

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

COHEN & STEERS REIT & PREFERRED INCOME FUND INC  
Form N-PX  
August 24, 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: 811-21326

NAME OF REGISTRANT: Cohen & Steers REIT and Preferred  
Income Fund, Inc.

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 Park Avenue  
10th Floor  
New York, NY 10017

NAME AND ADDRESS OF AGENT FOR SERVICE: Francis C. Poli  
280 Park Avenue  
10th Floor  
New York, NY 10017

REGISTRANT'S TELEPHONE NUMBER: 212-832-3232

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2016 - 06/30/2017

Cohen & Steers REIT and Preferred Income Fund, Inc.

-----  
ALEXANDRIA REAL ESTATE EQUITIES, INC.

Agen

-----  
Security: 015271109  
Meeting Type: Annual  
Meeting Date: 09-May-2017  
Ticker: ARE  
ISIN: US0152711091  
-----

| Prop.# | Proposal            | Proposal Type | Proposal Vote |
|--------|---------------------|---------------|---------------|
| 1.     | DIRECTOR            |               |               |
|        | JOEL S. MARCUS      | Mgmt          | For           |
|        | STEVEN R. HASH      | Mgmt          | For           |
|        | JOHN L. ATKINS, III | Mgmt          | For           |
|        | JAMES P. CAIN       | Mgmt          | For           |
|        | MARIA C. FREIRE     | Mgmt          | For           |
|        | RICHARD H. KLEIN    | Mgmt          | For           |
|        | JAMES H. RICHARDSON | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

- |    |   |      |        |
|----|---|------|--------|
| 2. | TO CAST A NON-BINDING, ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.   | Mgmt | For    |
| 3. | TO CAST A NON-BINDING, ADVISORY VOTE ON THE FREQUENCY OF FUTURE NON-BINDING ADVISORY STOCKHOLDER VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS MORE PARTICULARLY DEFINED IN THE ACCOMPANYING PROXY STATEMENT.                       | Mgmt | 1 Year |
| 4. | TO VOTE TO APPROVE AN AMENDMENT OF THE COMPANY'S CHARTER TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK THAT THE COMPANY IS AUTHORIZED TO ISSUE FROM 100,000,000 TO 200,000,000 SHARES, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT. | Mgmt | For    |
| 5. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.                                   | Mgmt | For    |

-----  
 AMERICAN ASSETS TRUST INC

-----  
 Agen

Security: 024013104  
 Meeting Type: Annual  
 Meeting Date: 13-Jun-2017  
 Ticker: AAT  
 ISIN: US0240131047  
 -----

- | Prop.# | Proposal  | Proposal Type                        | Proposal Vote                   |
|--------|---|--------------------------------------|---------------------------------|
| 1.     | DIRECTOR<br>ERNEST S. RADY<br>LARRY E. FINGER<br>DUANE A. NELLES<br>THOMAS S. OLINGER<br>DR. ROBERT S. SULLIVAN   | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For |
| 2.     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt                                 | For                             |
| 3.     | AN ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016.   | Mgmt                                 | For                             |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

-----  
 AMERICAN CAMPUS COMMUNITIES, INC.

Agen

Security: 024835100  
 Meeting Type: Annual  
 Meeting Date: 04-May-2017  
 Ticker: ACC  
 ISIN: US0248351001  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIAM C. BAYLESS JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: BLAKELY W. CHANDLEE III   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: G. STEVEN DAWSON  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CYDNEY C. DONNELL   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: DENNIS G. LOPEZ   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: EDWARD LOWENTHAL  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: OLIVER LUCK   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: C. PATRICK OLES, JR.  | Mgmt          | For           |
| 2.     | RATIFICATION OF ERNST & YOUNG AS OUR INDEPENDENT AUDITORS FOR 2017                            | Mgmt          | For           |
| 3.     | TO PROVIDE A NON-BINDING ADVISORY VOTE APPROVING THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM | Mgmt          | For           |
| 4.     | TO PROVIDE A NON-BINDING VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES IN THE FUTURE  | Mgmt          | 1 Year        |

-----  
 APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2017  
 Ticker: AIV  
 ISIN: US03748R1014  
 -----

| Prop.# | Proposal                              | Proposal Type | Proposal Vote |
|--------|---------------------------------------|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: TERRY CONSIDINE | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |   |      |        |
|-----|---|------|--------|
| 1B. | ELECTION OF DIRECTOR: THOMAS L. KELTNER   | Mgmt | For    |
| 1C. | ELECTION OF DIRECTOR: J. LANDIS MARTIN  | Mgmt | For    |
| 1D. | ELECTION OF DIRECTOR: ROBERT A. MILLER  | Mgmt | For    |
| 1E. | ELECTION OF DIRECTOR: KATHLEEN M. NELSON  | Mgmt | For    |
| 1F. | ELECTION OF DIRECTOR: MICHAEL A. STEIN  | Mgmt | For    |
| 1G. | ELECTION OF DIRECTOR: NINA A. TRAN  | Mgmt | For    |
| 2.  | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt | For    |
| 3.  | ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 4.  | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |

-----  
 BOSTON PROPERTIES, INC.

Agent

-----  
 Security: 101121101  
 Meeting Type: Annual  
 Meeting Date: 23-May-2017  
 Ticker: BXP  
 ISIN: US1011211018  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BRUCE W. DUNCAN  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: KAREN E. DYKSTRA   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: CAROL B. EINIGER   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: JACOB A. FRENKEL   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JOEL I. KLEIN  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DOUGLAS T. LINDE   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ALAN J. PATRICOF   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: OWEN D. THOMAS   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: MARTIN TURCHIN   | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: DAVID A. TWARDOCK  | Mgmt          | For           |
| 2.     | TO APPROVE, BY NON-BINDING, ADVISORY RESOLUTION, THE COMPANY'S NAMED EXECUTIVE | Mgmt          | For           |

# Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

## OFFICER COMPENSATION

- |    |  |      |        |
|----|--|------|--------|
| 3. | TO APPROVE, BY NON-BINDING, ADVISORY VOTE, THE FREQUENCY OF HOLDING THE ADVISORY VOTE ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | 1 Year |
| 4. | TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).                             | Mgmt | For    |

---

## BRIXMOR PROPERTY GROUP INC

Agen

Security: 11120U105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2017  
 Ticker: BRX  
 ISIN: US11120U1051

