

SOURCE CAPITAL INC /DE/  
Form N-PX  
August 29, 2014

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

OMB APPROVAL  
OMB Number: 3235-0582  
Expires: January 31, 2015

Estimated average burden hours per  
response.....7.2

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-1731**

**Source Capital, Inc.**

(Exact name of registrant as specified in charter)

**11601 Wilshire Blvd., Ste. 1200, Los Angeles, CA**  
(Address of principal executive offices)

**90025**  
(Zip code)

**J. Richard Atwood, Treasurer**

**Source Capital, Inc.**

**11601 Wilshire Blvd., Ste. 1200, Los Angeles, CA 90025**  
(Name and address of agent for service)

Registrant's telephone number, including area code: **310-473-0225**

Date of fiscal year end: **12/31**

Date of reporting period: **7/1/13 to 6/30/14**

**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.

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

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

ICA File Number: 811-01731

Reporting Period: 07/01/2013 - 06/30/2014

SOURCE CAPITAL, INC.

===== Source Capital, Inc. =====

AGGREKO PLC

Ticker: AGK Security ID: G0116S169

Meeting Date: APR 24, 2014 Meeting Type: Annual

Record Date: APR 22, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Policy	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

3	Approve Remuneration Report	For	For	Management
4	Approve Final Dividend	For	For	Management
5	Elect Ian Marchant as Director	For	For	Management
6	Re-elect Ken Hanna as Director	For	For	Management
7	Re-elect Angus Cockburn as Director	For	For	Management
8	Re-elect Debajit Das as Director	For	For	Management
9	Re-elect Asterios Satrazemis as Director	For	For	Management
10	Re-elect David Taylor-Smith as Director	For	For	Management
11	Re-elect Russell King as Director	For	For	Management
12	Re-elect Diana Layfield as Director	For	For	Management
13	Re-elect Robert MacLeod as Director	For	For	Management
14	Re-elect Rebecca McDonald as Director	For	For	Management
15	Reappoint PricewaterhouseCoopers as Auditors	For	For	Management
16	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	Management
17	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
18	Approve Increase in Aggregate Compensation Ceiling for Directors	For	For	Management
19	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
20	Authorise Market Purchase of Ordinary Shares	For	For	Management
21	Authorise the Company to Call EGM with Two Weeks Notice	For	For	Management

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

---

AGGREKO PLC

Ticker: AGK Security ID: G0116S169

Meeting Date: APR 24, 2014 Meeting Type: Special

Record Date: APR 22, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Matters Relating to the Return of Cash to Shareholders	For	For	Management

---

BELIMO HOLDING AG

Ticker: BEAN Security ID: H07171103

Meeting Date: APR 14, 2014 Meeting Type: Annual

Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Allocation of Income and Dividends of CHF 65 per Share	For	For	Management
3	Approve Remuneration Report	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

4	Approve Discharge of Board	For	For	Management
5.1.1	Reelect Martin Hess as Director	For	For	Management
5.1.2	Reelect Walter Linsi as Director	For	Against	Management
5.1.3	Reelect Hans Peter Wehrli as Director	For	Against	Management
5.1.4	Reelect Martin Zwyssig as Director	For	For	Management
5.1.5	Elect Patrick Burkhalter as Director	For	Against	Management
5.2.1	Elect Hans Peter Wehrli as Board Chairman	For	Against	Management
5.2.2	Elect Martin Zwyssig as Board Vice-Chairman	For	For	Management
5.3.1	Appoint Martin Hess as Member of the Compensation Committee	For	For	Management
5.3.2	Appoint Walter Linsi as Member of the Compensation Committee	For	Against	Management
5.3.3	Appoint Hans Peter Wehrli as Member of the Compensation Committee	For	Against	Management
5.4	Designate Proxy Voting Services GmbH as Independent Proxy	For	For	Management
5.5	Ratify KPMG AG as Auditors	For	For	Management
6	Amend Articles Re: Compliance with Ordinance Against Excessive Remuneration at Listed Companies	For	Against	Management
7.1	Approve Remuneration of Directors in the Amount of CHF 770,000	For	Against	Management
7.2	Approve Remuneration of Executive Directors in the Aggregate Amount of CHF 4.1 Million with Fix Compensation in the Amount of CHF 2.3 Million and	For	For	Management

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

with Variable Compensation in the

Amount of CHF 1.8 Million

---

BIO-RAD LABORATORIES, INC.

