITAL CORP.

Agen

Security: 092533108
 Meeting Type: Annual
 Meeting Date: 09-May-2014
 Ticker: BKCC
 ISIN: US0925331086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 1. | DIRECTOR JOHN R. BARON JERROLD B. HARRIS MICHAEL B. LAZAR | Mgmt Mgmt Mgmt | For For For |
| 2. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Mgmt | For |

BLACKROCK KELSO CAPITAL CORP.

Agen

Security: 092533108
 Meeting Type: Special
 Meeting Date: 09-May-2014
 Ticker: BKCC
 ISIN: US0925331086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 01 | TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN THE PROXY STATEMENT. | Mgmt | Abstain |

BRISTOL-MYERS SQUIBB COMPANY

Agen

Security: 110122108
 Meeting Type: Annual
 Meeting Date: 06-May-2014
 Ticker: BMY
 ISIN: US1101221083

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: L. ANDREOTTI | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: L.B. CAMPBELL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: J.M. CORNELIUS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. GROBSTEIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: A.J. LACY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: D.C. PALIWAL | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: V.L. SATO, PH.D. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: G.L. STORCH | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: T.D. WEST, JR. | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | SIMPLE MAJORITY VOTE. | Shr | For |

 CHURCH & DWIGHT CO., INC.

 Agen

Security: 171340102
 Meeting Type: Annual
 Meeting Date: 01-May-2014
 Ticker: CHD
 ISIN: US1713401024

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JAMES R. CRAIGIE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ROBERT D. LEBLANC | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JANET S. VERGIS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

PUBLIC ACCOUNTING FIRM FOR 2014.

CITIGROUP INC.

Agen

Security: 172967424
 Meeting Type: Annual
 Meeting Date: 22-Apr-2014
 Ticker: C
 ISIN: US1729674242

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL L. CORBAT | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DUNCAN P. HENNES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRANZ B. HUMER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: EUGENE M. MCQUADE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: GARY M. REINER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JUDITH RODIN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT L. RYAN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JOAN E. SPERO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: DIANA L. TAYLOR | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR. | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JAMES S. TURLEY | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON | Mgmt | For |
| 2. | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF CITI'S 2013 EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF THE CITIGROUP 2014 STOCK INCENTIVE PLAN. | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL REQUESTING THAT EXECUTIVES RETAIN A SIGNIFICANT PORTION OF THEIR STOCK UNTIL REACHING NORMAL RETIREMENT AGE. | Shr | Abstain |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|----|------------------------------------------------------------------------------------------------------------------------------------|-----|---------|
| 6. | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS. | Shr | Abstain |
| 7. | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD INSTITUTE A POLICY TO MAKE IT MORE PRACTICAL TO DENY INDEMNIFICATION FOR DIRECTORS. | Shr | Abstain |
| 8. | STOCKHOLDER PROPOSAL REQUESTING PROXY ACCESS FOR SHAREHOLDERS. | Shr | Abstain |

 CONOCOPHILLIPS

Agen

Security: 20825C104
 Meeting Type: Annual
 Meeting Date: 13-May-2014
 Ticker: COP
 ISIN: US20825C1045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD L. ARMITAGE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JODY L. FREEMAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: GAY HUEY EVANS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: RYAN M. LANCE | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT A. NIBLOCK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: HARALD J. NORVIK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM E. WADE, JR. | Mgmt | For |
| 2. | RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF 2014 OMNIBUS STOCK AND PERFORMANCE INCENTIVE PLAN OF CONOCOPHILLIPS. | Mgmt | For |
| 5. | REPORT ON LOBBYING EXPENDITURES. | Shr | Abstain |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

6. GREENHOUSE GAS REDUCTION TARGETS. Shr Abstain

 ELI LILLY AND COMPANY

Agen

 Security: 532457108
 Meeting Type: Annual
 Meeting Date: 05-May-2014
 Ticker: LLY
 ISIN: US5324571083

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: M. L. ESKEW | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: K. N. HORN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: W. G. KAE LIN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: J. C. LECHLEITER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: M. S. RUNGE | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2014. | Mgmt | For |
| 3. | APPROVE, BY NON-BINDING VOTE, COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |

 EMC CORPORATION

Agen

 Security: 268648102
 Meeting Type: Annual
 Meeting Date: 30-Apr-2014
 Ticker: EMC
 ISIN: US2686481027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL W. BROWN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RANDOLPH L. COWEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GAIL DEEGAN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES S. DISTASIO | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|----------------------------------------------------------------------------------------------------------------------|------|---------|
| 1E. | ELECTION OF DIRECTOR: JOHN R. EGAN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: WILLIAM D. GREEN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: EDMUND F. KELLY | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMI MISCIK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PAUL SAGAN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID N. STROHM | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOSEPH M. TUCCI | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Mgmt | For |
| 4. | TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Shr | Abstain |
| 5. | TO ACT UPON A SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS, AS DESCRIBED IN EMC'S PROXY STATEMENT. | Shr | Abstain |

 FORD MOTOR COMPANY

Agen

 Security: 345370860
 Meeting Type: Annual
 Meeting Date: 08-May-2014
 Ticker: F
 ISIN: US3453708600

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: STEPHEN G. BUTLER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: KIMBERLY A. CASIANO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: EDSEL B. FORD II | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD A. GEPHARDT | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES P. HACKETT | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|--------------------------------------------------------------------------------------------------------------------------------------|------|---------|
| 1H. | ELECTION OF DIRECTOR: JAMES H. HANCE, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR. | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOHN C. LECHLEITER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: ELLEN R. MARRAM | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: ALAN MULALLY | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: HOMER A. NEAL | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: GERALD L. SHAHEEN | Mgmt | For |
| 1P. | ELECTION OF DIRECTOR: JOHN L. THORNTON | Mgmt | For |
| 2. | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES. | Mgmt | For |
| 4. | APPROVAL OF THE 2014 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS. | Mgmt | For |
| 5. | RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE. | Shr | Abstain |
| 6. | RELATING TO ALLOWING HOLDERS OF 10% OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS. | Shr | Against |

 GENERAL ELECTRIC COMPANY

 Agen

 Security: 369604103
 Meeting Type: Annual
 Meeting Date: 23-Apr-2014
 Ticker: GE
 ISIN: US3696041033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------------------------------------|---------------|---------------|
| A1 | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Mgmt | For |
| A2 | ELECTION OF DIRECTOR: JOHN J. BRENNAN | Mgmt | For |
| A3 | ELECTION OF DIRECTOR: JAMES I. CASH, JR. | Mgmt | For |
| A4 | ELECTION OF DIRECTOR: FRANCISCO D'SOUZA | Mgmt | For |
| A5 | ELECTION OF DIRECTOR: MARIJN E. DEKKERS | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|-----------------------------------------------------------|------|---------|
| A6 | ELECTION OF DIRECTOR: ANN M. FUDGE | Mgmt | For |
| A7 | ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD | Mgmt | For |
| A8 | ELECTION OF DIRECTOR: JEFFREY R. IMMELT | Mgmt | For |
| A9 | ELECTION OF DIRECTOR: ANDREA JUNG | Mgmt | For |
| A10 | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| A11 | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| A12 | ELECTION OF DIRECTOR: JAMES J. MULVA | Mgmt | For |
| A13 | ELECTION OF DIRECTOR: JAMES E. ROHR | Mgmt | For |
| A14 | ELECTION OF DIRECTOR: MARY L. SCHAPIRO | Mgmt | For |
| A15 | ELECTION OF DIRECTOR: ROBERT J. SWIERINGA | Mgmt | For |
| A16 | ELECTION OF DIRECTOR: JAMES S. TISCH | Mgmt | For |
| A17 | ELECTION OF DIRECTOR: DOUGLAS A. WARNER III | Mgmt | For |
| B1 | ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION | Mgmt | For |
| B2 | RATIFICATION OF SELECTION OF INDEPENDENT AUDITOR FOR 2014 | Mgmt | For |
| C1 | CUMULATIVE VOTING | Shr | Abstain |
| C2 | SENIOR EXECUTIVES HOLD OPTION SHARES FOR LIFE | Shr | Abstain |
| C3 | MULTIPLE CANDIDATE ELECTIONS | Shr | Abstain |
| C4 | RIGHT TO ACT BY WRITTEN CONSENT | Shr | Abstain |
| C5 | CESSATION OF ALL STOCK OPTIONS AND BONUSES | Shr | Against |
| C6 | SELL THE COMPANY | Shr | Against |

 HALCON RESOURCES CORPORATION

Agen

 Security: 40537Q209
 Meeting Type: Annual
 Meeting Date: 22-May-2014
 Ticker: HK
 ISIN: US40537Q2093