---

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JAMES M. TAYLOR JR.   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOHN G. SCHREIBER   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: MICHAEL BERMAN  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: SHERYL M. CROSLAND  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ANTHONY W. DEERING  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS W. DICKSON   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: DANIEL B. HURWITZ   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: WILLIAM D. RAHM   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: GABRIELLE SULZBERGER  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Mgmt          | For           |
| 3.     | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS.               | Mgmt          | For           |

---

## COLONY STARWOOD HOMES

Agen

Security: 19625X102  
 Meeting Type: Annual  
 Meeting Date: 15-May-2017

# Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

Ticker: SFR  
 ISIN: US19625X1028

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>THOMAS J. BARRACK, JR.<br>BARRY S. STERNLICHT<br>ROBERT T. BEST<br>THOMAS M. BOWERS<br>RICHARD D. BRONSON<br>JUSTIN T. CHANG<br>MICHAEL D. FASCITELLI<br>RENEE LEWIS GLOVER<br>JEFFREY E. KELTER<br>THOMAS W. KNAPP<br>RICHARD B. SALTZMAN<br>JOHN L. STEFFENS<br>J. RONALD TERWILLIGER<br>FREDERICK C. TUOMI | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2017.   | Mgmt   | For  |
| 3.     | THE APPROVAL OF THE COLONY STARWOOD HOMES 2017 EMPLOYEE SHARE PURCHASE PLAN.  | Mgmt   | For  |
| 4.     | THE APPROVAL OF AN AMENDMENT TO THE 2014 COLONY STARWOOD HOMES EQUITY PLAN, WHICH WOULD INCREASE THE NUMBER OF COMMON SHARES RESERVED FOR ISSUANCE THEREUNDER BY 2,500,000.   | Mgmt   | For  |
| 5.     | THE APPROVAL, ON AN ADVISORY BASIS, OF A NON-BINDING RESOLUTION TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE ACCOMPANYING PROXY.   | Mgmt   | For  |

COUSINS PROPERTIES INCORPORATED

Agen

Security: 222795106  
 Meeting Type: Special  
 Meeting Date: 23-Aug-2016  
 Ticker: CUZ  
 ISIN: US2227951066

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | COUSINS ISSUANCE PROPOSAL - A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF COUSINS PROPERTIES INCORPORATED | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

("COUSINS"), TO STOCKHOLDERS OF PARKWAY PROPERTIES, INC. ("PARKWAY"), IN CONNECTION WITH THE AGREEMENT AND PLAN OF MERGER DATED AS OF APRIL 28, 2016, BY AND AMONG COUSINS AND PARKWAY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

- |    |  |      |     |
|----|--|------|-----|
| 2. | COUSINS ARTICLES AMENDMENT PROPOSAL - A PROPOSAL TO AMEND THE RESTATED AND AMENDED ARTICLES OF INCORPORATION OF COUSINS, EFFECTIVE AT THE EFFECTIVE TIME OF THE MERGER, TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COUSINS COMMON STOCK, PAR VALUE \$1 PER SHARE, FROM 350,000,000 SHARES TO 700,000,000 SHARES.                                     | Mgmt | For |
| 3. | COUSINS ADJOURNMENT PROPOSAL - A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE COUSINS ISSUANCE PROPOSAL AND THE COUSINS ARTICLES AMENDMENT PROPOSAL IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE SUCH PROPOSALS. | Mgmt | For |

-----  
CUBESMART

-----  
Agen

Security: 229663109  
Meeting Type: Annual  
Meeting Date: 31-May-2017  
Ticker: CUBE  
ISIN: US2296631094  
-----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>W.M. DIEFENDERFER III<br>PIERO BUSSANI<br>CHRISTOPHER P. MARR<br>MARIANNE M. KELER<br>DEBORAH R. SALZBERG<br>JOHN F. REMONDI<br>JEFFREY F. ROGATZ<br>JOHN W. FAIN | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.   | Mgmt   | For  |
| 3.     | TO CAST AN ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.   | Mgmt   | For  |
| 4.     | TO CAST AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON OUR  | Mgmt   | 1 Year   |

# Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

## EXECUTIVE COMPENSATION.

- |    |  |      |     |
|----|--|------|-----|
| 5. | TO CONSIDER AND VOTE ON A PROPOSAL TO AMEND OUR CURRENT DECLARATION OF TRUST TO PROVIDE SHAREHOLDERS WITH THE ABILITY TO ALTER, AMEND OR REPEAL OUR THIRD AMENDED AND RESTATED BYLAWS, AND ADOPT NEW BYLAWS. | Mgmt | For |
|----|--|------|-----|

-----  
 CYRUSONE INC.

Agen

-----  
 Security: 23283R100  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2017  
 Ticker: CONE  
 ISIN: US23283R1005  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote  |
|--------|---|--|--|
| 1.     | DIRECTOR<br>GARY J. WOJTASZEK<br>DAVID H. FERDMAN<br>JOHN W. GAMBLE, JR.<br>MICHAEL A. KLAYKO<br>T. TOD NIELSEN<br>ALEX SHUMATE<br>WILLIAM E. SULLIVAN<br>LYNN A. WENTWORTH | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS ("SAY-ON-PAY")                                      | Mgmt   | For  |
| 3.     | RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017   | Mgmt   | For  |

-----  
 DOUGLAS EMMETT, INC.

Agen

-----  
 Security: 25960P109  
 Meeting Type: Annual  
 Meeting Date: 01-Jun-2017  
 Ticker: DEI  
 ISIN: US25960P1093  
 -----

| Prop.# | Proposal                                      | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | DIRECTOR<br>DAN A. EMMETT<br>JORDAN L. KAPLAN | Mgmt<br>Mgmt  | For<br>For    |



## Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | KENNETH M. PANZER  | Mgmt | For    |
|    | CHRISTOPHER H. ANDERSON  | Mgmt | For    |
|    | LESLIE E. BIDER  | Mgmt | For    |
|    | DR. DAVID T. FEINBERG  | Mgmt | For    |
|    | VIRGINIA A. MCFERRAN   | Mgmt | For    |
|    | THOMAS E. O'HERN   | Mgmt | For    |
|    | WILLIAM E. SIMON, JR.  | Mgmt | For    |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.                                    | Mgmt | For    |
| 3. | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 4. | TO EXPRESS PREFERENCES, IN A NON-BINDING ADVISORY VOTE, ON THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

-----  
 DUPONT FABROS TECHNOLOGY, INC.