Ticker: BIO Security ID: 090572207

Meeting Date: APR 22, 2014 Meeting Type: Annual

Record Date: FEB 27, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Louis Drapeau	For	Against	Management
1.2	Elect Director Robert M. Malchione	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

---

BIOMERIEUX

Ticker: BIM Security ID: F1149Y109

Meeting Date: MAY 28, 2014 Meeting Type: Annual/Special

Record Date: MAY 22, 2014

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Statutory Reports	For	For	Management
2	Approve Discharge of Directors	For	For	Management
3	Approve Consolidated Financial Statements and Statutory Reports	For	For	Management
4	Approve Allocation of Income and Dividends of EUR 1 per Share	For	For	Management
5	Approve Transaction with SCI De L Etoile	For	For	Management
6	Approve Transaction with BioMerieux Inc.	For	For	Management
7	Acknowledge Auditors' Special Report on Related-Party Transactions Regarding Ongoing Transactions	For	For	Management
8	Reelect Alain Merieux as Director	For	For	Management
9	Reelect Alexandre Merieux as Director	For	For	Management
10	Reelect Jean-Luc Belingard as Director	For	For	Management
11	Reelect Michele Palladino as Director	For	For	Management
12	Reelect Philippe Archinard as Director	For	For	Management
13	Elect Agnes Lemarchand as Director	For	For	Management
14	Elect Philippe Gillet as Director	For	For	Management
15	Appoint Michel Ange as Censor	For	For	Management
16	Appoint Henri Thomasson as Censor	For	For	Management
17	Advisory Vote on Compensation of Jean-Luc Belingard, Chairman and CEO	For	For	Management
18	Advisory Vote on Compensation of	For	For	Management



## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Alexandre Merieux, Vice-CEO

19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
20	Amend Article 2 of Bylaws Re: Extension of Corporate Purpose	For	For	Management
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For	Management
22	Allow Board to Use Delegations and/or Authorizations Granted Under Items 9-16 and 19 of the May 29, 2013 General Meeting in the Event of a Public Tender Offer	For	For	Management
23	Authorize Filing of Required Documents/Other Formalities	For	For	Management

-----

CARMAX, INC.

Ticker: KMX Security ID: 143130102

Meeting Date: JUN 23, 2014 Meeting Type: Annual

Record Date: APR 15, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald E. Blaylock	For	For	Management
1.2	Elect Director Thomas J. Folliard	For	For	Management
1.3	Elect Director Rakesh Gangwal	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

1.4	Elect Director Jeffrey E. Garten	For	For	Management
1.5	Elect Director Shira Goodman	For	For	Management
1.6	Elect Director W. Robert Grafton	For	For	Management
1.7	Elect Director Edgar H. Grubb	For	For	Management
1.8	Elect Director Mitchell D. Steenrod	For	For	Management
1.9	Elect Director Thomas G. Stemberg	For	For	Management
1.10	Elect Director William R. Tiefel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

-----

DOMINO PRINTING SCIENCES PLC

Ticker: DNO Security ID: G28112103

Meeting Date: MAR 19, 2014 Meeting Type: Annual

Record Date: MAR 17, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Approve Remuneration Policy	For	For	Management
4	Approve Final Dividend	For	For	Management
5	Re-elect Peter Byrom as Director	For	For	Management
6	Re-elect Sir Mark Wrightson as Director	For	For	Management

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

7	Re-elect Sir David Brown as Director	For	For	Management
8	Re-elect Christopher Brinsmead as Director	For	For	Management
9	Re-elect Nigel Bond as Director	For	For	Management
10	Re-elect Andrew Herbert as Director	For	For	Management
11	Reappoint Deloitte LLP as Auditors	For	For	Management
12	Authorise Board to Fix Remuneration of Auditors	For	For	Management
13	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
14	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
15	Authorise Market Purchase of Ordinary Shares	For	For	Management
16	Authorise the Company to Call EGM with Two Weeks' Notice	For	For	Management

-----

EVS

Ticker: EVS Security ID: B3883A119

Meeting Date: MAY 20, 2014 Meeting Type: Annual/Special

Record Date: MAY 06, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Directors' Reports (Non-Voting)	None	None	Management