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------|---------------|---------------|
| 1. | DIRECTOR JAMES W. CHRISTMAS THOMAS R. FULLER | Mgmt Mgmt | For For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| | DAVID B. MILLER | Mgmt | For |
| | MICHAEL A. VLASIC | Mgmt | For |
| 2. | TO APPROVE AN AMENDMENT TO ARTICLE FOUR OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE OUR AUTHORIZED COMMON STOCK BY 670,000,000 SHARES TO A TOTAL OF 1,340,000,000 SHARES. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP, AN INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Mgmt | For |

INTEL CORPORATION

Agen

Security: 458140100
Meeting Type: Annual
Meeting Date: 22-May-2014
Ticker: INTC
ISIN: US4581401001

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ANDY D. BRYANT | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SUSAN L. DECKER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN J. DONAHOE | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: REED E. HUNDT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: BRIAN M. KRZANICH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES D. PLUMMER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DAVID S. POTTRUCK | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: FRANK D. YEARY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID B. YOFFIE | Mgmt | For |
| 2. | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

KINDER MORGAN, INC.

Agen

Security: 49456B101
 Meeting Type: Annual
 Meeting Date: 19-May-2014
 Ticker: KMI
 ISIN: US49456B1017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|-------------------------------------------------------------|
| 1. | DIRECTOR RICHARD D. KINDER STEVEN J. KEAN ANTHONY W. HALL, JR. DEBORAH A. MACDONALD MICHAEL J. MILLER MICHAEL C. MORGAN FAYEZ SAROFIM C. PARK SHAPER JOEL V. STAFF JOHN M. STOKES ROBERT F. VAGT | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Mgmt | For |
| 3. | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE. | Shr | Abstain |
| 4. | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS AND PIPELINE MAINTENANCE. | Shr | Abstain |
| 5. | STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT. | Shr | Abstain |

MERCK & CO., INC.

Agen

Security: 58933Y105
 Meeting Type: Annual
 Meeting Date: 27-May-2014
 Ticker: MRK
 ISIN: US58933Y1055

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: LESLIE A. BRUN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS R. CECH | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KENNETH C. FRAZIER | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|----------------------------------------------------------------------------------------------------------|------|---------|
| 1D. | ELECTION OF DIRECTOR: THOMAS H. GLOCER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR. | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: C. ROBERT KIDDER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CARLOS E. REPRESAS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: PATRICIA F. RUSSO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: CRAIG B. THOMPSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: WENDELL P. WEEKS | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: PETER C. WENDELL | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL CONCERNING SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT. | Shr | Against |
| 5. | SHAREHOLDER PROPOSAL CONCERNING SPECIAL SHAREOWNER MEETINGS. | Shr | Against |

 METLIFE, INC.

Agen

Security: 59156R108
 Meeting Type: Annual
 Meeting Date: 22-Apr-2014
 Ticker: MET
 ISIN: US59156R1086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CHERYL W. GRISE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: R. GLENN HUBBARD | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN M. KEANE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|-------------------------------------------------------------------------------------------|------|-----|
| 1G. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CATHERINE R. KINNEY | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENISE M. MORRISON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KENTON J. SICCHITANO | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LULU C. WANG | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2014. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | APPROVAL OF THE METLIFE, INC. 2015 STOCK AND INCENTIVE COMPENSATION PLAN. | Mgmt | For |
| 5. | APPROVAL OF THE METLIFE, INC. 2015 NON-MANAGEMENT DIRECTOR STOCK COMPENSATION PLAN. | Mgmt | For |

MICROSOFT CORPORATION

Agem

Security: 594918104
Meeting Type: Annual
Meeting Date: 19-Nov-2013
Ticker: MSFT
ISIN: US5949181045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------------|---------------|---------------|
| 1. | ELECTION OF DIRECTOR: STEVEN A. BALLMER | Mgmt | For |
| 2. | ELECTION OF DIRECTOR: DINA DUBLON | Mgmt | For |
| 3. | ELECTION OF DIRECTOR: WILLIAM H. GATES III | Mgmt | For |
| 4. | ELECTION OF DIRECTOR: MARIA M. KLAWE | Mgmt | For |
| 5. | ELECTION OF DIRECTOR: STEPHEN J. LUCZO | Mgmt | For |
| 6. | ELECTION OF DIRECTOR: DAVID F. MARQUARDT | Mgmt | For |
| 7. | ELECTION OF DIRECTOR: CHARLES H. NOSKI | Mgmt | For |
| 8. | ELECTION OF DIRECTOR: HELMUT PANKE | Mgmt | For |
| 9. | ELECTION OF DIRECTOR: JOHN W. THOMPSON | Mgmt | For |
| 10. | APPROVE MATERIAL TERMS OF THE PERFORMANCE | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

CRITERIA UNDER THE EXECUTIVE OFFICER INCENTIVE PLAN

| | | | |
|-----|---------------------------------------------------------------------------------------------|------|-----|
| 11. | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 12. | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2014 | Mgmt | For |

 PFIZER INC.

