

KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC.

Form N-PX

August 19, 2014

OMB APPROVAL

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-22467

Kayne Anderson Midstream/Energy Fund, Inc.

(Exact name of registrant as specified in charter)

811 Main Street, 14th Floor

(Address of principal executive offices)

Houston, Texas 77002

(Zip code)

David J. Shladovsky, Esq.

KA Fund Advisors, LLC

811 Main Street, 14th Floor

Houston, Texas 77002

(Name and address of agent for service)

Registrant's telephone number, including area code: (310) 284-6438

Date of fiscal year end: November 30

Date of reporting period: July 1, 2013 - June 30, 2014

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure

review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
 - (b) The exchange ticker symbol of the portfolio security;
 - (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
 - (d) The shareholder meeting date;
 - (e) A brief identification of the matter voted on;
 - (f) Whether the matter was proposed by the issuer or by a security holder;
 - (g) Whether the registrant cast its vote on the matter;
 - (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
 - (i) Whether the registrant cast its vote for or against management.
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SIGNATURES

[See General Instruction F]

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) Kayne Anderson Midstream/Energy Fund, Inc.

By (Signature and /s/ Kevin S. McCarthy
Title)*

Kevin S. McCarthy,
Chairman of the Board of Directors,

Date August 15, 2014 President and Chief Executive Officer

* Print the name and title of each signing officer under his or her signature.

Item 1 – Proxy Voting Record

Kayne Anderson Midstream/Energy Fund,
Inc.

7/1/2013 -
6/30/2014

Issuer	Symbol	CUSIP	Meeting Date	Matter:	Proposed by (Issuer or (S)hrhldr	Vote Cast?	How Voted	For/Against Mgmt
CAPITAL PRODUCT PARTNERS L.P.	CPLP	Y11082107	7/22/2013	ELECT:				
				Keith Forman	I	YES	FOR	FOR
				E.G. Bairactaris	I	YES	FOR	FOR
SEADRILL LIMITED	SDRL	G7945E105	9/20/2013	TO RE-ELECT AS A DIRECTOR OF THE COMPANY:				
				John Fredriksen	I	YES	FOR	FOR
				Tor Olav Troim	I	YES	FOR	FOR
				Kate Blankenship	I	YES	FOR	FOR
				Kathrine Fredriksen	I	YES	FOR	FOR
				Carl Erik Steen	I	YES	FOR	FOR
				Bert Bekker	I	YES	FOR	FOR
				Paul Leand, Jr.	I	YES	FOR	FOR
				TO AMEND:	I	YES	FOR	FOR
				The Company's By-Laws Nos. 57 (A), 89, 93 (B), 103, 104, 105, 106 (A), 110, and 111				
				TO APPOINT:	I	YES	FOR	FOR
				PricewaterhouseCoopers LLP, as auditor and to authorize the directors to determine their remuneration.				
				TO APPROVE:	I	YES	FOR	FOR
				The remuneration of the Company's Board of Directors of a total amount of fees not to exceed US\$1,500,000 for the year ended December 31, 2013.				
CRESTWOOD MIDSTREAM PARTNERS L.P.	CMLP	226372100	10/4/2013	APPROVE:	I	YES	FOR	FOR

Agreement & plan of merger, by & among Crestwood Midstream Partners LP ("Crestwood"), Crestwood Gas Services GP LLC, the General Partner of Crestwood, Crestwood Holdings LLC, the parent company of CMLP GP, Inergy Midstream, L.P., NRGMP GP, LLC, The General Partner of Inergy Midstream, Inergy L.P., the indirect parent company of NRGMP GP, LLC, & Intrepid Merger Sub, LLC.

APPROVE:	I	YES	FOR	FOR
The adjournment of the special meeting, if necessary or appropriate to solicit additional proxies, if there are not sufficient votes to approve the merger agreement at the time of the special meeting.				

APPROVE:	I	YES	FOR	FOR
On an advisory (non-binding basis), the compensation payments that will or may be paid by Crestwood to its named executive officers in connection with the merger.				

ENTERPRISE
PRODUCTS
PARTNERS L.P.

EPD 293792107 9/30/2013

APPROVE:	I	YES	FOR	FOR
The amendment and restatement of the 2008 Enterprise Products long-term incentive plan.				

APPROVE:	I	YES	FOR	FOR
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The amendment and
restatement of the EPD
unit purchase plan.

PLAINS ALL
AMERICAN
PIPELINE, L.P.