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

2	Approve Remuneration Report	For	For	Management
3	Receive Auditors' Reports (Non-Voting)	None	None	Management
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 2.16 per Share	For	For	Management
5	Approve Discharge of Directors	For	For	Management
6	Approve Discharge of Auditors	For	For	Management
7a	Reelect Acces Direct SA, Permanently Represented by Pierre Rion, as Director	For	For	Management
7b	Reelect Christian Raskin as Director	For	For	Management
1	Approve Change-of-Control Clause Re: Credit Facility	For	For	Management
1	Renew Authorization to Increase Share Capital up to EUR 8.3 Million within the Framework of Authorized Capital	For	Against	Management
2	Authorize Repurchase of Up to 20 Percent of Issued Share Capital	For	Against	Management

-----

EVS

Ticker: EVS Security ID: B3883A119

Meeting Date: JUN 20, 2014 Meeting Type: Special

Record Date: JUN 06, 2014

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

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

1	Renew Authorization to Increase Share Capital up to EUR 8.3 Million within the Framework of Authorized Capital	For	Against	Management
2	Authorize Repurchase of Up to 20 Percent of Issued Share Capital	For	Against	Management

-----

FMC TECHNOLOGIES, INC.

Ticker: FTI Security ID: 30249U101

Meeting Date: MAY 02, 2014 Meeting Type: Annual

Record Date: MAR 10, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1b	Elect Director Eleazar de Carvalho Filho	For	For	Management
1c	Elect Director C. Maury Devine	For	For	Management
1d	Elect Director Claire S. Farley	For	For	Management
1e	Elect Director John T. Grempe	For	For	Management
1f	Elect Director Thomas M. Hamilton	For	For	Management
1g	Elect Director Peter Mellbye	For	For	Management
1h	Elect Director Joseph H. Netherland	For	For	Management
1i	Elect Director Richard A. Pattarozzi	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

### Executive Officers' Compensation

---

FRANKLIN ELECTRIC CO., INC.

Ticker: FELE Security ID: 353514102

Meeting Date: MAY 02, 2014 Meeting Type: Annual

Record Date: MAR 03, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David T. Brown	For	For	Management
1.2	Elect Director David A. Roberts	For	For	Management
1.3	Elect Director Thomas R. VerHage	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

Executive Officers' Compensation

---

GRACO INC.

Ticker: GGG Security ID: 384109104

Meeting Date: APR 25, 2014 Meeting Type: Annual

Record Date: FEB 24, 2014

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Patrick J. McHale	For	For	Management
1b	Elect Director Lee R. Mitau	For	For	Management
1c	Elect Director Martha A. Morfitt	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

-----

HEARTLAND EXPRESS, INC.

Ticker: HTLD Security ID: 422347104

Meeting Date: MAY 08, 2014 Meeting Type: Annual

Record Date: MAR 12, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Gerdin	For	For	Management
1.2	Elect Director Larry J. Gordon	For	For	Management
1.3	Elect Director Benjamin J. Allen	For	For	Management
1.4	Elect Director Lawrence D. Crouse	For	For	Management
1.5	Elect Director James G. Pratt	For	For	Management
1.6	Elect Director Tahira K. Hira	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

---

HNI CORPORATION

Ticker: HNI Security ID: 404251100

Meeting Date: MAY 06, 2014 Meeting Type: Annual

Record Date: MAR 07, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Miguel M. Calado	For	For	Management
1b	Elect Director Cheryl A. Francis	For	For	Management
1c	Elect Director Larry B. Porcellato	For	For	Management
1d	Elect Director Brian E. Stern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

---

IDEX CORPORATION

Ticker: IEX Security ID: 45167R104

Meeting Date: APR 08, 2014 Meeting Type: Annual

Record Date: FEB 14, 2014

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



## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

1.1	Elect Director Bradley J. Bell	For	For	Management
1.2	Elect Director Gregory F. Milzcik	For	For	Management
1.3	Elect Director Andrew K. Silvernail	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

---

KNIGHT TRANSPORTATION, INC.