Agen

Security: 717081103
 Meeting Type: Annual
 Meeting Date: 24-Apr-2014
 Ticker: PFE
 ISIN: US7170811035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------------------------------------------------------------------------------------|------------------|---------------|
| 1A. | ELECTION OF DIRECTOR: DENNIS A. AUSIELLO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: W. DON CORNWELL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRANCES D. FERGUSSON | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: HELEN H. HOBBS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: CONSTANCE J. HORNER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JAMES M. KILTS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GEORGE A. LORCH | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SHANTANU NARAYEN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: IAN C. READ | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: STEPHEN W. SANGER | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: MARC TESSIER-LAVIGNE | Mgmt | For |
| 2. | RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014 | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | APPROVAL OF PFIZER INC. 2014 STOCK PLAN | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL REGARDING APPROVAL OF POLITICAL CONTRIBUTIONS POLICY | Shr | Against |
| 6. | SHAREHOLDER PROPOSAL REGARDING LOBBYING ACTIVITIES | Shr | Abstain |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

7. SHAREHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT Shr Against

 THE WALT DISNEY COMPANY

Agen

Security: 254687106
 Meeting Type: Annual
 Meeting Date: 18-Mar-2014
 Ticker: DIS
 ISIN: US2546871060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SUSAN E. ARNOLD | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JOHN S. CHEN | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JACK DORSEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. IGER | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: FRED H. LANGHAMMER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: AYLWIN B. LEWIS | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SHERYL K. SANDBERG | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ORIN C. SMITH | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2014. | Mgmt | For |
| 3. | TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | TO APPROVE AN AMENDMENT TO THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION. | Mgmt | For |
| 5. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO PROXY ACCESS. | Shr | Abstain |
| 6. | TO APPROVE THE SHAREHOLDER PROPOSAL RELATING TO ACCELERATION OF EQUITY AWARDS. | Shr | Abstain |

 VERIZON COMMUNICATIONS INC.

Agen

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

Security: 92343V104
 Meeting Type: Special
 Meeting Date: 28-Jan-2014
 Ticker: VZ
 ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1. | APPROVE THE ISSUANCE OF UP TO APPROXIMATELY 1.28 BILLION SHARES OF VERIZON COMMON STOCK TO VODAFONE ORDINARY SHAREHOLDERS IN CONNECTION WITH VERIZON'S ACQUISITION OF VODAFONE'S INDIRECT 45% INTEREST IN VERIZON WIRELESS | Mgmt | For |
| 2. | APPROVE AN AMENDMENT TO ARTICLE 4(A) OF VERIZON'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE VERIZON'S AUTHORIZED SHARES OF COMMON STOCK BY 2 BILLION SHARES TO AN AGGREGATE OF 6.25 BILLION AUTHORIZED SHARES OF COMMON STOCK | Mgmt | For |
| 3. | APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO SOLICIT ADDITIONAL VOTES AND PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ABOVE PROPOSALS | Mgmt | For |

VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 01-May-2014
 Ticker: VZ
 ISIN: US92343V1044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---------------------------------------------|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: MELANIE L. HEALEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: M. FRANCES KEETH | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT W. LANE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: LOWELL C. MCADAM | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |

Edgar Filing: ELLSWORTH FUND LTD - Form N-PX

| | | | |
|-----|------------------------------------------------------------------------------|------|---------|
| 1I. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | PROPOSAL TO IMPLEMENT PROXY ACCESS | Mgmt | For |
| 5. | NETWORK NEUTRALITY | Shr | Abstain |
| 6. | LOBBYING ACTIVITIES | Shr | Abstain |
| 7. | SEVERANCE APPROVAL POLICY | Shr | Abstain |
| 8. | SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING | Shr | Abstain |
| 9. | SHAREHOLDER RIGHT TO ACT BY WRITTEN CONSENT | Shr | Abstain |
| 10. | PROXY VOTING AUTHORITY | Shr | Abstain |

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) | Ellsworth Fund Ltd. |
| By (Signature) | /s/ Jane D. O'Keefe |
| Name | Jane D. O'Keefe |
| Title | President |
| Date | 07/31/2014 |