PAA

726503105

11/19/2013

APPROVE:

I

YES FOR

FOR

The Plains All American
2013 Long-term incentive
plan.

APPROVE:

I

YES FOR

FOR

The adjournment of the
special meeting to a later
date or dates, if deemed
necessary or appropriate
by the general partner, to
solicit additional proxies.

NAVIOS
MARITIME
PARTNERS L.P.

NMM

Y62267102

12/4/2013

TO ELECT:

I

YES FOR

FOR

Dimitris P. Gkouras as
Director

RATIFY:

I

YES FOR

FOR

The appointment of
PricewaterhouseCoopers
as the company's
independent public
accountants for the fiscal
year ending December
31, 2013.

SEASPAN
CORPORATION

SSW

Y75638208

1/28/2014

APPROVE:

I

YES FOR

FOR

Adoption of an
amendment to Seaspac
Corporation's amended
and restated articles of
incorporation to increase
the number of authorized
preferred shares from
65,000,000 to
150,000,000, with a
corresponding increase in
the number of authorized
shares of capital stock
from 290,000,100 to
375,000,100.

				APPROVE:	I	YES	FOR	FOR
				Adoption of an amendment to Seaspac Corporation's amended and restated articles of incorporation to declassify the Board of Directors of Seaspac corporation and provide for the annual election of the members of the Board of Directors.				
PVR PARTNERS, L.P.	PVR	693665101	3/20/2014	TO CONSIDER AND VOTE:	I	YES	FOR	FOR
				On a proposal to adopt the agreement and plan of merger, dated as of October 9, 2013 (as it may be amended from time to time), which is referred to as the merger agreement, by and among PVR, PVR GP, LLC, the General partner of PVR, Regency Energy partners LP, and Regency GP LP, the General Partner of Regency, and the transactions contemplated thereby,				
				TO CONSIDER AND VOTE:	I	YES	FOR	FOR
				On a proposal to approve the adjournment of the PVR special meeting, if necessary, to solicit additional proxies if there are not sufficient votes to adopt the merger agreement at the time of the special meeting.				
				TO CONSIDER AND VOTE:	I	YES	FOR	FOR
				On a proposal to approve, on an advisory (non-binding) basis, the related compensation payments that will or may				

be paid by PVR to its
named executive officers
in connection with the
merger.

SPECTRA ENERGY CORP.	SE	847560109	4/15/2014	TO ELECT AS DIRECTOR: Gregory L. Ebel Austin. A. Adams Joseph Alvarado Pamela L. Carter Clarence P. Cazlot, Jr. F. Anthony Comper Peter B. Hamilton Michael McShane Michael G. Morris Michael EJ Phelps	I	YES FOR FOR
				RATIFICATION: Of the appointment of Deloitte & Touche LLP as the independent registered public accounting firm for fiscal year 2014.	I	YES FOR FOR
				ADVISORY RESOLUTION: To approve executive compensation.	I	YES FOR FOR
				SHAREHOLDER PROPOSAL: Concerning disclosure of political contributions.	S	YES AGAINSTFOR
				SHAREHOLDER PROPOSAL: Concerning methane emissions target.	S	YES AGAINSTFOR
CENTERPOINT ENERGY, INC.	CNP	15189T107	4/24/2014	TO ELECT AS DIRECTOR: Milton Carroll Michael P. Johnson Janiece M. Longoria Scott J. McLean Scott M. Prochazka Susan O. Rheney Philip R. Smith R.A. Walker	I	YES FOR FOR

Peter S. Wareing

RATIFICATION: I YES FOR FOR
Of the appointment of
Deloitte & Touche LLP
as Independent auditors
for 2014.

APPROVE: I YES FOR FOR
Advisory resolution on
executive compensation.

MARATHON
PETROLEUM
CORPORATION

MPC

56585A102

4/30/2014

TO ELECT AS DIRECTOR: I YES FOR FOR

Steven A. Davis
Gary R. Heminger
John W. Snow
John P. Surma

RATIFICATION: I YES FOR FOR
Of the selection of
PricewaterhouseCoopers
LLP as the company's
independent auditor for
2014.

ADVISORY APPROVAL: I YES FOR FOR
Of the company's 2014
named executive officer
compensation.

SHAREHOLDER PROPOSAL: S YES AGAINSTFOR
Seeking the adoption of
quantitative greenhouse
gas emission reduction
goals and associated
reports.

