

BLACKROCK ENHANCED CAPITAL & INCOME FUND, INC
Form N-PX
August 29, 2011

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 811-21506

Name of Fund: BlackRock Enhanced Capital and Income Fund, Inc. (CII)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John Perlowski, Chief Executive Officer, BlackRock Enhanced Capital and Income Fund, Inc., 55 East 52nd Street, New York City, NY 10055.

Registrant's telephone number, including area code: (800) 882-0052, Option 4

Date of fiscal year end: 10/31

Date of reporting period: 07/01/2010 - 06/30/2011

Item 1 Proxy Voting Record Attached hereto.

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***** FORM N-Px REPORT *****

ICA File Number: 811-21506
 Reporting Period: 07/01/2010 - 06/30/2011
 BlackRock Enhanced Capital and Income Fund, Inc.

===== BLACKROCK ENHANCED CAPITAL AND INCOME FUND, INC. =====

ACE LIMITED

Ticker: ACE Security ID: H0023R105
 Meeting Date: MAY 18, 2011 Meeting Type: Annual
 Record Date: MAR 30, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-------------|------------|
| 1.1 | Elect Evan G. Greenberg as Director | For | For | Management |
| 1.2 | Elect Leo F. Mullin as Director | For | For | Management |
| 1.3 | Elect Olivier Steimer as Director | For | For | Management |
| 1.4 | Elect Michael P. Connors as Director | For | For | Management |
| 1.5 | Elect Eugene B. Shanks, Jr as Director | For | For | Management |
| 1.6 | Elect John A. Krol as Director | For | For | Management |
| 2.1 | Approve Annual Report | For | For | Management |
| 2.2 | Accept Statutory Financial Statements | For | For | Management |
| 2.3 | Accept Consolidated Financial Statements | For | For | Management |
| 3 | Approve Allocation of Income and Dividends | For | For | Management |
| 4 | Approve Discharge of Board and Senior Management | For | For | Management |
| 5.1 | Ratify PricewaterhouseCoopers AG as Auditors | For | For | Management |
| 5.2 | Ratify Ratify PricewaterhouseCoopers LLC as Independent Registered Public Accounting Firm as Auditors | For | For | Management |
| 5.3 | Ratify BDO AG as Special Auditors | For | For | Management |
| 6 | Approve Dividend Distribution from Legal Reserves | For | For | Management |
| 7 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 8 | Advisory Vote on Say on Pay Frequency | None | Three Years | Management |

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105
 Meeting Date: MAR 08, 2011 Meeting Type: Annual
 Record Date: JAN 14, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Elect Director Ray Stata | For | For | Management |
| 2 | Elect Director Jerald G. Fishman | For | For | Management |
| 3 | Elect Director James A. Champy | For | For | Management |
| 4 | Elect Director John L. Doyle | For | For | Management |
| 5 | Elect Director John C. Hodgson | For | For | Management |
| 6 | Elect Director Yves-Andre Istel | For | For | Management |
| 7 | Elect Director Neil Novich | For | For | Management |
| 8 | Elect Director F. Grant Saviers | For | For | Management |
| 9 | Elect Director Paul J. Severino | For | For | Management |

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| | | | | |
|----|--|-------------|-------------|------------|
| 10 | Elect Director Kenton J. Sicchitano | For | For | Management |
| 11 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 12 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 13 | Ratify Auditors | For | For | Management |

AT&T INC.

Ticker: T Security ID: 00206R102
 Meeting Date: APR 29, 2011 Meeting Type: Annual
 Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-------------|-------------|
| 1 | Elect Director Randall L. Stephenson | For | For | Management |
| 2 | Elect Director Gilbert F. Amelio | For | For | Management |
| 3 | Elect Director Reuben V. Anderson | For | For | Management |
| 4 | Elect Director James H. Blanchard | For | For | Management |
| 5 | Elect Director Jaime Chico Pardo | For | For | Management |
| 6 | Elect Director James P. Kelly | For | For | Management |
| 7 | Elect Director Jon C. Madonna | For | For | Management |
| 8 | Elect Director Lynn M. Martin | For | For | Management |
| 9 | Elect Director John B. McCoy | For | For | Management |
| 10 | Elect Director Joyce M. Roche | For | For | Management |
| 11 | Elect Director Matthew K. Rose | For | For | Management |
| 12 | Elect Director Laura D Andrea Tyson | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Approve Omnibus Stock Plan | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 17 | Report on Political Contributions | Against | Against | Shareholder |
| 18 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 19 | Provide Right to Act by Written Consent | Against | For | Shareholder |

BRISTOL-MYERS SQUIBB COMPANY

Ticker: BMY Security ID: 110122108
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: MAR 10, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Elect Director L. Andreotti | For | For | Management |
| 2 | Elect Director L.B. Campbell | For | For | Management |
| 3 | Elect Director J.M. Cornelius | For | For | Management |
| 4 | Elect Director L.J. Freeh | For | For | Management |
| 5 | Elect Director L.H. Glimcher | For | For | Management |
| 6 | Elect Director M. Grobstein | For | For | Management |
| 7 | Elect Director L. Johansson | For | For | Management |
| 8 | Elect Director A.J. Lacy | For | For | Management |
| 9 | Elect Director V.L. Sato | For | For | Management |
| 10 | Elect Director E. Sigal | For | For | Management |
| 11 | Elect Director T.D. West, Jr. | For | For | Management |
| 12 | Elect Director R.S. Williams | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive | For | For | Management |

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| | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------------|-------------|-------------|
| 15 | Officers' Compensation Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 16 | Increase Disclosure of Executive Compensation | Against | Against | Shareholder |
| 17 | Provide Right to Act by Written Consent | Against | Against | Shareholder |
| 18 | Adopt Policy to Restrain Pharmaceutical Price Increases | Against | Against | Shareholder |