Agen

-----  
 Security: 26613Q106  
 Meeting Type: Annual  
 Meeting Date: 12-Jun-2017  
 Ticker: DFT  
 ISIN: US26613Q1067  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>MICHAEL A. COKE<br>LAMMOT J. DU PONT<br>THOMAS D. ECKERT<br>CHRISTOPHER P. ELDREDGE<br>FREDERIC V. MALEK<br>JOHN T. ROBERTS, JR.<br>MARY M. STYER<br>JOHN H. TOOLE | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | VOTE ON AN AMENDMENT TO THE ARTICLES OF INCORPORATION TO ALLOW STOCKHOLDERS TO AMEND THE BYLAWS.   | Mgmt   | For  |
| 3.     | VOTE TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2011 EQUITY INCENTIVE PLAN.   | Mgmt   | For  |
| 4.     | ADVISORY VOTE ON EXECUTIVE COMPENSATION (SAY-ON-PAY VOTE).   | Mgmt   | For  |
| 5.     | ADVISORY VOTE ON THE FREQUENCY OF SAY-ON-PAY VOTES.  | Mgmt   | 1 Year   |
| 6.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED   | Mgmt   | For  |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

PUBLIC ACCOUNTING FIRM FOR 2017.

-----  
 ENDURANCE SPECIALTY HOLDINGS LTD.

Agen

Security: 29267H406  
 Meeting Type: Special  
 Meeting Date: 27-Jan-2017  
 Ticker: ENHPRC  
 ISIN: BM29267H4068  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | PROPOSALS TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 5, 2016, BY AND AMONG ENDURANCE SPECIALTY HOLDINGS LTD., SOMPO HOLDINGS, INC. AND VOLCANO INTERNATIONAL LIMITED, THE STATUTORY MERGER AGREEMENT REQUIRED IN ACCORDANCE WITH SECTION 105 OF THE BERMUDA COMPANIES ACT 1981, AS AMENDED, AND THE MERGER OF VOLCANO WITH AND INTO ENDURANCE | Mgmt          | For           |
| 2.     | PROPOSAL ON AN ADVISORY (NON-BINDING) BASIS, TO APPROVE THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO ENDURANCE'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER REFERRED TO IN PROPOSAL 1   | Mgmt          | Abstain       |
| 3.     | PROPOSAL TO APPROVE AN ADJOURNMENT OF THE SPECIAL GENERAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES, IN THE EVENT THAT THERE ARE INSUFFICIENT VOTES TO APPROVE PROPOSAL 1 AT THE SPECIAL GENERAL MEETING  | Mgmt          | For           |

-----  
 EQUINIX, INC.

Agen

Security: 29444U700  
 Meeting Type: Annual  
 Meeting Date: 31-May-2017  
 Ticker: EQIX  
 ISIN: US29444U7000  
 -----

| Prop.# | Proposal                    | Proposal Type | Proposal Vote |
|--------|-----------------------------|---------------|---------------|
| 1.     | DIRECTOR<br>THOMAS BARTLETT | Mgmt          | For           |
|        | NANCI CALDWELL              | Mgmt          | For           |
|        | GARY HROMADKO               | Mgmt          | For           |
|        | JOHN HUGHES                 | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | SCOTT KRIENS   | Mgmt | For    |
|    | WILLIAM LUBY   | Mgmt | For    |
|    | IRVING LYONS, III  | Mgmt | For    |
|    | CHRISTOPHER PAISLEY  | Mgmt | For    |
|    | STEPHEN SMITH  | Mgmt | For    |
|    | PETER VAN CAMP   | Mgmt | For    |
| 2. | TO APPROVE BY A NON-BINDING ADVISORY VOTE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 3. | TO APPROVE BY A NON-BINDING ADVISORY VOTE THE FREQUENCY OF STOCKHOLDER NON-BINDING ADVISORY VOTES ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.             | Mgmt | 1 Year |
| 4. | TO APPROVE LONG-TERM INCENTIVE PERFORMANCE TERMS FOR CERTAIN OF OUR EXECUTIVES, PURSUANT TO SECTION 162(M) OF THE INTERNAL REVENUE CODE.                             | Mgmt | For    |
| 5. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For    |

-----  
EQUITY RESIDENTIAL

Agen

-----  
Security: 29476L107  
Meeting Type: Annual  
Meeting Date: 15-Jun-2017  
Ticker: EQR  
ISIN: US29476L1070  
-----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>JOHN W. ALEXANDER<br>CHARLES L. ATWOOD<br>LINDA WALKER BYNOE<br>CONNIE K. DUCKWORTH<br>MARY KAY HABEN<br>BRADLEY A. KEYWELL<br>JOHN E. NEAL<br>DAVID J. NEITHERCUT<br>MARK S. SHAPIRO<br>GERALD A. SPECTOR<br>STEPHEN E. STERRETT<br>SAMUEL ZELL | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2017.  | Mgmt   | For  |
| 3.     | APPROVE EXECUTIVE COMPENSATION.  | Mgmt   | For  |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|    |  |      |         |
|----|--|------|---------|
| 4. | ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year  |
| 5. | SHAREHOLDER PROPOSAL TO ALLOW SHAREHOLDERS TO AMEND THE COMPANY'S BYLAWS.      | Shr  | Against |

-----  
 ESSEX PROPERTY TRUST, INC.

-----  
 Agen

Security: 297178105  
 Meeting Type: Annual  
 Meeting Date: 16-May-2017  
 Ticker: ESS  
 ISIN: US2971781057  
 -----

| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>KEITH R. GUERICKE<br>IRVING F. LYONS, III<br>GEORGE M. MARCUS<br>GARY P. MARTIN<br>ISSIE N. RABINOVITCH<br>THOMAS E. ROBINSON<br>MICHAEL J. SCHALL<br>BYRON A. SCORDELIS<br>JANICE L. SEARS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2017.   | Mgmt   | For   |
| 3.     | ADVISORY VOTE TO APPROVE THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt   | For   |
| 4.     | ADVISORY VOTE TO DETERMINE THE FREQUENCY OF NAMED EXECUTIVE OFFICER COMPENSATION ADVISORY VOTES.  | Mgmt   | 1 Year  |

-----  
 EXTRA SPACE STORAGE INC.

