

FIRST OPPORTUNITY FUND INC  
Form N-PX  
August 28, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number: 811-04605

FIRST OPPORTUNITY FUND, INC.  
(Exact name of registrant as specified in charter)

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

Registrant's Telephone Number, including Area Code: (303) 444-5483

Date of fiscal year end: March 31

Date of reporting period: July 1, 2014 – March 23, 2015

---

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Item 1. Proxy Voting Record

===== FIRST OPPORTUNITY FUND INC =====

CENTERSTATE BANKS, INC.

Ticker: CSFL Security ID: 15201P109  
 Meeting Date: APR 30, 2015 Meeting Type: Annual  
 Record Date: FEB 27, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James H. Bingham	For	For	Management
1.2	Elect Director G. Robert Blanchard, Jr.	For	For	Management
1.3	Elect Director C. Dennis Carlton	For	For	Management
1.4	Elect Director John C. Corbett	For	For	Management
1.5	Elect Director Griffin A. Greene	For	For	Management
1.6	Elect Director Charles W. McPherson	For	For	Management
1.7	Elect Director G. Tierso Nunez, II	For	For	Management
1.8	Elect Director Thomas E. Oakley	For	For	Management
1.9	Elect Director Ernest S. Pinner	For	For	Management
1.10	Elect Director William Knox Pou, Jr.	For	For	Management
1.11	Elect Director Joshua A. Snively	For	For	Management
1.12	Elect Director Michael F. Ciferri	For	For	Management
1.13	Elect Director Daniel R. Richey	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Crowe Horwath LLP as Auditors	For	For	Management

-----  
 CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 20, 2014 Meeting Type: Annual  
 Record Date: SEP 22, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Michael D. Capellas	For	For	Management
1d	Elect Director John T. Chambers	For	For	Management
1e	Elect Director Brian L. Halla	For	For	Management
1f	Elect Director John L. Hennessy	For	For	Management
1g	Elect Director Kristina M. Johnson	For	For	Management
1h	Elect Director Roderick C. McGearry	For	For	Management
1i	Elect Director Arun Sarin	For	For	Management
1j	Elect Director Steven M. West	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Establish Public Policy Board Committee	Against	Against	Shareholder
6	Adopt Proxy Access Right	Against	Against	Shareholder
7	Report on Political Contributions	Against	Against	Shareholder

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

-----  
 CITIZENS & NORTHERN CORPORATION

Ticker: CZNC Security ID: 172922106  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: FEB 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward H. Owlett, III	For	Withhold	Management
1.2	Elect Director James E. Towner	For	Withhold	Management
2	Ratify Auditors	For	For	Management

-----  
 COHEN & STEERS INFRASTRUCTURE FUND, INC.

Ticker: UTF Security ID: 19248A109  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: FEB 28, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George Grossman	For	For	Management
1.2	Elect Director Robert H. Steers	For	For	Management
1.3	Elect Director C. Edward Ward, Jr.	For	For	Management
2	Approve Change of Fundamental Investment Restriction With Respect To Concentrating Investments in an Industry	For	For	Management

-----  
 EAGLE BANCORP MONTANA, INC.

Ticker: EBMT Security ID: 26942G100  
 Meeting Date: OCT 23, 2014 Meeting Type: Annual  
 Record Date: SEP 04, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry A. Dreyer	For	For	Management
1.2	Elect Director Lynn E. Dickey	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

-----  
 EAGLE BANCORP MONTANA, INC.

Ticker: EBMT Security ID: 26942G100  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: MAR 05, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James A. Maierle	For	For	Management
1.2	Elect Director Thomas J. McCarvel	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Davis Kinard & Co., P.C. as	For	For	Management

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

4	Auditors Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
---	---	-----	-----	------------

---

FIRST MERCHANTS CORPORATION

Ticker: FRME                      Security ID: 320817109  
 Meeting Date: MAY 04, 2015      Meeting Type: Annual  
 Record Date: FEB 24, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael R. Becher	For	For	Management
1.2	Elect Director William L. Hoy	For	For	Management
1.3	Elect Director Patrick A. Sherman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify BKD, LLP as Auditors	For	For	Management

---

HAMPDEN BANCORP, INC.