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: APR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-------------|-------------|
| 1 | Elect Director L.F. Deily | For | For | Management |
| 2 | Elect Director R.E. Denham | For | For | Management |
| 3 | Elect Director R.J. Eaton | For | For | Management |
| 4 | Elect Director C. Hagel | For | For | Management |
| 5 | Elect Director E. Hernandez | For | For | Management |
| 6 | Elect Director G.L. Kirkland | For | For | Management |
| 7 | Elect Director D.B. Rice | For | For | Management |
| 8 | Elect Director K.W. Sharer | For | For | Management |
| 9 | Elect Director C.R. Shoemate | For | For | Management |
| 10 | Elect Director J.G. Stumpf | For | For | Management |
| 11 | Elect Director R.D. Sugar | For | For | Management |
| 12 | Elect Director C. Ware | For | For | Management |
| 13 | Elect Director J.S. Watson | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 17 | Request Director Nominee with Environmental Qualifications | Against | Against | Shareholder |
| 18 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |
| 19 | Include Sustainability as a Performance Measure for Senior Executive Compensation | Against | Against | Shareholder |
| 20 | Adopt Guidelines for Country Selection | Against | Against | Shareholder |
| 21 | Report on Financial Risks of Climate Change | Against | Against | Shareholder |
| 22 | Report on Environmental Impacts of Natural Gas Fracturing | Against | Against | Shareholder |
| 23 | Report on Offshore Oil Wells and Spill Mitigation Measures | Against | Against | Shareholder |

CITIGROUP INC.

Ticker: C Security ID: 172967101
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Alain J.P. Belda | For | For | Management |
| 2 | Elect Director Timothy C. Collins | For | For | Management |
| 3 | Elect Director Jerry A. Grundhofer | For | For | Management |

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| | | | | |
|----|---|----------|-------------|-------------|
| 4 | Elect Director Robert L. Joss | For | For | Management |
| 5 | Elect Director Michael E. O'Neill | For | For | Management |
| 6 | Elect Director Vikram S. Pandit | For | For | Management |
| 7 | Elect Director Richard D. Parsons | For | For | Management |
| 8 | Elect Director Lawrence R. Ricciardi | For | For | Management |
| 9 | Elect Director Judith Rodin | For | For | Management |
| 10 | Elect Director Robert L. Ryan | For | For | Management |
| 11 | Elect Director Anthony M. Santomero | For | For | Management |
| 12 | Elect Director Diana L. Taylor | For | For | Management |
| 13 | Elect Director William S. Thompson, Jr. | For | For | Management |
| 14 | Elect Director Ernesto Zedillo | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Amend Omnibus Stock Plan | For | For | Management |
| 17 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 19 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 20 | Approve Reverse Stock Split | For | For | Management |
| 21 | Affirm Political Non-Partisanship | Against | Against | Shareholder |
| 22 | Report on Political Contributions | Against | Against | Shareholder |
| 23 | Report on Restoring Trust and Confidence in the Financial System | Against | Against | Shareholder |
| 24 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 25 | Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations | Against | Against | Shareholder |

DOMINION RESOURCES, INC.

Ticker: D Security ID: 25746U109
 Meeting Date: MAY 12, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-------------|-------------|
| 1 | Elect Director William P. Barr | For | For | Management |
| 2 | Elect Director Peter W. Brown | For | For | Management |
| 3 | Elect Director George A. Davidson, Jr. | For | For | Management |
| 4 | Elect Director Helen E. Dragas | For | For | Management |
| 5 | Elect Director Thomas F. Farrell II | For | For | Management |
| 6 | Elect Director John W. Harris | For | For | Management |
| 7 | Elect Director Robert S. Jepson, Jr. | For | For | Management |
| 8 | Elect Director Mark J. Kington | For | For | Management |
| 9 | Elect Director Margaret A. McKenna | For | For | Management |
| 10 | Elect Director Frank S. Royal | For | For | Management |
| 11 | Elect Director Robert H. Spilman, Jr. | For | For | Management |
| 12 | Elect Director David A. Wollard | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 16 | Report on Coal Use from Mountaintop Removal Mining | Against | Against | Shareholder |
| 17 | Adopt Renewable Energy Production Goal | Against | Against | Shareholder |
| 18 | Report on Financial Risks of Coal Reliance | Against | Against | Shareholder |
| 19 | Invest in Renewable Energy and Stop Construction of Nuclear Reactor | Against | Against | Shareholder |
| 20 | Require Independent Board Chairman | Against | For | Shareholder |
| 21 | Provide Right to Act by Written Consent | Against | For | Shareholder |

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22 Submit SERP to Shareholder Vote Against Against Shareholder

E. I. DU PONT DE NEMOURS AND COMPANY

Ticker: DD Security ID: 263534109
 Meeting Date: APR 27, 2011 Meeting Type: Annual
 Record Date: MAR 02, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Richard H. Brown | For | For | Management |
| 2 | Elect Director Robert A. Brown | For | For | Management |
| 3 | Elect Director Bertrand P. Collomb | For | For | Management |
| 4 | Elect Director Curtis J. Crawford | For | For | Management |
| 5 | Elect Director Alexander M. Cutler | For | For | Management |
| 6 | Elect Director Eleuthere I. du Pont | For | For | Management |
| 7 | Elect Director Marillyn A. Hewson | For | For | Management |
| 8 | Elect Director Lois D. Juliber | For | For | Management |
| 9 | Elect Director Ellen J. Kullman | For | For | Management |
| 10 | Elect Director William K. Reilly | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Amend Omnibus Stock Plan | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 15 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 16 | Report on Genetically Engineered Seed | Against | Against | Shareholder |
| 17 | Report on Pay Disparity | Against | Against | Shareholder |

ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108
 Meeting Date: APR 18, 2011 Meeting Type: Annual
 Record Date: FEB 15, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|------------|
| 1 | Elect Director M.L. Eskew | For | For | Management |
| 2 | Elect Director A.G. Gilman | For | For | Management |
| 3 | Elect Director K.N. Horn | For | For | Management |
| 4 | Elect Director J.C. Lechleiter | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 7 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 8 | Declassify the Board of Directors | For | For | Management |
| 9 | Reduce Supermajority Vote Requirement | For | For | Management |
| 10 | Approve Executive Incentive Bonus Plan | For | For | Management |

EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104
 Meeting Date: FEB 01, 2011 Meeting Type: Annual
 Record Date: NOV 23, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------|---------|-----------|------------|
| 1.1 | Elect Director D.N. Farr | For | For | Management |

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| | | | | |
|-----|--|-------------|-------------|-------------|
| 1.2 | Elect Director H. Green | For | For | Management |
| 1.3 | Elect Director C.A. Peters | For | For | Management |
| 1.4 | Elect Director J.W. Prueher | For | For | Management |
| 1.5 | Elect Director R.L. Ridgway | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Approve Stock Option Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 6 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 7 | Report on Sustainability | Against | Against | Shareholder |