SHAREHOLDER PROPOSAL: S YES AGAINSTFOR
Seeking a report on
corporate lobbying
expenditures, policies and
procedures.

TRANSCANADA
CORPORATION

TRP

89353D107

5/2/2014

TO ELECT AS DIRECTOR: I YES FOR FOR
Kevin E. Benson

Derek H. Burney
 Paule Gauthier
 Russell K. Girling
 S. Barry Jackson
 Paula Rosput Reynolds
 John Richels
 Mary Pat Salomone
 D. Michael G. Stewart
 Siim A. Vanaselja
 Richard E. Waugh

RESOLUTION:	I	YES	FOR	FOR
To appoint KPMG LLP, chartered accountants as auditors and authorize the Directors to fix their remuneration.				

RESOLUTION:	I	YES	FOR	FOR
To accept Transcanada Corporation's approach to executive compensation, as described in the management information circular.				

ENBRIDGE INC. ENB 29250N105 5/7/2014

TO ELECT AS DIRECTOR:	I	YES	FOR	FOR
David A Arledge James J. Blanchard J. Lorne Braithwaite J. Herb England Charles W. Fischer V.M. Kempston Darkes David A. Leslie Al Monaco George K. Petty Charles E. Schultz Dan C. Tutcher Catherine L. Williams				

APPOINT:	I	YES	FOR	FOR
PricewaterhouseCoopers LLP as auditors.				

INCREASE:	I	YES	FOR	FOR
The number of shares reserved under our stock option plans.				

	I	YES	FOR	FOR
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AMEND, CONTINUE
AND APPROVE:
The shareholder rights
plan.

VOTE: I YES FOR FOR
On the approach to
executive compensation.

ALTAGAS LTD. ALA 021361100 5/1/2014

TO ELECT AS DIRECTOR: I YES FOR FOR
Catherine M. Best
David W. Cornhill
Allan L. Edgeworth
Hugh A. Fergusson
Daryl H. Gilbert
Robert B. Hodgins
Myron F. Kanik
David F. Mackie
M. Neil McCrank

TO APPOINT: I YES FOR FOR
Ernst & Young LLP as
auditors of the company
and authorize the
Directors of the Company
to fix Ernst & Young
LLP's remuneration in
that capacity.

TO VOTE, IN AN
ADVISORY,
NON-BINDING I YES FOR FOR
CAPACITY:
On a resolution to accept
the Company's approach
to executive
compensation.

BONAVISTA
ENERGY CORPORATION BNP 09784Y108 5/1/2014

TO ELECT AS DIRECTOR: I YES FOR FOR
Keith A. MacPhail
Ian S. Brown
Michael M. Kanovsky
Sue Lee
Margaret A. McKenzie
Ronald J. Poelzer
Christopher P. Slubicki
Jason E. Skehar

				APPOINT:	I	YES	FOR	FOR
				KPMG LLP, chartered accountants, as our auditors and to authorize the directors to fix their remuneration as such.				
KEYERA CORP.	KEY	493271100	5/6/2014	TO APPOINT:	I	YES	FOR	FOR
				Deloitte & Touche LLP as auditors of Keyera for a term expiring at the close of the next annual meeting of shareholders.				
				TO ELECT AS DIRECTOR:	I	YES	FOR	FOR
				James V. bertram Robert B. Catell Douglas J. Haughey Nancy M. Laird Donald J. Nelson H. Neil Nichols Michael J. Norris Thomas O'Connor William R. Stedman				
				TO RATIFY, CONFIRM AND APPROVE:	I	YES	FOR	FOR
				The renewal of the shareholder rights plan, all as more particularly described in the circular under the heading "Matters To be Acted Upon At The Meeting".				
				ADVISORY VOTE:	I	YES	FOR	FOR
				With respect to Keyera's approach to executive compensation, which advisory resolution shall not diminish the roles and responsibilities of the Board of Directors.				
GIBSON ENERGY INC.	GEI	374825206	5/7/2014	TO ELECT AS DIRECTOR:	I	YES	FOR	FOR
				James M. Estey James J. Cleary Donald R. Ingram Marshall L. McRae				

Mary Ellen Peters
Clayton H. Woitas
A. Stewart Hanlon

TO PASS A
RESOLUTION: I YES FOR FOR
Appointing
PricewaterhouseCoopers
LLP as our auditors, to
serve as our auditors until
the next annual meeting
of shareholders and
authorizing the Directors
to fix their remuneration.