-----  
 Agen

Security: 30225T102  
 Meeting Type: Annual  
 Meeting Date: 18-May-2017  
 Ticker: EXR  
 ISIN: US30225T1025  
 -----

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1.1 | ELECTION OF DIRECTOR: KENNETH M. WOOLLEY   | Mgmt | For    |
| 1.2 | ELECTION OF DIRECTOR: JOSEPH D. MARGOLIS   | Mgmt | For    |
| 1.3 | ELECTION OF DIRECTOR: ROGER B. PORTER  | Mgmt | For    |
| 1.4 | ELECTION OF DIRECTOR: SPENCER F. KIRK  | Mgmt | For    |
| 1.5 | ELECTION OF DIRECTOR: DENNIS J. LETHAM   | Mgmt | For    |
| 1.6 | ELECTION OF DIRECTOR: DIANE OLMSTEAD   | Mgmt | For    |
| 1.7 | ELECTION OF DIRECTOR: K. FRED SKOUSEN  | Mgmt | For    |
| 2.  | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For    |
| 3.  | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.   | Mgmt | For    |
| 4.  | ADVISORY VOTE ON FREQUENCY OF STOCKHOLDER VOTE ON EXECUTIVE COMPENSATION.  | Mgmt | 1 Year |

-----  
 FOUR CORNERS PROPERTY TRUST, INC.

Agen

-----  
 Security: 35086T109  
 Meeting Type: Annual  
 Meeting Date: 16-Jun-2017  
 Ticker: FCPT  
 ISIN: US35086T1097  
 -----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: WILLIAM H. LENEHAN   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DOUGLAS B. HANSEN, JR.   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN S. MOODY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARRAN H. OGILVIE  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: PAUL E. SZUREK   | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt          | For           |
| 3.     | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt          | For           |
| 4.     | TO SELECT, ON A NON-BINDING ADVISORY BASIS,  | Mgmt          | 1 Year        |

## Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

THE FREQUENCY WITH WHICH WE WILL CONDUCT  
THE NON-BINDING ADVISORY VOTE ON EXECUTIVE  
COMPENSATION.

---

GAMING & LEISURE PROPERTIES, INC.

Agen

Security: 36467J108  
Meeting Type: Annual  
Meeting Date: 15-Jun-2017  
Ticker: GLPI  
ISIN: US36467J1088

---

| Prop.# | Proposal  | Proposal Type                | Proposal Vote            |
|--------|---|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>JOSEPH W. MARSHALL, III<br>E. SCOTT URDANG<br>EARL C. SHANKS<br>JAMES B. PERRY  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF DELOITTE &<br>TOUCHE LLP AS THE COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR THE<br>CURRENT FISCAL YEAR. | Mgmt                         | For                      |
| 3.     | TO APPROVE, ON A NON-BINDING ADVISORY<br>BASIS, THE COMPANY'S EXECUTIVE<br>COMPENSATION.  | Mgmt                         | For                      |
| 4.     | TO APPROVE, ON A NON-BINDING ADVISORY<br>BASIS, THE FREQUENCY OF FUTURE ADVISORY<br>VOTES TO APPROVE EXECUTIVE COMPENSATION.                            | Mgmt                         | 1 Year                   |
| 5.     | TO CONSIDER A SHAREHOLDER PROPOSAL<br>REGARDING MAJORITY VOTING IN UNCONTESTED<br>DIRECTOR ELECTIONS, IF PROPERLY PRESENTED<br>AT THE ANNUAL MEETING.   | Shr                          | For                      |

---

GGP INC.

Agen

Security: 36174X101  
Meeting Type: Annual  
Meeting Date: 17-May-2017  
Ticker: GGP  
ISIN: US36174X1019

---

| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD B. CLARK | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1B. | ELECTION OF DIRECTOR: MARY LOU FIALA   | Mgmt | For    |
| 1C. | ELECTION OF DIRECTOR: J. BRUCE FLATT   | Mgmt | For    |
| 1D. | ELECTION OF DIRECTOR: JANICE R. FUKAKUSA   | Mgmt | For    |
| 1E. | ELECTION OF DIRECTOR: JOHN K. HALEY  | Mgmt | For    |
| 1F. | ELECTION OF DIRECTOR: DANIEL B. HURWITZ  | Mgmt | For    |
| 1G. | ELECTION OF DIRECTOR: BRIAN W. KINGSTON  | Mgmt | For    |
| 1H. | ELECTION OF DIRECTOR: CHRISTINA M. LOFGREN   | Mgmt | For    |
| 1I. | ELECTION OF DIRECTOR: SANDEEP MATHRANI   | Mgmt | For    |
| 2.  | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt | 1 Year |
| 3.  | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.  | Mgmt | For    |
| 4.  | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.  | Mgmt | For    |
| 5.  | APPROVAL OF AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE THE "FOR CAUSE" REQUIREMENT FOR STOCKHOLDER REMOVAL OF A DIRECTOR. | Mgmt | For    |
| 6.  | APPROVAL OF A STOCKHOLDER RESOLUTION CONCERNING THE ADOPTION BY THE BOARD OF A "PROXY ACCESS" BYLAW.   | Shr  | For    |

-----  
 GRAMERCY PROPERTY TRUST

Agen

-----  
 Security: 385002308  
 Meeting Type: Annual  
 Meeting Date: 15-Jun-2017  
 Ticker: GPT  
 ISIN: US3850023082  
 -----

| Prop.# | Proposal          | Proposal Type | Proposal Vote |
|--------|-------------------|---------------|---------------|
| 1.     | DIRECTOR          |               |               |
|        | CHARLES E. BLACK  | Mgmt          | For           |
|        | GORDON F. DUGAN   | Mgmt          | For           |
|        | ALLAN J. BAUM     | Mgmt          | For           |
|        | Z. JAMIE BEHAR    | Mgmt          | For           |
|        | THOMAS D. ECKERT  | Mgmt          | For           |
|        | JAMES L. FRANCIS  | Mgmt          | For           |
|        | GREGORY F. HUGHES | Mgmt          | For           |
|        | JEFFREY E. KELTER | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|    |   |      |     |
|----|---|------|-----|
|    | LOUIS P. SALVATORE  | Mgmt | For |
| 2. | TO APPROVE OUR EMPLOYEE SHARE PURCHASE PLAN.  | Mgmt | For |
| 3. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 4. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.   | Mgmt | For |

HCP, INC.