ENSCO PLC

Ticker: ESV Security ID: 29358Q109
 Meeting Date: MAY 24, 2011 Meeting Type: Annual
 Record Date: MAR 31, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-------------|------------|
| 1 | Re-elect J. Roderick Clark as Director | For | For | Management |
| 2 | Re-elect Daniel W. Rabun as Director | For | For | Management |
| 3 | Re-elect Keith O. Rattie as Director | For | For | Management |
| 4 | Appoint KPMG LLP as Independent Registered Auditors of the Company | For | For | Management |
| 5 | Reappoint KPMG Audit Plc as Auditors of the Company | For | For | Management |
| 6 | Authorize Board to Fix Remuneration of Auditors | For | For | Management |
| 7 | Approve Special Dividends | For | For | Management |
| 8 | Authorize Associated Deed of Release for Historic Dividends | For | For | Management |
| 9 | Authorize Release All Claims Against Directors for Historic Dividends | For | For | Management |
| 10 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 11 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

ENSCO PLC

Ticker: ESV Security ID: 29358Q109
 Meeting Date: MAY 31, 2011 Meeting Type: Special
 Record Date: APR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Issue Shares in Connection with Acquisition | For | For | Management |

EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: APR 06, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------|---------|-----------|------------|
| 1.1 | Elect Director M.J. Boskin | For | For | Management |

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| | | | | |
|------|---|-------------|-------------|-------------|
| 1.2 | Elect Director P. Brabeck-Letmathe | For | For | Management |
| 1.3 | Elect Director L.R. Faulkner | For | For | Management |
| 1.4 | Elect Director J.S. Fishman | For | For | Management |
| 1.5 | Elect Director K.C. Frazier | For | For | Management |
| 1.6 | Elect Director W.W. George | For | For | Management |
| 1.7 | Elect Director M.C. Nelson | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director S.S. Reinemund | For | For | Management |
| 1.10 | Elect Director R.W. Tillerson | For | For | Management |
| 1.11 | Elect Director E.E. Whitacre, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 5 | Require Independent Board Chairman | Against | Against | Shareholder |
| 6 | Report on Political Contributions | Against | Against | Shareholder |
| 7 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity | Against | Against | Shareholder |
| 8 | Adopt Policy on Human Right to Water | Against | Against | Shareholder |
| 9 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | Against | Shareholder |
| 10 | Report on Environmental Impacts of Natural Gas Fracturing | Against | Against | Shareholder |
| 11 | Report on Energy Technologies Development | Against | Against | Shareholder |
| 12 | Adopt Quantitative GHG Goals for Products and Operations | Against | Against | Shareholder |

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103
 Meeting Date: APR 27, 2011 Meeting Type: Annual
 Record Date: FEB 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director W. Geoffrey Beattie | For | For | Management |
| 2 | Elect Director James I. Cash, Jr. | For | For | Management |
| 3 | Elect Director Ann M. Fudge | For | For | Management |
| 4 | Elect Director Susan Hockfield | For | For | Management |
| 5 | Elect Director Jeffrey R. Immelt | For | For | Management |
| 6 | Elect Director Andrea Jung | For | For | Management |
| 7 | Elect Director Alan G. Lafley | For | For | Management |
| 8 | Elect Director Robert W. Lane | For | For | Management |
| 9 | Elect Director Ralph S. Larsen | For | For | Management |
| 10 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 11 | Elect Director James J. Mulva | For | For | Management |
| 12 | Elect Director Sam Nunn | For | For | Management |
| 13 | Elect Director Roger S. Penske | For | For | Management |
| 14 | Elect Director Robert J. Swieringa | For | For | Management |
| 15 | Elect Director James S. Tisch | For | Against | Management |
| 16 | Elect Director Douglas A. Warner III | For | For | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 19 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 20 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 21 | Performance-Based Equity Awards | Against | Against | Shareholder |
| 22 | Withdraw Stock Options Granted to | Against | Against | Shareholder |

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| | Executive Officers | | | |
|----|--|---------|---------|-------------|
| 23 | Report on Climate Change Business Risk | Against | Against | Shareholder |
| 24 | Report on Animal Testing and Plans for Reduction | Against | Against | Shareholder |

GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104
 Meeting Date: SEP 27, 2010 Meeting Type: Annual
 Record Date: JUL 29, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Bradbury H. Anderson | For | For | Management |
| 2 | Elect Director R. Kerry Clark | For | For | Management |
| 3 | Elect Director Paul Danos | For | Against | Management |
| 4 | Elect Director William T. Esrey | For | For | Management |
| 5 | Elect Director Raymond V. Gilmartin | For | Against | Management |
| 6 | Elect Director Judith Richards Hope | For | For | Management |
| 7 | Elect Director Heidi G. Miller | For | For | Management |
| 8 | Elect Director Hilda Ochoa-Brillembourg | For | For | Management |
| 9 | Elect Director Steve Odland | For | For | Management |
| 10 | Elect Director Kendall J. Powell | For | For | Management |
| 11 | Elect Director Lois E. Quam | For | For | Management |
| 12 | Elect Director Michael D. Rose | For | For | Management |
| 13 | Elect Director Robert L. Ryan | For | For | Management |
| 14 | Elect Director Dorothy A. Terrell | For | For | Management |
| 15 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

HALLIBURTON COMPANY

Ticker: HAL Security ID: 406216101
 Meeting Date: MAY 19, 2011 Meeting Type: Annual
 Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Alan M. Bennett | For | For | Management |
| 2 | Elect Director James R. Boyd | For | For | Management |
| 3 | Elect Director Milton Carroll | For | For | Management |
| 4 | Elect Director Nance K. Dicciani | For | For | Management |
| 5 | Elect Director S. Malcolm Gillis | For | For | Management |
| 6 | Elect Director Abdallah S. Jum'ah | For | For | Management |
| 7 | Elect Director David J. Lesar | For | For | Management |
| 8 | Elect Director Robert A. Malone | For | For | Management |
| 9 | Elect Director J Landis Martin | For | For | Management |
| 10 | Elect Director Debra L. Reed | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 14 | Review and Assess Human Rights Policies | Against | Against | Shareholder |
| 15 | Report on Political Contributions | Against | Against | Shareholder |

HONEYWELL INTERNATIONAL INC.