Ticker: KNX Security ID: 499064103

Meeting Date: MAY 15, 2014 Meeting Type: Annual

Record Date: MAR 26, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald A. Bliss	For	Withhold	Management
1.2	Elect Director Richard C. Kraemer	For	Withhold	Management
1.3	Elect Director Richard J. Lehmann	For	Withhold	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

---

KUEHNE & NAGEL INTERNATIONAL AG

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Ticker: KNIN Security ID: H4673L145

Meeting Date: MAY 06, 2014 Meeting Type: Annual

Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Allocation of Income and Dividends of CHF 3.85 per Share and Special Dividends of CHF 2 per Share	For	For	Management
3	Approve Discharge of Board and Senior Management	For	For	Management
4.1a	Reelect Renato Fassbind as Director	For	For	Management
4.1b	Reelect Juergen Fitschen as Director	For	For	Management
4.1c	Reelect Karl Gernandt as Director	For	Against	Management
4.1d	Reelect Klaus-Michael Kuehne as Director	For	For	Management
4.1e	Reelect Hans Lerch as Director	For	For	Management
4.1f	Reelect Thomas Staehelin as Director	For	Against	Management
4.1g	Reelect Joerg Wolle as Director	For	For	Management
4.1h	Reelect Bernd Wrede as Director	For	Against	Management
4.2	Elect Martin Wittig as Director	For	For	Management
4.3	Reelect Karl Gernandt as Board Chairman	For	Against	Management
4.4a	Appoint Karl Gernandt as Member of the Compensation Committee	For	Against	Management
4.4b	Appoint Klaus-Michael Kuehne as Member of the Compensation Committee	For	Against	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

4.4c	Appoint Hans Lerch as Member of the Compensation Committee	For	For	Management
4.4d	Appoint Joerg Wolle as Member of the Compensation Committee	For	For	Management
4.4e	Appoint Bernd Wrede as Member of the Compensation Committee	For	Against	Management
4.5	Designate Kurt Gubler as Independent Proxy	For	For	Management
4.6	Ratify Ernst & Young AG as Auditors	For	For	Management
5	Approve Creation of CHF 20 Million Pool of Capital without Preemptive Rights	For	For	Management
6	Transact Other Business (Voting)	For	Against	Management

-----

NOBLE CORPORATION PLC

Ticker:           NE                   Security ID: G65431101

Meeting Date: JUN 10, 2014   Meeting Type: Annual

Record Date:   APR 25, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Scott D. Josey	For	For	Management
2	Elect Director Jon A. Marshall	For	For	Management
3	Elect Director Mary P. Ricciardello	For	For	Management
4	Ratify PricewaterhouseCoopers LLP as	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Independent Registered Public

Accounting Firm

5	Ratify PricewaterhouseCoopers LLP as Statutory Auditor	For	For	Management
6	Authorize Audit Committee to Fix Remuneration of Statutory Auditors	For	For	Management
7	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8	Advisory Vote to Ratify Directors' Compensation Report	For	For	Management
9	Approve Remuneration Policy	For	For	Management
10	Approve Dividends	For	For	Management
11	Declassify the Board of Directors	For	For	Management

-----

O'REILLY AUTOMOTIVE, INC.

Ticker: ORLY Security ID: 67103H107

Meeting Date: MAY 06, 2014 Meeting Type: Annual

Record Date: FEB 28, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David O'Reilly	For	For	Management
1b	Elect Director Larry O'Reilly	For	For	Management
1c	Elect Director Rosalie O'Reilly Wooten	For	For	Management
1d	Elect Director Jay D. Burchfield	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

1e	Elect Director Thomas T. Hendrickson	For	For	Management
1f	Elect Director Paul R. Lederer	For	For	Management
2	Amend Articles of Incorporation of the Company's Subsidiary O'Reilly Automotive Stores, Inc.	For	Against	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Stock Retention/Holding Period	Against	For	Shareholder

-----

ROTORK PLC

Ticker: ROR Security ID: G76717126

Meeting Date: APR 25, 2014 Meeting Type: Annual

Record Date: APR 23, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Final Dividend	For	For	Management
3	Re-elect Ian King as Director	For	For	Management
4	Re-elect Peter France as Director	For	For	Management
5	Re-elect Jonathan Davis as Director	For	For	Management
6	Re-elect Bob Arnold as Director	For	For	Management
7	Re-elect Graham Ogden as Director	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