Ticker: HBNK                      Security ID: 40867E107  
 Meeting Date: NOV 04, 2014      Meeting Type: Proxy Contest  
 Record Date: SEP 19, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
	Management Proxy (Blue Card)	None		
1.1	Elect Director Stanley Kowalski, Jr.	For	For	Management
1.2	Elect Director Mary Ellen Scott	For	For	Management
1.3	Elect Director Glenn S. Welch	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
#	Proposal	Diss Rec	Vote Cast	Sponsor
	Dissident Proxy (White Card)	None		
1.1	Elect Director Johnny Guerry	For	Did Not Vote	Shareholder
1.2	Elect Director Garold R. Base	For	Did Not Vote	Shareholder
1.3	Director Nominee - Glenn S. Welch	For	Did Not Vote	Shareholder
2	Ratify Auditors	For	Did Not Vote	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Did Not Vote	Management
4	Adjourn Meeting	Against	Did Not Vote	Management

---

HAMPDEN BANCORP, INC.

Ticker: HBNK                      Security ID: 40867E107  
 Meeting Date: MAR 12, 2015      Meeting Type: Special  
 Record Date: JAN 29, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Advisory Vote on Golden Parachutes	For	For	Management
3	Adjourn Meeting	For	Against	Management

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

---

### HF FINANCIAL CORP.

Ticker: HFFC Security ID: 404172108  
Meeting Date: NOV 20, 2014 Meeting Type: Annual  
Record Date: SEP 30, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Palmer	For	For	Management
1.2	Elect Director Thomas L. Van Wyhe	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

---

### HOME BANCORP, INC.

Ticker: HBCP Security ID: 43689E107  
Meeting Date: MAY 06, 2015 Meeting Type: Annual  
Record Date: MAR 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Bordelon	For	For	Management
1.2	Elect Director John A. Hendry	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Porter Keadle Moore, LLC as Auditors	For	For	Management

---

### INDEPENDENCE BANK CORPORATION

Ticker: IBCP Security ID: 453838609  
Meeting Date: APR 21, 2015 Meeting Type: Annual  
Record Date: FEB 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert L. Hetzler	For	For	Management
1.2	Elect Director Michael M. Magee, Jr.	For	For	Management
1.3	Elect Director James E. McCarty	For	For	Management
1.4	Elect Director Matthew J. Missad	For	For	Management
2	Ratify Crowe Horwath LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

---

### INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101  
Meeting Date: APR 28, 2015 Meeting Type: Annual  
Record Date: FEB 27, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J.P. Belda	For	For	Management

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

1.2	Elect Director William R. Brody	For	For	Management
1.3	Elect Director Kenneth I. Chenault	For	For	Management
1.4	Elect Director Michael L. Eskew	For	For	Management
1.5	Elect Director David N. Farr	For	For	Management
1.6	Elect Director Alex Gorsky	For	For	Management
1.7	Elect Director Shirley Ann Jackson	For	For	Management
1.8	Elect Director Andrew N. Liveris	For	For	Management
1.9	Elect Director W. James McNerney, Jr.	For	For	Management
1.10	Elect Director James W. Owens	For	For	Management
1.11	Elect Director Virginia M. Rometty	For	For	Management
1.12	Elect Director Joan E. Spero	For	For	Management
1.13	Elect Director Sidney Taurel	For	For	Management
1.14	Elect Director Peter R. Voser	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Lobbying Payments and Policy	Against	For	Shareholder
5	Provide Right to Act by Written Consent	Against	For	Shareholder
6	Pro-rata Vesting of Equity Awards	Against	For	Shareholder
7	Establish Public Policy Board Committee	Against	Against	Shareholder

-----

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: FEB 24, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Mary Sue Coleman	For	Did Not Vote	Management
1b	Elect Director D. Scott Davis	For	Did Not Vote	Management
1c	Elect Director Ian E. L. Davis	For	Did Not Vote	Management
1d	Elect Director Alex Gorsky	For	Did Not Vote	Management
1e	Elect Director Susan L. Lindquist	For	Did Not Vote	Management
1f	Elect Director Mark B. McClellan	For	Did Not Vote	Management
1g	Elect Director Anne M. Mulcahy	For	Did Not Vote	Management
1h	Elect Director William D. Perez	For	Did Not Vote	Management
1i	Elect Director Charles Prince	For	Did Not Vote	Management
1j	Elect Director A. Eugene Washington	For	Did Not Vote	Management
1k	Elect Director Ronald A. Williams	For	Did Not Vote	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Did Not Vote	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	Did Not Vote	Management
4	Policy Regarding Overextended Directors	Against	Did Not Vote	Shareholder
5	Report on Consistency Between Corporate Values and Political Contributions	Against	Did Not Vote	Shareholder
6	Require Independent Board Chairman	Against	Did Not Vote	Shareholder