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Ticker: HON Security ID: 438516106
 Meeting Date: APR 25, 2011 Meeting Type: Annual
 Record Date: FEB 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Gordon M. Bethune | For | For | Management |
| 2 | Elect Director Kevin Burke | For | For | Management |
| 3 | Elect Director Jaime Chico Pardo | For | For | Management |
| 4 | Elect Director David M. Cote | For | For | Management |
| 5 | Elect Director D. Scott Davis | For | For | Management |
| 6 | Elect Director Linnet F. Deily | For | For | Management |
| 7 | Elect Director Judd Gregg | For | For | Management |
| 8 | Elect Director Clive R. Hollick | For | For | Management |
| 9 | Elect Director George Paz | For | For | Management |
| 10 | Elect Director Bradley T. Sheares | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 14 | Approve Omnibus Stock Plan | For | For | Management |
| 15 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 16 | Provide Right to Act by Written Consent | Against | Against | Shareholder |
| 17 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |

INTEL CORPORATION

Ticker: INTC Security ID: 458140100
 Meeting Date: MAY 19, 2011 Meeting Type: Annual
 Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-------------|------------|
| 1 | Elect Director Charlene Barshefsky | For | For | Management |
| 2 | Elect Director Susan L. Decker | For | For | Management |
| 3 | Elect Director John J. Donahoe | For | For | Management |
| 4 | Elect Director Reed E. Hundt | For | For | Management |
| 5 | Elect Director Paul S. Otellini | For | For | Management |
| 6 | Elect Director James D. Plummer | For | For | Management |
| 7 | Elect Director David S. Pottruck | For | For | Management |
| 8 | Elect Director Jane E. Shaw | For | For | Management |
| 9 | Elect Director Frank D. Yearly | For | For | Management |
| 10 | Elect Director David B. Yoffie | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Amend Omnibus Stock Plan | For | For | Management |
| 13 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | None | Three Years | Management |

INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: FEB 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|----|--|-------------|-------------|-------------|
| 1 | Elect Director A. J. P. Belda | For | For | Management |
| 2 | Elect Director W. R. Brody | For | For | Management |
| 3 | Elect Director K. I. Chenault | For | For | Management |
| 4 | Elect Director M. L. Eskew | For | For | Management |
| 5 | Elect Director S. A. Jackson | For | Against | Management |
| 6 | Elect Director A. N. Liveris | For | For | Management |
| 7 | Elect Director W. J. McNerney, Jr. | For | For | Management |
| 8 | Elect Director J. W. Owens | For | For | Management |
| 9 | Elect Director S. J. Palmisano | For | For | Management |
| 10 | Elect Director J. E. Spero | For | For | Management |
| 11 | Elect Director S. Taurel | For | For | Management |
| 12 | Elect Director L. H. Zambrano | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 16 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 17 | Report on Political Contributions | Against | Against | Shareholder |
| 18 | Report on Lobbying Expenses | Against | Against | Shareholder |

INVESCO LTD.

Ticker: IVZ Security ID: G491BT108
Meeting Date: MAY 26, 2011 Meeting Type: Annual
Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-------------|------------|
| 1.1 | Elect Director Rex D. Adams | For | For | Management |
| 1.2 | Elect Director John Banham | For | For | Management |
| 1.3 | Elect Director Denis Kessler | For | Against | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104
Meeting Date: APR 28, 2011 Meeting Type: Annual
Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Mary Sue Coleman | For | For | Management |
| 2 | Elect Director James G. Cullen | For | For | Management |
| 3 | Elect Director Ian E.L. Davis | For | For | Management |
| 4 | Elect Director Michael M.e. Johns | For | For | Management |
| 5 | Elect Director Susan L. Lindquist | For | For | Management |
| 6 | Elect Director Anne M. Mulcahy | For | For | Management |
| 7 | Elect Director Leo F. Mullin | For | For | Management |
| 8 | Elect Director William D. Perez | For | For | Management |
| 9 | Elect Director Charles Prince | For | For | Management |
| 10 | Elect Director David Satcher | For | For | Management |
| 11 | Elect Director William C. Weldon | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

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| | | | | |
|----|--|----------|-------------|-------------|
| 14 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 15 | Adopt Policy to Restrain Pharmaceutical Price Increases | Against | Against | Shareholder |
| 16 | Amend EEO Policy to Prohibit Discrimination Based on Applicant's Health Status | Against | Against | Shareholder |
| 17 | Adopt Animal-Free Training Methods | Against | Against | Shareholder |

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
 Meeting Date: MAY 17, 2011 Meeting Type: Annual
 Record Date: MAR 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-------------|-------------|
| 1 | Elect Director Crandall C. Bowles | For | For | Management |
| 2 | Elect Director Stephen B. Burke | For | For | Management |
| 3 | Elect Director David M. Cote | For | For | Management |
| 4 | Elect Director James S. Crown | For | For | Management |
| 5 | Elect Director James Dimon | For | For | Management |
| 6 | Elect Director Ellen V. Futter | For | For | Management |
| 7 | Elect Director William H. Gray, III | For | For | Management |
| 8 | Elect Director Laban P. Jackson, Jr. | For | For | Management |
| 9 | Elect Director David C. Novak | For | For | Management |
| 10 | Elect Director Lee R. Raymond | For | For | Management |
| 11 | Elect Director William C. Weldon | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 15 | Amend Omnibus Stock Plan | For | For | Management |
| 16 | Affirm Political Non-Partisanship | Against | Against | Shareholder |
| 17 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 18 | Report on Loan Modifications | Against | Against | Shareholder |
| 19 | Report on Political Contributions | Against | Against | Shareholder |
| 20 | Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity | Against | Against | Shareholder |
| 21 | Require Independent Board Chairman | Against | Against | Shareholder |

KIMBERLY-CLARK CORPORATION

Ticker: KMB Security ID: 494368103
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director John R. Alm | For | For | Management |
| 2 | Elect Director John F. Bergstrom | For | For | Management |
| 3 | Elect Director Abelardo E. Bru | For | For | Management |
| 4 | Elect Director Robert W. Decherd | For | For | Management |
| 5 | Elect Director Thomas J. Falk | For | For | Management |
| 6 | Elect Director Mae C. Jemison | For | For | Management |
| 7 | Elect Director James M. Jenness | For | For | Management |
| 8 | Elect Director Nancy J. Karch | For | Against | Management |
| 9 | Elect Director Ian C. Read | For | For | Management |
| 10 | Elect Director Linda Johnson Rice | For | For | Management |

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| | | | | |
|----|--|----------|-------------|------------|
| 11 | Elect Director Marc J. Shapiro | For | For | Management |
| 12 | Elect Director G. Craig Sullivan | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Approve Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 15 | Approve Omnibus Stock Plan | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 17 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

KRAFT FOODS INC.