NRG YIELD, INC. NYLD 62942X108 5/6/2014 TO ELECT AS DIRECTOR: I YES FOR FOR
David Crane
John F. Chlebowski
Kirkland B. Andrews
Brian R. Ford
Mauricio Gutierrez
Ferrell P. McClean
Christopher S. Sotos

TO RATIFY: I YES FOR FOR
The appointment of
KPMG LLP as the
Company's independent
registered public
accounting firm for fiscal
year 2014.

PHILLIPS 66 PSX 718546104 5/7/2014 TO ELECT AS DIRECTOR: I YES FOR FOR
William R. Loomis, Jr.
Glenn F. Tilton
Marna C. Whittington

RATIFY: I YES FOR FOR
The appointment of Ernst
& Young LLP as
independent registered
public accounting firm for
2014.

ADVISORY,
NON-BINDING VOTE: I YES FOR FOR
On the approval of
executive compensation.

				VOTE:	S	YES	AGAINST	FOR
				Greenhouse gas reduction goals.				
CRESCENT POINT ENERGY CORP.	CPG	22576C101	5/9/2014	TO FIX:	I	YES	FOR	FOR
				The number of Directors of the corporation for the ensuing year at eight (8).				
				DIRECTOR: Rene Amirault Peter Bannister Kenney F. Cugnet D. Hugh Gillard Robert F. Heinemann Gerald A. Romanzin Scott Saxberg Gregory G. Turnbull	I	YES	FOR	FOR
				RESOLUTION: To approve an amendment to the corporation's restricted share bonus plan.	I	YES	FOR	FOR
				RESOLUTION: Authorizing certain amendments to the corporation's articles of incorporation to implement a share dividend program.	I	YES	FOR	FOR
				APPOINTMENT: Of PricewaterhouseCoopers LLP, chartered accountants, as auditors of the corporation and authorize the Board of Directors of the corporation to fix their remuneration as such.	I	YES	FOR	FOR
				ADVISORY RESOLUTION: To accept the corporation's approach to executive compensation.	I	YES	FOR	FOR

U.S. SILICA HOLDINGS, INC.	SLCA	90346E107	5/8/2014	DIRECTOR: Daniel Avramovich Peter Bernard William J. Kacal Charles Shaver Bryan A. Shinn J. Michael Stice	I	YES	FOR	FOR
				RATIFICATION: Of appointment of Grant Thornton LLP as independent registered public accounting firm for 2014.	I	YES	FOR	FOR
				ADVISORY VOTE: To approve the compensation of the named executive officers, as disclosed in the proxy statement.	I	YES	FOR	FOR
				ADVISORY VOTE: On the frequency of the advisory vote to approve the compensation of the named executive officers.				
				1 year 2 years 3 years Abstain	I	YES	FOR	FOR
INTER PIPELINE LTD.	IPL	45833V109	5/12/2014	TO FIX: The number of shareholders to be elected at the meeting at seven members and to elect seven directors to hold office until the next annual meeting of our shareholders or until their successors are elected or appointed.	I	YES	FOR	FOR
				DIRECTOR: Richard Shaw David Fesyk Lorne Brown	I	YES	FOR	FOR

Duane Keinick
William Robertson
Brant Sangster
Alison Taylor Love

APPOINT:	I	YES	FOR	FOR
Ernst & Young LLP as auditors to serve until the next annual meeting of shareholders, the audit committee will recommend EY's compensation to the Board for its review and approval.				

SPECIAL RESOLUTION:	I	YES	FOR	FOR
Authorizing an amendment to our articles to create a new class of preferred shares designated as "Class A Preferred Shares."				

APPROVE:	I	YES	FOR	FOR
The shareholder rights plan agreement which gives effect to the rights plan and the issuance of all rights.				

ARC RESOURCES LTD.	ARX	00208D408	5/14/2014	DIRECTOR:	I	YES	FOR	FOR
John P. Dielwart Fred J. Dymont Timothy J. Hearn James C. Houck Harold N. Kvisle Kathleen M. O'Neill Herbert C. Pinder, Jr. William G. Sembo Myron M. Stadnyk Mac H. Van Wielingen								

APPOINT:	I	YES	FOR	FOR
Deloitte LLP, chartered accountants, as auditors to hold office until the close of the next annual meeting of the				

corporation, at such remuneration as may be determined by the Board of Directors of the corporation.