Agen

Security: 40414L109  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2017  
 Ticker: HCP  
 ISIN: US40414L1098

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BRIAN G. CARTWRIGHT   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CHRISTINE N. GARVEY   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: DAVID B. HENRY  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: THOMAS M. HERZOG  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES P. HOFFMANN   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MICHAEL D. MCKEE  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: PETER L. RHEIN  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JOSEPH P. SULLIVAN  | Mgmt          | For           |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HCP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt          | For           |
| 3.     | APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.  | Mgmt          | For           |
| 4.     | APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | Mgmt          | 1 Year        |



# Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

HEALTHCARE TRUST OF AMERICA, INC.

Agen

Security: 42225P501  
 Meeting Type: Annual  
 Meeting Date: 07-Jul-2016  
 Ticker: HTA  
 ISIN: US42225P5017

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>SCOTT D. PETERS  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>W. BRADLEY BLAIR, II   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>MAURICE J. DEWALD  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>WARREN D. FIX  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>PETER N. FOSS  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>DANIEL S. HENSON   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>LARRY L. MATHIS  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM:<br>GARY T. WESCOMBE   | Mgmt          | For           |
| 2.     | TO CONSIDER AND VOTE UPON THE RATIFICATION<br>OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP<br>AS OUR INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING<br>DECEMBER 31, 2016. | Mgmt          | For           |

HIGHWOODS PROPERTIES, INC.

Agen

Security: 431284108  
 Meeting Type: Annual  
 Meeting Date: 10-May-2017  
 Ticker: HIW  
 ISIN: US4312841087

| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>CHARLES A. ANDERSON<br>GENE H. ANDERSON<br>CARLOS E. EVANS | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|    |  |      |        |
|----|--|------|--------|
|    | EDWARD J. FRITSCH  | Mgmt | For    |
|    | DAVID J. HARTZELL  | Mgmt | For    |
|    | SHERRY A. KELLETT  | Mgmt | For    |
|    | O. TEMPLE SLOAN, JR  | Mgmt | For    |
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2017 | Mgmt | For    |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION  | Mgmt | For    |
| 4. | ADVISORY VOTE ON FREQUENCY OF SAY-ON-PAY VOTES                                       | Mgmt | 1 Year |

-----  
 HOST HOTELS & RESORTS, INC.

Agen

-----  
 Security: 44107P104  
 Meeting Type: Annual  
 Meeting Date: 11-May-2017  
 Ticker: HST  
 ISIN: US44107P1049  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MARY L. BAGLIVO   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: SHEILA C. BAIR  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: SANDEEP L. MATHRANI   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ANN M. KOROLOGOS  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: RICHARD E. MARRIOTT   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: JOHN B. MORSE, JR.  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WALTER C. RAKOWICH  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JAMES F. RISOLEO  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: GORDON H. SMITH   | Mgmt          | For           |
| 2.     | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2017. | Mgmt          | For           |
| 3.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.                                | Mgmt          | For           |
| 4.     | ADVISORY RESOLUTION ON THE FREQUENCY OF VOTES ON EXECUTIVE COMPENSATION.              | Mgmt          | 1 Year        |

-----  
 HUDSON PACIFIC PROPERTIES, INC.

Agen

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

Security: 444097109  
 Meeting Type: Annual  
 Meeting Date: 24-May-2017  
 Ticker: HPP  
 ISIN: US4440971095

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: VICTOR J. COLEMAN  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: THEODORE R. ANTENUCCI  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: FRANK COHEN  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: RICHARD B. FRIED   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JONATHAN M. GLASER   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ROBERT L. HARRIS   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MARK D. LINEHAN  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT M. MORAN  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: MICHAEL NASH   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: BARRY A. PORTER  | Mgmt          | For           |
| 2.     | THE APPROVAL OF THE AMENDED AND RESTATED HUDSON PACIFIC ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) .         | Mgmt          | For           |
| 3.     | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) . | Mgmt          | For           |
| 4.     | THE ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION, AS MORE FULLY DESCRIBED IN THE ENCLOSED PROXY STATEMENT .           | Mgmt          | For           |
| 5.     | THE ADVISORY DETERMINATION OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION .                                   | Mgmt          | 1 Year        |
| 6.     | A STOCKHOLDER PROPOSAL REQUESTING THE BOARD OF DIRECTORS TO PREPARE A REPORT REGARDING DIVERSITY ON THE BOARD .                    | Shr           | For           |

KILROY REALTY CORPORATION

Agen

Security: 49427F108  
 Meeting Type: Annual  
 Meeting Date: 23-May-2017  
 Ticker: KRC

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

ISIN: US49427F1084

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: JOHN KILROY   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: EDWARD BRENNAN, PHD   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOLIE HUNT  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: SCOTT INGRAHAM  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GARY STEVENSON  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: PETER STONEBERG   | Mgmt          | For           |
| 2.     | APPROVAL OF AMENDMENT AND RESTATEMENT OF 2006 INCENTIVE AWARD PLAN.   | Mgmt          | For           |
| 3.     | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.  | Mgmt          | For           |
| 4.     | VOTE, ON AN ADVISORY BASIS, ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.                  | Mgmt          | 1 Year        |
| 5.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt          | For           |

LAMAR ADVERTISING COMPANY

Agen

Security: 512816109  
 Meeting Type: Annual  
 Meeting Date: 25-May-2017  
 Ticker: LAMR  
 ISIN: US5128161099

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>JOHN MAXWELL HAMILTON<br>JOHN E. KOERNER, III<br>STEPHEN P. MUMBLOW<br>THOMAS V. REIFENHEISER<br>ANNA REILLY<br>KEVIN P. REILLY, JR.<br>WENDELL REILLY | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | APPROVAL, ON AN ADVISORY AND NON-BINDING BASIS, OF THE COMPENSATION OF THE COMPANY'S   | Mgmt   | For   |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

NAMED EXECUTIVE OFFICERS.

- |    |  |      |        |
|----|--|------|--------|
| 3. | NON-BINDING, ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.                    | Mgmt | 1 Year |
| 4. | RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017. | Mgmt | For    |

-----  
LIFE STORAGE, INC.