-----

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 19, 2015 Meeting Type: Annual  
 Record Date: MAR 20, 2015

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Linda B. Bammann	For	For	Management
1b	Elect Director James A. Bell	For	For	Management
1c	Elect Director Crandall C. Bowles	For	For	Management
1d	Elect Director Stephen B. Burke	For	For	Management
1e	Elect Director James S. Crown	For	For	Management
1f	Elect Director James Dimon	For	For	Management
1g	Elect Director Timothy P. Flynn	For	For	Management
1h	Elect Director Laban P. Jackson, Jr.	For	For	Management
1i	Elect Director Michael A. Neal	For	For	Management
1j	Elect Director Lee R. Raymond	For	For	Management
1k	Elect Director William C. Weldon	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder
6	Report on Lobbying Payments and Policy	Against	Against	Shareholder
7	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
8	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
9	Report on Certain Vesting Program	Against	For	Shareholder
10	Disclosure of Recoupment Activity from Senior Officers	Against	For	Shareholder

---

### MALVERN BANCORP, INC.

Ticker: MLVF Security ID: 561409103  
 Meeting Date: FEB 10, 2015 Meeting Type: Annual  
 Record Date: DEC 17, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph E. Palmer, Jr.	For	For	Management
1.2	Elect Director Anthony C. Weagley	For	For	Management
1.3	Elect Director Therese Woodman	For	For	Management
1.4	Elect Director John B. Yerkes, Jr.	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

---

### OAK RIDGE FINANCIAL SERVICES, INC.

Ticker: BKOR Security ID: 671768109  
 Meeting Date: APR 30, 2015 Meeting Type: Annual  
 Record Date: MAR 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald O. Black	For	For	Management
1.2	Elect Director James W. Hall	For	For	Management
1.3	Elect Director Stanley N. Tennant	For	For	Management
2	Ratify Elliott Davis, PLLC as Auditors	For	For	Management

---

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

OLD POINT FINANCIAL CORPORATION

Ticker: OPOF Security ID: 680194107  
 Meeting Date: MAY 26, 2015 Meeting Type: Annual  
 Record Date: MAR 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen C. Adams	For	For	Management
1.2	Elect Director James Reade Chisman	For	For	Management
1.3	Elect Director Russell Smith Evans, Jr.	For	For	Management
1.4	Elect Director Michael A. Glasser	For	Withhold	Management
1.5	Elect Director Arthur D. Greene	For	For	Management
1.6	Elect Director John Cabot Ishon	For	Withhold	Management
1.7	Elect Director Tom B. Langley	For	For	Management
1.8	Elect Director Louis G. Morris	For	Withhold	Management
1.9	Elect Director H. Robert Schappert	For	Withhold	Management
1.10	Elect Director Robert F. Shuford, Sr.	For	Withhold	Management
1.11	Elect Director Robert F. Shuford, Jr.	For	Withhold	Management
1.12	Elect Director Ellen Clark Thacker	For	For	Management
1.13	Elect Director Joseph R. Witt	For	Withhold	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Yount, Hyde & Barbour, P.C. as Auditors	For	For	Management

ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: NOV 05, 2014 Meeting Type: Annual  
 Record Date: SEP 08, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Berg	For	For	Management
1.2	Elect Director H. Raymond Bingham	For	For	Management
1.3	Elect Director Michael J. Boskin	For	For	Management
1.4	Elect Director Safra A. Catz	For	For	Management
1.5	Elect Director Bruce R. Chizen	For	For	Management
1.6	Elect Director George H. Conrades	For	For	Management
1.7	Elect Director Lawrence J. Ellison	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Jeffrey O. Henley	For	For	Management
1.10	Elect Director Mark V. Hurd	For	For	Management
1.11	Elect Director Naomi O. Seligman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
5	Adopt Multiple Performance Metrics Under Executive Incentive Plans	Against	Against	Shareholder
6	Adopt Specific Performance Standards	Against	Against	Shareholder
7	Adopt Proxy Access Right	Against	Against	Shareholder

PACIFIC PREMIER BANCORP, INC.