8	Re-elect John Nicholas as Director	For	For	Management
9	Re-elect Roger Lockwood as Director	For	For	Management
10	Re-elect Gary Bullard as Director	For	For	Management
11	Re-elect Sally James as Director	For	For	Management
12	Appoint KPMG LLP as Auditors	For	For	Management
13	Authorise Board to Fix Remuneration of Auditors	For	For	Management
14	Approve Remuneration Report	For	For	Management
15	Approve Remuneration Policy	For	For	Management
16	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
17	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
18	Authorise Market Purchase of Ordinary Shares	For	For	Management
19	Authorise Market Purchase of Preference Shares	For	For	Management
20	Authorise the Company to Call EGM with Two Weeks' Notice	For	For	Management
21	Amend Overseas Profit-Linked Share Scheme	For	For	Management

---

SIGNET JEWELERS LIMITED

Ticker: SIG Security ID: G81276100

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Meeting Date: JUN 13, 2014 Meeting Type: Annual

Record Date: APR 11, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect H. Todd Stitzer as Director	For	For	Management
1b	Elect Virginia Drosos as Director	For	For	Management
1c	Elect Dale W. Hilpert as Director	For	For	Management
1d	Elect Marianne Miller Parrs as Director	For	For	Management
1e	Elect Thomas G. Plaskett as Director	For	For	Management
1f	Elect Russell Walls as Director	For	For	Management
1g	Elect Helen McCluskey as Director	For	For	Management
1h	Elect Robert Stack as Director	For	For	Management
1i	Elect Eugenia Ulasewicz as Director	For	For	Management
1j	Elect Michael W. Barnes as Director	For	For	Management
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Bylaws	For	For	Management

---

SONOVA HOLDING AG

Ticker: SOON Security ID: H8024W106

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Meeting Date: JUN 17, 2014 Meeting Type: Annual

Record Date:

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Accept Financial Statements and Statutory Reports	For	For	Management
1.2	Approve Remuneration Report	For	For	Management
2	Approve Allocation of Income and Dividends of CHF 1.90 per Share	For	For	Management
3	Approve Discharge of Board and Senior Management	For	For	Management
4.1.1	Reelect Robert Spoerry as Director and Board Chairman	For	For	Management
4.1.2	Reelect Beat Hess as Director	For	For	Management
4.1.3	Reelect Michael Jacobi as Director	For	For	Management
4.1.4	Reelect Andy Rihs as Director	For	For	Management
4.1.5	Reelect Anssi Vanjoki as Director	For	For	Management
4.1.6	Reelect Ronald van der Vis as Director	For	For	Management
4.1.7	Reelect Jinlong Wang as Director	For	For	Management
4.1.8	Reelect John Zei as Director	For	For	Management
4.2	Elect Stacy Enxing Send as Director	For	For	Management
4.3.1	Appoint Robert Spoerry as Member of the Compensation Committee	For	For	Management
4.3.2	Appoint Beat Hess as Member of the Compensation Committee	For	For	Management
4.3.3	Appoint John Zei as Member of the Compensation Committee	For	For	Management
4.4	Ratify PricewaterhouseCoopers AG as	For	For	Management



## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

### Auditors

4.5	Designate Andreas Keller as  Independent Proxy	For	For	Management
5.1	Amend Articles Re: Ordinance Against  Excessive Remuneration at Listed  Companies (Compensation Related)	For	For	Management
5.2	Amend Articles Re: Further Provisions  Related to Ordinance Against Excessive  Remuneration at Listed Companies	For	For	Management
6	Transact Other Business (Voting)	For	Against	Management

---

### SPIRAX-SARCO ENGINEERING PLC

Ticker:           SPX                   Security ID: G83561111

Meeting Date: MAY 20, 2014   Meeting Type: Annual

Record Date:   MAY 18, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and  Statutory Reports	For	For	Management
2	Approve Remuneration Policy	For	For	Management
3	Approve Remuneration Report	For	For	Management
4	Approve Final Dividend	For	For	Management
5	Appoint Deloitte LLP as Auditors	For	For	Management
6	Authorise Board to Fix Remuneration of	For	For	Management

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

### Auditors

7	Re-elect Bill Whiteley as Director	For	For	Management
8	Re-elect Nick Anderson as Director	For	For	Management
9	Re-elect David Meredith as Director	For	For	Management
10	Re-elect Neil Daws as Director	For	For	Management
11	Re-elect Jay Whalen as Director	For	For	Management
12	Re-elect Dr Krishnamurthy Rajagopal as	For	For	Management

### Director

13	Re-elect Dr Trudy Schoolenberg as	For	For	Management
	Director			
14	Re-elect Clive Watson as Director	For	For	Management
15	Elect Jamie Pike as Director	For	For	Management
16	Authorise Issue of Equity with	For	For	Management

### Pre-emptive Rights

17	Approve Scrip Dividend	For	For	Management
18	Authorise Issue of Equity without	For	For	Management

### Pre-emptive Rights

19	Authorise Market Purchase of Ordinary	For	For	Management
----	---------------------------------------	-----	-----	------------

### Shares

20	Authorise the Company to Call EGM with	For	For	Management
----	--	-----	-----	------------

### Two Weeks' Notice

---

WABCO HOLDINGS INC.