RESOLUTION: I YES FOR FOR
To approve the corporations advisory vote on executive compensation.

NISOURCE INC. NI 65473P105 5/13/2014 DIRECTOR: I YES FOR FOR
Richard A. Abdo
Aristides S. Candris
Sigmund L. Cornelius
Michael E. Jesanis
Marty R. Kittrell
W. Lee Nutter
Deborah S. Parker
Robert C. Skaggs, Jr.
Teresa A. Taylor
Richard L. Thompson
Carolyn Y. Woo

ADVISORY APPROVAL: I YES FOR FOR
Of executive compensation.

RATIFY: I YES FOR FOR
The appointment of Deloitte & Touche LLP as the company's independent registered public accountants.

TO CONSIDER: S YES AGAINSTFOR
A stockholder proposal regarding reports on political contributions.

BAYTEX ENERGY CORP. BTE 07317Q105 5/15/2014 FIXING: I YES FOR FOR
The number of Directors of Baytex to be elected at nine.
DIRECTOR: I YES FOR FOR
James L. Bowzer
John A. Brussa

Raymond T. Chan
Edward Chwyl
Naveen Dargan
R.E.T. (Rusty) Goepel
Dale O. Shwed
Mary Ellen Peters
Dale O. Shwed

APPOINT:	I	YES	FOR	FOR
Deloitte LLP, chartered accountants, as auditors of Baytex for the ensuing year and to authorize the directors of Baytex to fix their remuneration.				

ADVISORY RESOLUTION:	I	YES	FOR	FOR
To accept the approach to executive compensation.				

APPROVE:	I	YES	FOR	FOR
A by-law respecting advance notice for the nomination of directors.				

PEMBINA
PIPELINE
CORPORATION

PBA 706327103 5/9/2014

DIRECTOR:	I	YES	FOR	FOR
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GRANT d. Billing
Thomas W. Buchanan
Michael H. Dilger
Randall J. Findlay
Lorne B. Gordon
David M.B. Legresley
Robert B. Michaelleski
Leslie A. O'Donoghue
Jeffrey T. Smith

APPOINT:	I	YES	FOR	FOR
KPMG LLP, chartered accountants, as the auditors of the corporation for the ensuing financial year at a remuneration to be fixed by management.				

RESOLUTION:	I	YES	FOR	FOR
Approving and authorizing the				

amendments to the stock option plan, including an increase to the number of common shares reserved for issuance under the plan, and an amendment to the individuals eligible to participate in the plan.

ACCEPT: I YES FOR FOR
The approach to executive compensation.

HOLLYFRONTIER CORPORATION HFC 436106108 5/14/2014 DIRECTOR: I YES FOR FOR

Douglas Y. Bech
Leldon E. Echols
R. Kevin Hardage
Michael C. Jennings
Robert J. Kostelnik
James H. Lee
Frankling Myers
Michael E. Rose
Tommy Valenta

ADVISORY VOTE: I YES FOR FOR
To approve named executive officer compensation.

RATIFY: I YES FOR FOR
The appointment of Ernst & Young LLP as the company's registered public accounting firm for the 2014 fiscal year.

STOCKHOLDER PROPOSAL: S YES AGAINSTFOR
Greenhouse Gas Emissions.

TRANSOCEAN LTD. RIG H8817H100 5/16/2014 2013 ANNUAL REPORT: I YES FOR FOR
Including consolidated financial statements and statutory financial statements of Transocean Ltd.

DISCHARGE: I YES FOR FOR

Of Board of Directors and executive management from liability for activities during fiscal year 2013.

APPROPRIATION:	I	YES	FOR	FOR
Of available earnings.				

DISTRIBUTION:	I	YES	FOR	FOR
Of a dividend out of capital contribution reserves of US\$3.00 per outstanding share.				

AUTHORIZED:	I	YES	FOR	FOR
Share capital.				

REDUCTION:	I	YES	FOR	FOR
Of the maximum number of members of Board of Directors to 11 from 14.				

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: Amendments regarding elections and related matters.				

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: Binding shareholder ratification of the compensation of the Board of Directors and the executive management team.				

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: Supplementary amount for persons assuming an executive management team position during a compensation period for which shareholder ratification has already				

been granted.

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: General principles and terms applicable to the compensation of the members of the Board of Directors and executive management team.				

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: Permissible mandates of members of the Board of Directors and the executive management team.				