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

Ticker: PPBI Security ID: 69478X105  
 Meeting Date: JAN 23, 2015 Meeting Type: Special  
 Record Date: DEC 10, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Adjourn Meeting	For	Against	Management

### PERPETUAL FEDERAL SAVINGS BANK

Ticker: PFOH Security ID: 714273109  
 Meeting Date: JAN 21, 2015 Meeting Type: Annual  
 Record Date: DEC 02, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jesse L. Henson	For	For	Management
1.2	Elect Director Hobert H. Neiswander	For	For	Management
1.3	Elect Director M. Todd Woodruff	For	For	Management

### PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: FEB 25, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis A. Ausiello	For	For	Management
1.2	Elect Director W. Don Cornwell	For	For	Management
1.3	Elect Director Frances D. Fergusson	For	For	Management
1.4	Elect Director Helen H. Hobbs	For	For	Management
1.5	Elect Director James M. Kilts	For	For	Management
1.6	Elect Director Shantanu Narayen	For	For	Management
1.7	Elect Director Suzanne Nora Johnson	For	For	Management
1.8	Elect Director Ian C. Read	For	For	Management
1.9	Elect Director Stephen W. Sanger	For	For	Management
1.10	Elect Director James C. Smith	For	For	Management
1.11	Elect Director Marc Tessier-Lavigne	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Review and Assess Membership of Lobbying Organizations	Against	Against	Shareholder

### PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109  
 Meeting Date: MAY 06, 2015 Meeting Type: Annual  
 Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harold Brown	For	For	Management
1.2	Elect Director Andre Calantzopoulos	For	For	Management

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

1.3	Elect Director Louis C. Camilleri	For	For	Management
1.4	Elect Director Werner Geissler	For	For	Management
1.5	Elect Director Jennifer Li	For	For	Management
1.6	Elect Director Jun Makihara	For	For	Management
1.7	Elect Director Sergio Marchionne	For	Against	Management
1.8	Elect Director Kalpana Morparia	For	For	Management
1.9	Elect Director Lucio A. Noto	For	For	Management
1.10	Elect Director Frederik Paulsen	For	For	Management
1.11	Elect Director Robert B. Polet	For	For	Management
1.12	Elect Director Stephen M. Wolf	For	For	Management
2	Ratify PricewaterhouseCoopers SA as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Report on Lobbying Payments and Policy	Against	For	Shareholder
5	Adopt Anti-Forced Labor Policy for Tobacco Supply Chain	Against	Against	Shareholder

-----

REPUBLIC SERVICES, INC.

Ticker: RSG Security ID: 760759100  
 Meeting Date: MAY 14, 2015 Meeting Type: Annual  
 Record Date: MAR 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ramon A. Rodriguez	For	For	Management
1b	Elect Director Tomago Collins	For	For	Management
1c	Elect Director James W. Crownover	For	For	Management
1d	Elect Director Ann E. Dunwoody	For	For	Management
1e	Elect Director William J. Flynn	For	For	Management
1f	Elect Director Manuel Kadre	For	For	Management
1g	Elect Director Michael Larson	For	For	Management
1h	Elect Director W. Lee Nutter	For	For	Management
1i	Elect Director Donald W. Slager	For	For	Management
1j	Elect Director John M. Trani	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Ernst & Young LLP as Auditors	For	For	Management
4	Proxy Access	None	For	Shareholder

-----

RIVER VALLEY BANCORP

Ticker: RIVR Security ID: 768475105  
 Meeting Date: APR 15, 2015 Meeting Type: Annual  
 Record Date: FEB 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lonnie D. Collins	For	For	Management
1.2	Elect Director Matthew P. Forrester	For	For	Management
2	Ratify BKD, LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

-----

## Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

ROYAL FINANCIAL, INC.

Ticker: RYFL Security ID: 78027P109  
 Meeting Date: OCT 28, 2014 Meeting Type: Annual  
 Record Date: AUG 29, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Michael McLaren	For	For	Management
1.2	Elect Director Philip J. Timyan	For	For	Management
2	Ratify Auditors	For	For	Management

SAN DIEGO PRIVATE BANK

Ticker: SDPB Security ID: 79744Y100  
 Meeting Date: OCT 15, 2014 Meeting Type: Annual  
 Record Date: AUG 29, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David Ellman	For	For	Management
1.2	Elect Director David Engelman	For	For	Management
1.3	Elect Director Selwyn Isakow	For	For	Management
1.4	Elect Director Leon Kassel	For	For	Management
1.5	Elect Director Maria Kunac	For	For	Management
1.6	Elect Director David Moore	For	For	Management
1.7	Elect Director Ernest Rady	For	For	Management
1.8	Elect Director Steve Rippe	For	For	Management
1.9	Elect Director Jerry Suppa	For	For	Management

SI FINANCIAL GROUP, INC.