Ticker: KFT Security ID: 50075N104
 Meeting Date: MAY 24, 2011 Meeting Type: Annual
 Record Date: MAR 16, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|------------|
| 1 | Elect Director Ajaypal S. Banga | For | For | Management |
| 2 | Elect Director Myra M. Hart | For | Against | Management |
| 3 | Elect Director Peter B. Henry | For | For | Management |
| 4 | Elect Director Lois D. Juliber | For | Against | Management |
| 5 | Elect Director Mark D. Ketchum | For | Against | Management |
| 6 | Elect Director Richard A. Lerner | For | Against | Management |
| 7 | Elect Director Mackey J. McDonald | For | For | Management |
| 8 | Elect Director John C. Pope | For | Against | Management |
| 9 | Elect Director Fredric G. Reynolds | For | For | Management |
| 10 | Elect Director Irene B. Rosenfeld | For | For | Management |
| 11 | Elect Director J.F. Van Boxmeer | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 14 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |

LIMITED BRANDS, INC.

Ticker: LTD Security ID: 532716107
 Meeting Date: MAY 26, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|----------|-------------|-------------|
| 1 | Elect Director Donna A. James | For | For | Management |
| 2 | Elect Director Jeffrey H. Miro | For | For | Management |
| 3 | Elect Director Raymond Zimmerman | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 7 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 8 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 9 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

LSI CORPORATION

Ticker: LSI Security ID: 502161102

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Meeting Date: MAY 11, 2011 Meeting Type: Annual

Record Date: MAR 14, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|------------|
| 1 | Elect Director Charles A. Haggerty | For | Against | Management |
| 2 | Elect Director Richard S. Hill | For | Against | Management |
| 3 | Elect Director John H.f. Miner | For | For | Management |
| 4 | Elect Director Arun Netravali | For | For | Management |
| 5 | Elect Director Charles C. Pope | For | For | Management |
| 6 | Elect Director Gregorio Reyes | For | For | Management |
| 7 | Elect Director Michael G. Strachan | For | For | Management |
| 8 | Elect Director Abhijit Y. Talwalkar | For | For | Management |
| 9 | Elect Director Susan M. Whitney | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 12 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

MARATHON OIL CORPORATION

Ticker: MRO Security ID: 565849106

Meeting Date: APR 27, 2011 Meeting Type: Annual

Record Date: FEB 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Gregory H. Boyce | For | For | Management |
| 2 | Elect Director Pierre Brondeau | For | For | Management |
| 3 | Elect Director Clarence P. Cazalot, Jr. | For | For | Management |
| 4 | Elect Director David A. Daberko | For | For | Management |
| 5 | Elect Director William L. Davis | For | For | Management |
| 6 | Elect Director Shirley Ann Jackson | For | Against | Management |
| 7 | Elect Director Philip Lader | For | For | Management |
| 8 | Elect Director Charles R. Lee | For | For | Management |
| 9 | Elect Director Michael E. J. Phelps | For | For | Management |
| 10 | Elect Director Dennis H. Reilley | For | For | Management |
| 11 | Elect Director Seth E. Schofield | For | For | Management |
| 12 | Elect Director John W. Snow | For | For | Management |
| 13 | Elect Director Thomas J. Usher | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Provide Right to Call Special Meeting | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 17 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 18 | Report on Accident Risk Reduction Efforts | Against | Against | Shareholder |

MAXIM INTEGRATED PRODUCTS, INC.

Ticker: MXIM Security ID: 57772K101

Meeting Date: NOV 09, 2010 Meeting Type: Annual

Record Date: SEP 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Tunc Doluca | For | For | Management |
| 1.2 | Elect Director B. Kipling Hagopian | For | For | Management |
| 1.3 | Elect Director James R. Bergman | For | Withhold | Management |
| 1.4 | Elect Director Joseph R. Bronson | For | For | Management |
| 1.5 | Elect Director Robert E. Grady | For | Withhold | Management |

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|-----|--|-----|-----|------------|
| 1.6 | Elect Director William D. Watkins | For | For | Management |
| 1.7 | Elect Director A.r. Frank Wazzan | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |

MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105
 Meeting Date: MAY 24, 2011 Meeting Type: Annual
 Record Date: MAR 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-------------|------------|
| 1 | Elect Director Leslie A. Brun | For | For | Management |
| 2 | Elect Director Thomas R. Cech | For | For | Management |
| 3 | Elect Director Richard T. Clark | For | For | Management |
| 4 | Elect Director Kenneth C. Frazier | For | For | Management |
| 5 | Elect Director Thomas H. Glocer | For | For | Management |
| 6 | Elect Director Steven F. Goldstone | For | For | Management |
| 7 | Elect Director William B. Harrison. Jr. | For | For | Management |
| 8 | Elect Director Harry R. Jacobson | For | For | Management |
| 9 | Elect Director William N. Kelley | For | For | Management |
| 10 | Elect Director C. Robert Kidder | For | For | Management |
| 11 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 12 | Elect Director Carlos E. Represas | For | For | Management |
| 13 | Elect Director Patricia F. Russo | For | For | Management |
| 14 | Elect Director Thomas E. Shenk | For | For | Management |
| 15 | Elect Director Anne M. Tatlock | For | For | Management |
| 16 | Elect Director Craig B. Thompson | For | For | Management |
| 17 | Elect Director Wendell P. Weeks | For | For | Management |
| 18 | Elect Director Peter C. Wendell | For | For | Management |
| 19 | Ratify Auditors | For | For | Management |
| 20 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 21 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |

METLIFE, INC.