----- Agen

Security: 53223X107  
Meeting Type: Annual  
Meeting Date: 18-May-2017  
Ticker: LSI  
ISIN: US53223X1072

- | Prop.# | Proposal   | Proposal Type                                | Proposal Vote                          |
|--------|--|--|--|
| 1.     | DIRECTOR<br>ROBERT J. ATTEA<br>KENNETH F. MYSZKA<br>CHARLES E. LANNON<br>STEPHEN R. RUSMISEL<br>ARTHUR L. HAVENER, JR.<br>MARK G. BARBERIO | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For |
| 2.     | PROPOSAL TO AMEND THE BYLAWS OF THE COMPANY.   | Mgmt   | For                                    |
| 3.     | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.  | Mgmt   | For                                    |
| 4.     | PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.  | Mgmt   | For                                    |
| 5.     | PROPOSAL ON THE FREQUENCY OF HOLDING FUTURE VOTES ON THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS.                                 | Mgmt   | 1 Year                                 |

-----  
MID-AMERICA APARTMENT COMMUNITIES, INC.

----- Agen

Security: 59522J103  
Meeting Type: Special  
Meeting Date: 10-Nov-2016  
Ticker: MAA  
ISIN: US59522J1034

## Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1      | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AUGUST 15, 2016, AS IT MAY BE AMENDED OR MODIFIED FROM TIME TO TIME, WHICH WE REFER TO AS THE MERGER AGREEMENT, BY AND AMONG MID-AMERICA APARTMENT COMMUNITIES, INC., WHICH WE REFER TO AS MAA, MID-AMERICA APARTMENTS, L.P., POST PROPERTIES, INC., .. (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt          | For           |
| 2      | TO APPROVE AN AMENDMENT TO THE AMENDED AND RESTATED CHARTER, AS AMENDED, OF MAA, TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 100,000,000 SHARES TO 145,000,000 SHARES, WHICH WE REFER TO AS THE MAA CHARTER AMENDMENT.  | Mgmt          | For           |
| 3      | TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE MERGER PROPOSAL AND THE MAA CHARTER AMENDMENT PROPOSAL.  | Mgmt          | For           |

-----  
MID-AMERICA APARTMENT COMMUNITIES, INC.

Agen

-----  
Security: 59522J103  
Meeting Type: Annual  
Meeting Date: 23-May-2017  
Ticker: MAA  
ISIN: US59522J1034  
-----

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: H. ERIC BOLTON, JR. | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: RUSSELL R. FRENCH   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: ALAN B. GRAF, JR.   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: TONI JENNINGS       | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES K. LOWDER     | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: THOMAS H. LOWDER    | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: MONICA MCGURK       | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: CLAUDE B. NIELSEN   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: PHILIP W. NORWOOD   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: W. REID SANDERS     | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1K. | ELECTION OF DIRECTOR: GARY SHORB   | Mgmt | For    |
| 1L. | ELECTION OF DIRECTOR: DAVID P. STOCKERT  | Mgmt | For    |
| 2.  | ADVISORY (NON-BINDING) VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. | Mgmt | For    |
| 3.  | ADVISORY (NON-BINDING) VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.                                  | Mgmt | 1 Year |
| 4.  | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.      | Mgmt | For    |

-----  
PEBBLEBROOK HOTEL TRUST

-----  
Agen

Security: 70509V100  
Meeting Type: Annual  
Meeting Date: 30-Jun-2017  
Ticker: PEB  
ISIN: US70509V1008  
-----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>JON E. BORTZ<br>CYDNEY C. DONNELL<br>RON E. JACKSON<br>PHILLIP M. MILLER<br>MICHAEL J. SCHALL<br>EARL E. WEBB<br>LAURA H. WRIGHT | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF KPMG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt   | For   |
| 3.     | APPROVAL, BY ADVISORY AND NON-BINDING VOTE, OF OUR NAMED EXECUTIVE OFFICERS' COMPENSATION ("SAY-ON-PAY").                                    | Mgmt   | For   |
| 4.     | NON-BINDING SHAREHOLDER PROPOSAL FROM THE UNION TO ADOPT A MAJORITY VOTING STANDARD IN UNCONTESTED ELECTIONS OF TRUSTEES.                    | Mgmt   | For   |
| 5.     | RECOMMENDATION, BY NON-BINDING VOTE, ON FREQUENCY OF CONDUCTING SAY-ON-PAY VOTES ("SAY-WHEN-ON-PAY").  | Mgmt   | 1 Year  |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

-----  
 PHYSICIANS REALTY TRUST

Agen

-----  
 Security: 71943U104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2017  
 Ticker: DOC  
 ISIN: US71943U1043  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1.     | DIRECTOR<br>JOHN T. THOMAS<br>TOMMY G. THOMPSON<br>STANTON D. ANDERSON<br>MARK A. BAUMGARTNER<br>ALBERT C. BLACK, JR.<br>WILLIAM A. EBINGER, M.D<br>RICHARD A. WEISS | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.          | Mgmt   | For   |
| 3.     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.                      | Mgmt   | For   |

-----  
 PROLOGIS, INC.

Agen

-----  
 Security: 74340W103  
 Meeting Type: Annual  
 Meeting Date: 03-May-2017  
 Ticker: PLD  
 ISIN: US74340W1036  
 -----

| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: HAMID R. MOGHADAM   | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: GEORGE L. FOTIADES  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: LYDIA H. KENNARD    | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: J. MICHAEL LOSH     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: IRVING F. LYONS III | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: DAVID P. O'CONNOR   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: OLIVIER PIANI       | Mgmt          | For           |



Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1H. | ELECTION OF DIRECTOR: JEFFREY L. SKELTON   | Mgmt | For    |
| 1I. | ELECTION OF DIRECTOR: CARL B. WEBB   | Mgmt | For    |
| 1J. | ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS   | Mgmt | For    |
| 2.  | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION FOR 2016   | Mgmt | For    |
| 3.  | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION                              | Mgmt | 1 Year |
| 4.  | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2017 | Mgmt | For    |

-----  
 QTS REALTY TRUST, INC.