AMENDMENTS:	I	YES	FOR	FOR
To articles of association to implement the Minder Ordinance: Loans and post-retirement benefits beyond occupational pensions.				

AMENDMENT:	I	YES	FOR	FOR
To articles of association regarding the applicable vote standard for elections of directors, the chairman and members of the Compensation Committee.				

AMENDMENT:	I	YES	FOR	FOR
To the articles of association regarding shareholder agenda item requests pursuant to Swiss law.				

RE-ELECTION OF DIRECTOR:	I	YES	FOR	FOR
Ian C. Strachan Glyn A. Barker Vanessa C.L. Chang				

Frederico F. Curado
 Chad Deaton
 Martin B. McNamara
 Samuel Merksamer
 Edward R. Muller
 Steven L. Newman
 Tan Ek Kia
 Vincent J. Intrieri

ELECTION:	I	YES	FOR	FOR
Of Ian C. Strachan as the Chairman of the Board of Directors for a term extending until completion of the next annual general meeting.				

ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE:	I	YES	FOR	FOR
Frederico F. Curado Martin B. McNamara Tan Ek Kia Vincent J. Intrieri				

ELECTION:	I	YES	FOR	FOR
Of Schweiger Advokatur / Notariat as the independent proxy for a term extending until the completion of the next annual general meeting.				

APPOINTMENT:	I	YES	FOR	FOR
Of Ernst & Young LLP as the company's independent registered public accounting firm for fiscal year 2014 and re-election of Ernst & Young Ltd, Zurich, as the company's auditor for a further one-year term.				

ADVISORY VOTE:	I	YES	FOR	FOR
To approve named executive officer compensation.				

RE-APPROVAL:	I	YES	FOR	FOR
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Of the material terms of
the performance goals
under the long-term
incentive plan of
Transocean Ltd.

THE WILLIAMS COMPANIES, INC.	WMB	969457100	5/22/2014	ELECTION OF DIRECTOR: Alan S. Armstrong Joseph R. Cleveland Kathleen B. Cooper John A. Haag Juanita H. Hinshaw Ralph Izzo Frank T. MacInnis Eric W. Mandelblatt Steven W. Nance Murray D. Smith Janice D. Stoney Laura A. Sugg	I	YES	FOR	FOR
				APPROVAL: Of the amendment to the Williams Companies, Inc. 2007 Incentive Plan	I	YES	FOR	FOR
				APPROVAL: Of the amendment to the Williams Companies, Inc. 2007 Employee Stock Purchase Plan.	I	YES	FOR	FOR
				RATIFICATION: Of Ernst & Young LLP as auditors for 2014.	I	YES	FOR	FOR
				APPROVAL: By non-binding advisory vote, of the company's executive compensation.	I	YES	FOR	FOR
KINDER MORGAN, INC.	KMI	49456B101	5/19/2014	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	I	YES	FOR	FOR

Joel V. Staff
John M. Stokes
Robert F. Vagt

RATIFICATION: I YES FOR FOR
Of the selection of
PricewaterhouseCoopers
LLP as the independent
registered public
accounting firm for 2014.

STOCKHOLDER PROPOSAL: S YES AGAINSTFOR
Relating to a report on the
company's response to
climate change.

STOCKHOLDER PROPOSAL: S YES AGAINSTFOR
Relating to a report on
methane emissions and
pipeline maintenance.

STOCKHOLDER PROPOSAL: S YES AGAINSTFOR
Relating to an annual
sustainability report.

ONEOK, INC. OKE 682680103 5/21/2014 DIRECTOR: I YES FOR FOR
James C. Day
Julie H. Edwards
William L. Ford
John W. Gibson
Bert H. Mackie
Steven J. Malcolm
Jim W. Mogg
Patty L. Moore
Gary D. Parker
Eduardo A. Rodriguez
Terry K. Spencer

RATIFICATION: I YES FOR FOR
Of the selection of
PricewaterhouseCoopers
LLP as the independent
registered public
accounting firm of
Oneok, Inc.

ADVISORY VOTE: I YES FOR FOR

To approve the
company's executive
compensation.

SHAREHOLDER PROPOSAL: S YES AGAINSTFOR
Regarding publication of
a report on methane
emissions.