Ticker: MET Security ID: 59156R108
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-------------|------------|
| 1.1 | Elect Director Steven A. Kandarian | For | For | Management |
| 1.2 | Elect Director Sylvia Mathews Burwell | For | For | Management |
| 1.3 | Elect Director Eduardo Castro-Wright | For | For | Management |
| 1.4 | Elect Director Cheryl W. Grise | For | For | Management |
| 1.5 | Elect Director Lulu C. Wang | For | For | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104
 Meeting Date: NOV 16, 2010 Meeting Type: Annual
 Record Date: SEP 03, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Steven A. Ballmer | For | For | Management |
| 2 | Elect Director Dina Dublon | For | For | Management |
| 3 | Elect Director William H. Gates III | For | For | Management |
| 4 | Elect Director Raymond V. Gilmartin | For | For | Management |
| 5 | Elect Director Reed Hastings | For | For | Management |
| 6 | Elect Director Maria M. Klawe | For | For | Management |
| 7 | Elect Director David F. Marquardt | For | For | Management |
| 8 | Elect Director Charles H. Noski | For | For | Management |
| 9 | Elect Director Helmut Panke | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Amend Bylaws to Establish a Board Committee on Environmental Sustainability | Against | Against | Shareholder |

MORGAN STANLEY

Ticker: MS Security ID: 617446448
 Meeting Date: MAY 18, 2011 Meeting Type: Annual
 Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-------------|------------|
| 1 | Elect Director Roy J. Bostock | For | For | Management |
| 2 | Elect Director Erskine B. Bowles | For | For | Management |
| 3 | Elect Director Howard J. Davies | For | For | Management |
| 4 | Elect Director James P. Gorman | For | For | Management |
| 5 | Elect Director James H. Hance Jr. | For | Against | Management |
| 6 | Elect Director C. Robert Kidder | For | For | Management |
| 7 | Elect Director John J. Mack | For | For | Management |
| 8 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 9 | Elect Director Hutham S. Olayan | For | For | Management |
| 10 | Elect Director James W. Owens | For | For | Management |
| 11 | Elect Director O. Griffith Sexton | For | For | Management |
| 12 | Elect Director Masaaki Tanaka | For | For | Management |
| 13 | Elect Director Laura D. Tyson | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan | For | For | Management |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 17 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

NEXTERA ENERGY, INC.

Ticker: NEE Security ID: 65339F101
 Meeting Date: MAY 20, 2011 Meeting Type: Annual
 Record Date: MAR 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Sherry S. Barrat | For | For | Management |
| 1.2 | Elect Director Robert M. Beall, II | For | For | Management |
| 1.3 | Elect Director J. Hyatt Brown | For | For | Management |
| 1.4 | Elect Director James L. Camaren | For | For | Management |

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| | | | | |
|------|--|----------|-------------|------------|
| 1.5 | Elect Director Kenneth B. Dunn | For | For | Management |
| 1.6 | Elect Director J. Brian Ferguson | For | For | Management |
| 1.7 | Elect Director Lewis Hay, III | For | For | Management |
| 1.8 | Elect Director Toni Jennings | For | For | Management |
| 1.9 | Elect Director Oliver D. Kingsley, Jr. | For | For | Management |
| 1.10 | Elect Director Rudy E. Schupp | For | For | Management |
| 1.11 | Elect Director William H. Swanson | For | For | Management |
| 1.12 | Elect Director Michael H. Thaman | For | For | Management |
| 1.13 | Elect Director Hansel E. Tookes, II | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |

NOKIA CORP.

Ticker: NOK Security ID: 654902204
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: FEB 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-------|--|---------|-----------|------------|
| 1 | Open Meeting | None | None | Management |
| 2 | Call the Meeting to Order | None | None | Management |
| 3 | Designate Inspector or Shareholder Representative(s) of Minutes of Meeting | None | None | Management |
| 4 | Acknowledge Proper Convening of Meeting | None | None | Management |
| 5 | Prepare and Approve List of Shareholders | None | None | Management |
| 6 | Receive Financial Statements and Statutory Reports, the Board's Report, and the Auditor's Report; Receive Review by the CEO | None | None | Management |
| 7 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 8 | Approve Allocation of Income and Dividends of EUR 0.40 Per Share | For | For | Management |
| 9 | Approve Discharge of Board and President | For | For | Management |
| 10 | Approve Remuneration of Directors in the Amount of EUR 440,000 for Chairman, EUR 150,000 for Vice Chairman, and EUR 130,000 for Other Directors; Approve Remuneration for Committee Work | For | For | Management |
| 11 | Fix Number of Directors at Eleven | For | For | Management |
| 12.1 | Elect Stephen Elopas as Director | For | For | Management |
| 12.2 | Elect Dr. Bengt Holmstrom as Director | For | For | Management |
| 12.3 | Elect Prof. Dr. H. Kagermann as Director | For | For | Management |
| 12.4 | Elect Per Karlsson as Director | For | For | Management |
| 12.5 | Elect Jouko Karvinen as Director | For | For | Management |
| 12.6 | Elect Helge Lund as Director | For | For | Management |
| 12.7 | Elect Isabel Marey-Semper as Director | For | For | Management |
| 12.8 | Elect Jorma Ollila as Director | For | For | Management |
| 12.9 | Elect Dame Marjorie Scardino as Director | For | For | Management |
| 12.10 | Elect Risto Siilasmaa as Director | For | For | Management |
| 12.11 | Elect Kari Stadigh as Director | For | For | Management |
| 13 | Approve Remuneration of Auditors | For | For | Management |
| 14 | Ratify PricewaterhouseCoopers Oy as | For | For | Management |

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|----|---|------|------|------------|
| | Auditors | | | |
| 15 | Authorize Repurchase of up to 360 Million Issued Shares | For | For | Management |
| 16 | Approve Stock Option Plan for Key Employees; Approve Issuance of up to 35 Million Stock Options | For | For | Management |
| 17 | Close Meeting | None | None | Management |

NORTHROP GRUMMAN CORPORATION

Ticker: NOC Security ID: 666807102
 Meeting Date: MAY 18, 2011 Meeting Type: Annual
 Record Date: MAR 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Wesley G. Bush | For | For | Management |
| 2 | Elect Director Lewis W. Coleman | For | For | Management |
| 3 | Elect Director Victor H. Fazio | For | For | Management |
| 4 | Elect Director Donald E. Felsing | For | For | Management |
| 5 | Elect Director Stephen E. Frank | For | Against | Management |
| 6 | Elect Director Bruce S. Gordon | For | For | Management |
| 7 | Elect Director Madeleine Kleiner | For | For | Management |
| 8 | Elect Director Karl J. Krapek | For | For | Management |
| 9 | Elect Director Richard B. Myers | For | For | Management |
| 10 | Elect Director Aulana L. Peters | For | For | Management |
| 11 | Elect Director Kevin W. Sharer | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Approve Omnibus Stock Plan | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 16 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 17 | Report on Political Contributions | Against | Against | Shareholder |
| 18 | Provide Right to Act by Written Consent | Against | For | Shareholder |