Agen

-----  
 Security: 74736A103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2017  
 Ticker: QTS  
 ISIN: US74736A1034  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>CHAD L. WILLIAMS<br>JOHN W. BARTER<br>WILLIAM O. GRABE<br>CATHERINE R. KINNEY<br>PETER A. MARINO<br>SCOTT D. MILLER<br>PHILIP P. TRAHANAS<br>STEPHEN E. WESTHEAD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | For  |
| 3.     | TO APPROVE THE 2017 AMENDED AND RESTATED QTS REALTY TRUST, INC. EMPLOYEE STOCK PURCHASE PLAN.  | Mgmt   | For  |
| 4.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.                  | Mgmt   | For  |

-----  
 REGENCY CENTERS CORPORATION

Agen

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

-----  
 Security: 758849103  
 Meeting Type: Special  
 Meeting Date: 24-Feb-2017  
 Ticker: REG  
 ISIN: US7588491032  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1      | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 14, 2016 (WHICH WE REFER TO, AS AMENDED FROM TIME TO TIME, AS THE "MERGER AGREEMENT"), BY AND BETWEEN REGENCY AND EQUITY ONE, INC. (WHICH WE REFER TO AS "EQUITY ONE") AND THE MERGER OF EQUITY ONE WITH AND INTO REGENCY (WHICH WE REFER TO AS THE "MERGER"), WITH REGENCY CONTINUING AS THE SURVIVING CORPORATION (WHICH WE REFER TO AS THE "REGENCY MERGER PROPOSAL"). | Mgmt          | For           |
| 2      | TO AMEND THE RESTATED ARTICLES OF INCORPORATION OF REGENCY, TO TAKE EFFECT AT THE EFFECTIVE TIME OF THE MERGER, TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF REGENCY COMMON STOCK, PAR VALUE \$0.01 PER SHARE (WE REFER TO SUCH SHARES AS THE "REGENCY COMMON STOCK" AND SUCH PROPOSAL AS THE "REGENCY ARTICLES AMENDMENT PROPOSAL").   | Mgmt          | For           |
| 3      | TO APPROVE AN INCREASE IN THE SIZE OF THE REGENCY BOARD OF DIRECTORS TO 12 DIRECTORS (WHICH WE REFER TO AS THE "REGENCY INCREASE IN BOARD SIZE PROPOSAL").  | Mgmt          | For           |
| 4      | TO APPROVE THE ADJOURNMENT OF THE REGENCY SPECIAL MEETING FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE REGENCY MERGER PROPOSAL, THE REGENCY ARTICLES AMENDMENT PROPOSAL AND THE REGENCY INCREASE IN BOARD SIZE PROPOSAL IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE SUCH PROPOSALS (WHICH WE REFER TO AS THE "REGENCY ADJOURNMENT PROPOSAL").     | Mgmt          | For           |

-----  
 REGENCY CENTERS CORPORATION

-----  
 Agen

Security: 758849103  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2017  
 Ticker: REG  
 ISIN: US7588491032  
 -----

## Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MARTIN E. STEIN, JR.  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: JOSEPH AZRACK   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RAYMOND L. BANK   | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: BRYCE BLAIR   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: C. RONALD BLANKENSHIP   | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: MARY LOU FIALA  | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: CHAIM KATZMAN   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: PETER LINNEMAN  | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: DAVID P. O'CONNOR   | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: JOHN C. SCHWEITZER  | Mgmt          | For           |
| 1K.    | ELECTION OF DIRECTOR: THOMAS G. WATTLES   | Mgmt          | For           |
| 2.     | WHETHER AN ADVISORY VOTE ON EXECUTIVE COMPENSATION WILL OCCUR EVERY 1, 2 OR 3 YEARS.                                    | Mgmt          | 1 Year        |
| 3.     | ADOPTION OF AN ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION FOR FISCAL YEAR 2016.                               | Mgmt          | For           |
| 4.     | RATIFICATION OF APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt          | For           |

-----  
SIMON PROPERTY GROUP, INC.

Agen

-----  
Security: 828806109  
Meeting Type: Annual  
Meeting Date: 10-May-2017  
Ticker: SPG  
ISIN: US8288061091  
-----

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: GLYN F. AEPPEL       | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D. | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: ALLAN HUBBARD        | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ  | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1F. | ELECTION OF DIRECTOR: GARY M. RODKIN   | Mgmt | For    |
| 1G. | ELECTION OF DIRECTOR: DANIEL C. SMITH,<br>PH.D.  | Mgmt | For    |
| 1H. | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR.   | Mgmt | For    |
| 2.  | AN ADVISORY VOTE ON THE FREQUENCY OF<br>ADVISORY VOTES ON EXECUTIVE COMPENSATION.                      | Mgmt | 1 Year |
| 3.  | AN ADVISORY VOTE TO APPROVE EXECUTIVE<br>COMPENSATION.   | Mgmt | For    |
| 4.  | RATIFICATION OF ERNST & YOUNG LLP AS OUR<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2017. | Mgmt | For    |

-----  
 SL GREEN REALTY CORP.

-----  
 Agen

Security: 78440X101  
 Meeting Type: Annual  
 Meeting Date: 01-Jun-2017  
 Ticker: SLG  
 ISIN: US78440X1019  
 -----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: BETSY ATKINS  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: MARC HOLLIDAY   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN S. LEVY  | Mgmt          | For           |
| 2.     | TO APPROVE, ON A NON-BINDING ADVISORY<br>BASIS, OUR EXECUTIVE COMPENSATION.   | Mgmt          | For           |
| 3.     | TO APPROVE THE AMENDMENT OF OUR ARTICLES OF<br>RESTATEMENT TO EFFECT THE DECLASSIFICATION<br>OF OUR BOARD OF DIRECTORS.                                     | Mgmt          | For           |
| 4.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING<br>DECEMBER 31, 2017.  | Mgmt          | For           |
| 5.     | TO RECOMMEND, BY A NON-BINDING ADVISORY<br>VOTE, WHETHER AN ADVISORY VOTE ON OUR<br>EXECUTIVE COMPENSATION SHOULD BE HELD EVERY<br>ONE, TWO OR THREE YEARS. | Mgmt          | 1 Year        |
| 6.     | TO CONSIDER AND ACT UPON A STOCKHOLDER<br>PROPOSAL REGARDING SETTING TARGET AMOUNTS<br>OF CEO COMPENSATION.   | Shr           | Against       |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

-----  
 SPIRIT REALTY CAPITAL INC

Agen

Security: 84860W102  
 Meeting Type: Annual  
 Meeting Date: 28-Jun-2017  
 Ticker: SRC  
 ISIN: US84860W1027  
 -----

| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>JACKSON HSIEH<br>KEVIN M. CHARLTON<br>TODD A. DUNN<br>RICHARD I. GILCHRIST<br>DIANE M. MOREFIELD<br>SHELI Z. ROSENBERG<br>THOMAS D. SENKBEIL<br>NICHOLAS P. SHEPHERD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>Withheld<br>Withheld<br>Withheld<br>Withheld<br>Withheld<br>Withheld<br>Withheld |
| 2.     | THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.                        | Mgmt   | For   |
| 3.     | A NON-BINDING, ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICER AS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.                                  | Mgmt   | For   |

-----  
 SUN COMMUNITIES, INC.