THE SOUTHERN SO 842587107 5/28/2014 DIRECTOR: I YES FOR FOR
COMPANY

J.P. Baranco
J.A. Boscia
H.A. Clark III
T.A. Fanning
D.J. Grain
V.M. Hagen
W.A. Hood, Jr.
L.P. Hudson
D.M. James
D.E. Klein
W.G. Smith, Jr.
S.R. Specker
E.J. Wood III

RATIFICATION: I YES FOR FOR
Of the appointment of
Deloitte & Touche LLP
as the company's
independent registered
public accounting firm for
2014.

ADVISORY VOTE: I YES FOR FOR
To approve named
executive officer
compensation.

STOCKHOLDER PROPOSAL: S YES AGAINSTFOR
On an independent Board
Chair.

ENSCO PLC ESV G3157S106 5/19/2014 RE-ELECTION OF DIRECTOR: I YES FOR FOR
J. Roderick Clark
Roxanne J. Decyk
Mark E. Francis CBE
C. Christopher Gaut
Gerald W. Haddock

Francis S. Kalman
 Daniel W. Rabun
 Keith O. Rattie
 Paul E. Rowsey, III

TO AUTHORIZE:	I	YES	FOR	FOR
The Board of Directors to allot shares.				

TO RATIFY:	I	YES	FOR	FOR
The Audit Committee's appointment of KMPG LLP as the independent registered public accounting firm for the year ended 31 December 2014.				

TO RE-APPOINT:	I	YES	FOR	FOR
KMPG Audit plc as the U.K. statutory auditors under the U.K. Companies Act 2006.				

TO AUTHORIZE:	I	YES	FOR	FOR
The Audit Committee to determine the U.K. statutory auditor's remuneration.				

TO APPROVE:	I	YES	FOR	FOR
The Directors' remuneration policy.				

NON-BINDING ADVISORY VOTE:	I	YES	FOR	FOR
To approve the Directors' remuneration report for the year ended 31 December 2013.				

NON-BINDING ADVISORY VOTE:	I	YES	FOR	FOR
To approve the compensation to the named executive officers.				

NON-BINDING ADVISORY VOTE:	I	YES	FOR	FOR
To approve the report of the auditors and the				

Directors and the U.K.
statutory accounts for the
year ended 31 December
2013.

TO APPROVE: I YES FOR FOR
A capital reorganization.

TO APPROVE: I YES FOR FOR
The disapplication of
pre-emption rights.

TARGA
RESOURCES
CORP.

TRGP 87612G101 5/29/2014

DIRECTOR: I YES FOR FOR

Charles R. Crisp
Laura C. Fulton
James W. Whalen

RATIFICATION: I YES FOR FOR
Of selection of
independent auditors.

ADVISORY VOTE: I YES FOR FOR
On executive
compensation.

SHAREHOLDER
PROPOSAL: S YES AGAINSTFOR
Regarding publication of
a report on methane
emissions.

BUCKEYE
PARTNERS, L.P.

BPL 118230101 6/3/2014

DIRECTOR: I YES FOR FOR

Forrest E. Wylie
Barbara J. Duganier
Joseph A. Lasala, Jr.
Martin A. White

RATIFICATION: I YES FOR FOR
Of the selection of
Deloitte & Touche LLP
as Buckeye Partners,
L.P.'s independent
registered public
accountants for 2014.

APPROVAL: I YES FOR FOR
In an advisory vote, of the
compensation of

Buckeye's named
executive officers.

MARKWEST
ENERGY
PARTNERS, L.P.

MWE 570759100 6/6/2014

DIRECTOR: I YES FOR FOR

Frank M. Semple
Donald D. Wolf
W.A. Bruckmann III
Michael L. Beatty
Charles K. Dempster
Donald C. Heppermann
Randall J. Larson
Anne E. Fox Mounsey
Williams P. Nicoletti

TO APPROVE: I YES FOR FOR
On an advisory basis, the
compensation of the
partnership's named
executive officers.

RATIFICATION: I YES FOR FOR
Of Deloitte & Touche
LLP as the partnership's
independent registered
public accountants for the
fiscal year ending
December 31, 2014.

BREITBURN
ENERGY
PARTNERS L.P.

BBEP 106776107 6/19/2014

DIRECTOR: I YES FOR FOR

Randall H. Breitenbach
David B. Kilpatrick

ADVISORY
PROPOSAL: I YES FOR FOR
To approve the
compensation of the
named executive officers
of Breitburn GP, LLC.

RATIFICATION: I YES FOR FOR
Of the appointment of
PricewaterhouseCoopers,
LLP as the independent
registered public
accounting firm for the
fiscal year ending
December 31, 2014.