NUCOR CORPORATION

Ticker: NUE Security ID: 670346105
 Meeting Date: MAY 12, 2011 Meeting Type: Annual
 Record Date: MAR 14, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-------------|-------------|
| 1.1 | Elect Director Peter C. Browning | For | For | Management |
| 1.2 | Elect Director Victoria F. Haynes | For | For | Management |
| 1.3 | Elect Director Christopher J. Kearney | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 5 | Require a Majority Vote for the Election of Directors | Against | Against | Shareholder |
| 6 | Require Independent Board Chairman | Against | Against | Shareholder |

PFIZER INC.

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Ticker: PFE Security ID: 717081103
 Meeting Date: APR 28, 2011 Meeting Type: Annual
 Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-----------|-------------|-------------|
| 1 | Elect Director Dennis A. Ausiello | For | For | Management |
| 2 | Elect Director Michael S. Brown | For | For | Management |
| 3 | Elect Director M. Anthony Burns | For | For | Management |
| 4 | Elect Director W. Don Cornwell | For | For | Management |
| 5 | Elect Director Frances D. Fergusson | For | For | Management |
| 6 | Elect Director William H. Gray III | For | For | Management |
| 7 | Elect Director Constance J. Horner | For | For | Management |
| 8 | Elect Director James M. Kilts | For | For | Management |
| 9 | Elect Director George A. Lorch | For | For | Management |
| 10 | Elect Director John P. Mascotte | For | For | Management |
| 11 | Elect Director Suzanne Nora Johnson | For | For | Management |
| 12 | Elect Director Ian C. Read | For | For | Management |
| 13 | Elect Director Stephen W. Sanger | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | Two Years | Three Years | Management |
| 17 | Publish Political Contributions | Against | Against | Shareholder |
| 18 | Report on Public Policy Advocacy Process | Against | Against | Shareholder |
| 19 | Adopt Policy to Restrain Pharmaceutical Price Increases | Against | Against | Shareholder |
| 20 | Provide Right to Act by Written Consent | Against | Against | Shareholder |
| 21 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 22 | Report on Animal Testing and Plans for Reduction | Against | Against | Shareholder |

QWEST COMMUNICATIONS INTERNATIONAL INC.

Ticker: Q Security ID: 749121109
 Meeting Date: AUG 24, 2010 Meeting Type: Special
 Record Date: JUL 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

RAYTHEON COMPANY

Ticker: RTN Security ID: 755111507
 Meeting Date: MAY 26, 2011 Meeting Type: Annual
 Record Date: APR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Vernon E. Clark | For | For | Management |
| 2 | Elect Director John M. Deutch | For | For | Management |
| 3 | Elect Director Stephen J. Hadley | For | For | Management |
| 4 | Elect Director Frederic M. Poses | For | For | Management |
| 5 | Elect Director Michael C. Ruettgers | For | For | Management |
| 6 | Elect Director Ronald L. Skates | For | For | Management |
| 7 | Elect Director William R. Spivey | For | For | Management |
| 8 | Elect Director Linda G. Stuntz | For | For | Management |

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| | | | | |
|----|--|----------|-------------|-------------|
| 9 | Elect Director William H. Swanson | For | For | Management |
| 10 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 11 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Provide Right to Act by Written Consent | Against | For | Shareholder |
| 14 | Stock Retention/Holding Period | Against | Against | Shareholder |
| 15 | Report on Lobbying Contributions and Expenses | Against | Against | Shareholder |
| 16 | Submit SERP to Shareholder Vote | Against | Against | Shareholder |

THE HOME DEPOT, INC.

Ticker: HD Security ID: 437076102
 Meeting Date: JUN 02, 2011 Meeting Type: Annual
 Record Date: APR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director F. Duane Ackerman | For | For | Management |
| 2 | Elect Director Francis S. Blake | For | For | Management |
| 3 | Elect Director Ari Bousbib | For | For | Management |
| 4 | Elect Director Gregory D. Brenneman | For | For | Management |
| 5 | Elect Director J. Frank Brown | For | For | Management |
| 6 | Elect Director Albert P. Carey | For | For | Management |
| 7 | Elect Director Armando Codina | For | Against | Management |
| 8 | Elect Director Bonnie G. Hill | For | For | Management |
| 9 | Elect Director Karen L. Katen | For | For | Management |
| 10 | Elect Director Ronald L. Sargent | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 14 | Provide Right to Act by Written Consent | For | For | Management |
| 15 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 16 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 17 | Prepare Employment Diversity Report | Against | Against | Shareholder |
| 18 | Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote | Against | Against | Shareholder |

THE SOUTHERN COMPANY

Ticker: SO Security ID: 842587107
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director J. P. Baranco | For | For | Management |
| 1.2 | Elect Director J. A. Boscia | For | For | Management |
| 1.3 | Elect Director H. A. Clark, III | For | For | Management |
| 1.4 | Elect Director T. A. Fanning | For | For | Management |
| 1.5 | Elect Director H.W. Habermeyer, Jr. | For | For | Management |
| 1.6 | Elect Director V.M Hagen | For | For | Management |
| 1.7 | Elect Director W. A. Hood, Jr. | For | For | Management |
| 1.8 | Elect Director D. M. James | For | For | Management |
| 1.9 | Elect Director D. E. Klein | For | For | Management |

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| | | | | |
|------|--|----------|-------------|-------------|
| 1.10 | Elect Director J. N. Purcell | For | For | Management |
| 1.11 | Elect Director W. G. Smith, Jr. | For | For | Management |
| 1.12 | Elect Director S. R. Specker | For | For | Management |
| 1.13 | Elect Director L.D. Thompson | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Report on Coal Combustion Waste Hazard and Risk Mitigation Efforts | Against | Against | Shareholder |

THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109
 Meeting Date: MAY 26, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|-------------|-------------|------------|
| 1 | Elect Director Alan L. Beller | For | For | Management |
| 2 | Elect Director John H. Dasburg | For | For | Management |
| 3 | Elect Director Janet M. Dolan | For | For | Management |
| 4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 5 | Elect Director Jay S. Fishman | For | For | Management |
| 6 | Elect Director Lawrence G. Graev | For | For | Management |
| 7 | Elect Director Patricia L. Higgins | For | For | Management |
| 8 | Elect Director Thomas R. Hodgson | For | For | Management |
| 9 | Elect Director Cleve L. Killingsworth, Jr. | For | For | Management |
| 10 | Elect Director Donald J. Shepard | For | For | Management |
| 11 | Elect Director Laurie J. Thomsen | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |

TIME WARNER INC.