Ticker: SIFI Security ID: 78425V104  
 Meeting Date: MAY 13, 2015 Meeting Type: Annual  
 Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donna M. Evan	For	For	Management
1.2	Elect Director William R. Harvey	For	Withhold	Management
1.3	Elect Director Dennis Pollack	For	For	Management
2	Ratify Wolf & Company, P.C. as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

SOUTHERN NATIONAL BANCORP OF VIRGINIA, INC.

Ticker: SONA Security ID: 843395104  
 Meeting Date: APR 23, 2015 Meeting Type: Annual  
 Record Date: MAR 05, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Georgia S. Derrico	For	For	Management
1.2	Elect Director Charles A. Kabbash	For	For	Management
1.3	Elect Director Robert Y. Clagett	For	For	Management
2	Ratify Dixon Hughes Goodman LLP as	For	For	Management

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

3	Auditors Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
---	---	-----	-----	------------

-----  
THIRD CENTURY BANCORP

Ticker: TDCB Security ID: 884120106  
Meeting Date: MAY 20, 2015 Meeting Type: Annual  
Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David A. Coffey	For	Withhold	Management
1.2	Elect Director Jerry D. Petro	For	Withhold	Management
2	Ratify BKD LLP as Auditors	For	For	Management

-----  
VALLEY COMMERCE BANCORP

Ticker: VCBP Security ID: 919518100  
Meeting Date: APR 28, 2015 Meeting Type: Annual  
Record Date: MAR 10, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Walter A. Dwelle	For	For	Management
1.2	Elect Director Donald A. Gilles	For	For	Management
1.3	Elect Director Philip R. Hammond, Jr.	For	For	Management
1.4	Elect Director Russell F. Hurley	For	For	Management
1.5	Elect Director Fred P. Lobue, Jr.	For	For	Management
1.6	Elect Director Kenneth H. Macklin	For	For	Management
1.7	Elect Director Barry R. Smith	For	For	Management
1.8	Elect Director Allan W. Stone	For	For	Management
2	Ratify Crowe Horwath, LLP as Auditors	For	For	Management

-----  
WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
Meeting Date: APR 28, 2015 Meeting Type: Annual  
Record Date: MAR 03, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John D. Baker, II	For	For	Management
1b	Elect Director Elaine L. Chao	For	For	Management
1c	Elect Director John S. Chen	For	For	Management
1d	Elect Director Lloyd H. Dean	For	For	Management
1e	Elect Director Elizabeth A. Duke	For	For	Management
1f	Elect Director Susan E. Engel	For	For	Management
1g	Elect Director Enrique Hernandez, Jr.	For	For	Management
1h	Elect Director Donald M. James	For	For	Management
1i	Elect Director Cynthia H. Milligan	For	For	Management
1j	Elect Director Federico F. Pena	For	For	Management
1k	Elect Director James H. Quigley	For	For	Management
1l	Elect Director Judith M. Runstad	For	For	Management
1m	Elect Director Stephen W. Sanger	For	For	Management
1n	Elect Director John G. Stumpf	For	For	Management

Edgar Filing: FIRST OPPORTUNITY FUND INC - Form N-PX

1o	Elect Director Susan G. Swenson	For	For	Management
1p	Elect Director Suzanne M. Vautrinot	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify KPMG LLP as Auditors	For	For	Management
4	Require Independent Board Chairman	Against	Against	Shareholder
5	Report on Lobbying Payments and Policy	Against	For	Shareholder

-----

XENITH BANKSHARES, INC.

Ticker: XBKS Security ID: 98410X105  
 Meeting Date: MAY 07, 2015 Meeting Type: Annual  
 Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry L. Felton	For	For	Management
1.2	Elect Director Palmer P. Garson	For	For	Management
1.3	Elect Director Patrick D. Hanley	For	For	Management
1.4	Elect Director Peter C. Jackson	For	For	Management
1.5	Elect Director T. Gaylon Layfield, III	For	For	Management
1.6	Elect Director Michael A. Mancusi	For	For	Management
1.7	Elect Director Robert J. Merrick	For	For	Management
1.8	Elect Director Scott A. Reed	For	For	Management
1.9	Elect Director Mark B. Sisisky	For	For	Management
1.10	Elect Director Thomas G. Snead, Jr.	For	For	Management
2	Ratify BDO USA LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

SIGNATURE

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)First Opportunity Fund, Inc.

By: /s/ Stephen C. Miller  
Stephen C. Miller  
President (Principal Executive Officer)

Date: August 28, 2015

---