Agen

Security: 866674104  
 Meeting Type: Annual  
 Meeting Date: 18-May-2017  
 Ticker: SUI  
 ISIN: US8666741041  
 -----

| Prop.# | Proposal                                    | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: STEPHANIE W. BERGERON | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: BRIAN M. HERMELIN     | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: RONALD A. KLEIN       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: CLUNET R. LEWIS       | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: GARY A. SHIFFMAN      | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: ARTHUR A. WEISS       | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

- |    |   |      |        |
|----|---|------|--------|
| 2. | RATIFY THE SELECTION OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For    |
| 3. | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.  | Mgmt | For    |
| 4. | TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.   | Mgmt | 1 Year |

-----  
 SUNSTONE HOTEL INVESTORS, INC.

-----  
 Agen

Security: 867892101  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2017  
 Ticker: SHO  
 ISIN: US8678921011

- | Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>JOHN V. ARABIA<br>W. BLAKE BAIRD<br>ANDREW BATINOVICH<br>Z. JAMIE BEHAR<br>THOMAS A. LEWIS, JR.<br>MURRAY J. MCCABE<br>DOUGLAS M. PASQUALE<br>KEITH P. RUSSELL       | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF ERNST & YOUNG LLP TO ACT AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt   | For  |
| 3.     | ADVISORY VOTE TO APPROVE THE COMPENSATION OF SUNSTONE'S NAMED EXECUTIVE OFFICERS, AS SET FORTH IN SUNSTONE'S PROXY STATEMENT FOR THE 2017 ANNUAL MEETING OF STOCKHOLDERS.        | Mgmt   | For  |
| 4.     | ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON THE COMPENSATION OF SUNSTONE'S NAMED EXECUTIVE OFFICERS.   | Mgmt   | 1 Year   |

-----  
 UDR, INC.

-----  
 Agen

Security: 902653104  
 Meeting Type: Annual  
 Meeting Date: 11-May-2017

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

Ticker: UDR  
 ISIN: US9026531049

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: KATHERINE A. CATTANACH  | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: ROBERT P. FREEMAN   | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JON A. GROVE  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: MARY ANN KING   | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: JAMES D. KLINGBEIL  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: CLINT D. MCDONNOUGH   | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: ROBERT A. MCNAMARA  | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: MARK R. PATTERSON   | Mgmt          | For           |
| 1I.    | ELECTION OF DIRECTOR: LYNNE B. SAGALYN  | Mgmt          | For           |
| 1J.    | ELECTION OF DIRECTOR: THOMAS W. TOOMEY  | Mgmt          | For           |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. | Mgmt          | For           |
| 3.     | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.  | Mgmt          | For           |
| 4.     | ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Mgmt          | 1 Year        |

VENTAS, INC.

Agen

Security: 92276F100  
 Meeting Type: Annual  
 Meeting Date: 18-May-2017  
 Ticker: VTR  
 ISIN: US92276F1003

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: MELODY C. BARNES     | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: DEBRA A. CAFARO      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JAY M. GELLERT       | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: RICHARD I. GILCHRIST | Mgmt          | For           |

Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

|     |  |      |        |
|-----|--|------|--------|
| 1E. | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG  | Mgmt | For    |
| 1F. | ELECTION OF DIRECTOR: ROXANNE M. MARTINO   | Mgmt | For    |
| 1G. | ELECTION OF DIRECTOR: WALTER C. RAKOWICH   | Mgmt | For    |
| 1H. | ELECTION OF DIRECTOR: ROBERT D. REED   | Mgmt | For    |
| 1I. | ELECTION OF DIRECTOR: GLENN J. RUFRANO   | Mgmt | For    |
| 1J. | ELECTION OF DIRECTOR: JAMES D. SHELTON   | Mgmt | For    |
| 2.  | RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. | Mgmt | For    |
| 3.  | ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.   | Mgmt | For    |
| 4.  | ADVISORY VOTE AS TO THE FREQUENCY OF ADVISORY VOTES TO APPROVE OUR EXECUTIVE COMPENSATION.                           | Mgmt | 1 Year |

-----  
VORNADO REALTY TRUST

Agen

Security: 929042109  
Meeting Type: Annual  
Meeting Date: 18-May-2017  
Ticker: VNO  
ISIN: US9290421091  
-----

| Prop.# | Proposal   | Proposal Type                | Proposal Vote            |
|--------|--|------------------------------|--------------------------|
| 1.     | DIRECTOR<br>MICHAEL LYNNE<br>DAVID M. MANDELBAUM<br>MANDAKINI PURI<br>DANIEL R. TISCH  | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For |
| 2.     | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. | Mgmt                         | For                      |
| 3.     | NON-BINDING, ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt                         | For                      |
| 4.     | NON-BINDING, ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES.  | Mgmt                         | 1 Year                   |

-----  
WASHINGTON REAL ESTATE INVESTMENT TRUST

Agen



# Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form N-PX

-----  
Security: 939653101  
Meeting Type: Annual  
Meeting Date: 01-Jun-2017  
Ticker: WRE  
ISIN: US9396531017  
-----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | AMENDMENT TO THE ARTICLES OF AMENDMENT AND RESTATEMENT TO DECLASSIFY THE BOARD OF TRUSTEES                    | Mgmt          | For           |
| 2.     | AMENDMENT TO THE ARTICLES OF AMENDMENT AND RESTATEMENT TO ENABLE SHAREHOLDERS TO AMEND THE BYLAWS             | Mgmt          | For           |
| 3.1    | ELECTION OF TRUSTEE: BENJAMIN S. BUTCHER  | Mgmt          | For           |
| 3.2    | ELECTION OF TRUSTEE: EDWARD S. CIVERA   | Mgmt          | For           |
| 3.3    | ELECTION OF TRUSTEE: ELLEN M. GOITIA  | Mgmt          | For           |
| 4.     | NON-BINDING ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS (SAY-ON-PAY)                            | Mgmt          | For           |
| 5.     | NON-BINDING ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS           | Mgmt          | 1 Year        |
| 6.     | PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 | Mgmt          | For           |

\* Management position unknown

## 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) Cohen & Steers REIT and Preferred Income Fund, Inc.  
By (Signature) /s/ Francis C. Poli  
Name Francis C. Poli  
Title Assistant Secretary  
Date 08/24/2017