Ticker: TWX Security ID: 887317303
 Meeting Date: MAY 20, 2011 Meeting Type: Annual
 Record Date: MAR 25, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director James L. Barksdale | For | For | Management |
| 2 | Elect Director William P. Barr | For | For | Management |
| 3 | Elect Director Jeffrey L. Bewkes | For | For | Management |
| 4 | Elect Director Stephen F. Bollenbach | For | For | Management |
| 5 | Elect Director Frank J. Caufield | For | For | Management |
| 6 | Elect Director Robert C. Clark | For | For | Management |
| 7 | Elect Director Mathias Dopfner | For | For | Management |
| 8 | Elect Director Jessica P. Einhorn | For | For | Management |
| 9 | Elect Director Fred Hassan | For | For | Management |
| 10 | Elect Director Michael A. Miles | For | For | Management |
| 11 | Elect Director Kenneth J. Novack | For | For | Management |
| 12 | Elect Director Paul D. Wachter | For | For | Management |
| 13 | Elect Director Deborah C. Wright | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |

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|----|--|-------------|-------------|-------------|
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | Three Years | Three Years | Management |
| 17 | Reduce Supermajority Vote Requirement | For | For | Management |
| 18 | Provide Right to Act by Written Consent | Against | For | Shareholder |

UNILEVER NV

Ticker: UN Security ID: 904784709
Meeting Date: MAY 12, 2011 Meeting Type: Annual
Record Date: MAR 21, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Receive Report of Management Board (Non-Voting) | None | None | Management |
| 2 | Approve Financial Statements and Allocation of Income | For | For | Management |
| 3 | Approve Discharge of Executive Board Members | For | For | Management |
| 4 | Approve Discharge of Non-Executive Board Members | For | For | Management |
| 5 | Reelect P.G.J.M. Polman as CEO to Board of Directors | For | For | Management |
| 6 | Reelect R.J.M.S. Huet as CFO to Board of Directors | For | For | Management |
| 7 | Reelect L.O. Fresco to Board of Directors | For | For | Management |
| 8 | Reelect A.M. Fudge to Board of Directors | For | For | Management |
| 9 | Reelect C.E. Golden to Board of Directors | For | For | Management |
| 10 | Reelect B.E. Grote to Board of Directors | For | For | Management |
| 11 | Reelect H. Nyasulu to Board of Directors | For | For | Management |
| 12 | Reelect M. Rifkind to Board of Directors | For | For | Management |
| 13 | Reelect K.J. Storm to Board of Directors | For | For | Management |
| 14 | Reelect M. Treschow to Board of Directors | For | For | Management |
| 15 | Reelect P.S. Walsh to Board of Directors | For | For | Management |
| 16 | Elect S. Bharti Mittal to Board of Directors | For | For | Management |
| 17 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 18 | Approve Authorization to Cancel Ordinary Shares | For | For | Management |
| 19 | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights | For | For | Management |
| 20 | Ratify PricewaterhouseCoopers as Auditors | For | For | Management |
| 21 | Allow Questions and Close Meeting | None | None | Management |

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VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104
 Meeting Date: MAY 05, 2011 Meeting Type: Annual
 Record Date: MAR 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Elect Director Richard L. Carrion | For | For | Management |
| 2 | Elect Director M. Frances Keeth | For | For | Management |
| 3 | Elect Director Robert W. Lane | For | For | Management |
| 4 | Elect Director Lowell C. Mcadam | For | For | Management |
| 5 | Elect Director Sandra O. Moose | For | For | Management |
| 6 | Elect Director Joseph Neubauer | For | For | Management |
| 7 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 8 | Elect Director Clarence Otis, Jr. | For | For | Management |
| 9 | Elect Director Hugh B. Price | For | For | Management |
| 10 | Elect Director Ivan G. Seidenberg | For | For | Management |
| 11 | Elect Director Rodney E. Slater | For | For | Management |
| 12 | Elect Director John W. Snow | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 16 | Disclose Prior Government Service | Against | Against | Shareholder |
| 17 | Performance-Based Equity Awards | Against | Against | Shareholder |
| 18 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 19 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |

 WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-------------|-------------|
| 1 | Election Director John D. Baker II | For | For | Management |
| 2 | Election Director John S. Chen | For | For | Management |
| 3 | Election Director Lloyd H. Dean | For | For | Management |
| 4 | Election Director Susan E. Engel | For | For | Management |
| 5 | Election Director Enrique Hernandez, Jr. | For | For | Management |
| 6 | Election Director Donald M. James | For | For | Management |
| 7 | Election Director Mackey J. McDonald | For | For | Management |
| 8 | Election Director Cynthia H. Milligan | For | For | Management |
| 9 | Elect Director Nicholas G. Moore | For | For | Management |
| 10 | Elect Director Philip J. Quigley | For | For | Management |
| 11 | Elect Director Judith M. Runstad | For | For | Management |
| 12 | Elect Director Stephen W. Sanger | For | For | Management |
| 13 | Elect Director John G. Stumpf | For | For | Management |
| 14 | Elect Director an G. Swenson | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 16 | Advisory Vote on Say on Pay Frequency | One Year | Three Years | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | Against | Shareholder |
| 19 | Provide for Cumulative Voting | Against | Against | Shareholder |

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|----|---|---------|---------|-------------|
| 20 | Require Independent Board Chairman | Against | Against | Shareholder |
| 21 | Advisory Vote to Ratify Directors' Compensation | Against | Against | Shareholder |
| 22 | Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations | Against | Against | Shareholder |

===== END NPX REPORT =====

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.

BlackRock Enhanced Capital and Income Fund, Inc.

By: /s/ John Perlowski
John Perlowski
Chief Executive Officer of

BlackRock Enhanced Capital and Income Fund, Inc.
Date: August 29, 2011