Ticker: WBC Security ID: 92927K102

## Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

Meeting Date: MAY 22, 2014 Meeting Type: Annual

Record Date: MAR 28, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Peter D'Aloia	For	For	Management
1.2	Elect Director Juergen W. Gromer	For	For	Management
1.3	Elect Director Mary L. Petrovich	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

---

### ZEBRA TECHNOLOGIES CORPORATION

Ticker: ZBRA Security ID: 989207105

Meeting Date: MAY 15, 2014 Meeting Type: Annual

Record Date: MAR 24, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank B. Modruson	For	Withhold	Management
1.2	Elect Director Anders Gustafsson	For	Withhold	Management
1.3	Elect Director Andrew K. Ludwick	For	Withhold	Management
1.4	Elect Director Janice M. Roberts	For	Withhold	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

===== END NPX REPORT

*Investment Company Report***HALMA PLC, AMERSHAM**

<b>Security</b>	G42504103	<b>Meeting Type</b>	Annual General Meeting
<b>Ticker Symbol</b>		<b>Meeting Date</b>	25-Jul-2013
<b>ISIN</b>	GB0004052071	<b>Agenda</b>	704626172 - Management

Item	Proposal	Type	Vote	For/Against Management
1	To receive the Accounts and the Reports of the Directors and the Auditors	Management	For	For
2	To declare a final dividend	Management	For	For
3	To approve the Remuneration Report	Management	For	For
4	To re-elect Andrew Williams as a Director	Management	For	For
5	To re-elect Kevin Thompson as a Director	Management	For	For
6	To re-elect Stephen Pettit as a Director	Management	For	For
7	To re-elect Neil Quinn as a Director	Management	For	For
8	To re-elect Jane Aikman as a Director	Management	For	For
9	To re-elect Adam Meyers as a Director	Management	For	For
10	To re-elect Lord Blackwell as a Director	Management	For	For
11	To re-elect Steve Marshall as a Director	Management	For	For
12	To re-elect Daniela Barone Soares as a Director	Management	For	For
13	To elect Paul Walker as a Director	Management	For	For
14	To reappoint Deloitte LLP as Auditor	Management	For	For
15	To authorise the Directors to determine the remuneration of the Auditor	Management	For	For
16	Authority to allot shares	Management	For	For
17	Disapplication of pre-emption rights	Management	For	For
18	Authority to purchase own shares	Management	For	For
19	Notice of general meetings	Management	For	For

**MICROCHIP TECHNOLOGY INCORPORATED**

<b>Security</b>	595017104	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MCHP	<b>Meeting Date</b>	16-Aug-2013
<b>ISIN</b>	US5950171042	<b>Agenda</b>	933856936 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEVE SANGHI		For	For
	2 MATTHEW W. CHAPMAN		For	For
	3 L.B. DAY		For	For
	4 ALBERT J. HUGO-MARTINEZ		For	For
	5 WADE F. MEYERCORD		For	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC	Management	For	For

ACCOUNTING FIRM OF MICROCHIP FOR THE FISCAL YEAR  
ENDING MARCH 31, 2014.

3.	PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVES.	Management	For	For
----	--	------------	-----	-----

---

**EVS BROADCAST EQUIPMENT SA, SERAING**

<b>Security</b>	B3883A119	<b>Meeting Type</b>	ExtraOrdinary General Meeting
<b>Ticker Symbol</b>		<b>Meeting Date</b>	20-Aug-2013
<b>ISIN</b>	BE0003820371	<b>Agenda</b>	704663322 - Management

<b>Item</b>	<b>Proposal</b>	<b>Type</b>	<b>Vote</b>	<b>For/Against Management</b>
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
1	Approve Stock Option Plan for J. Janssen Re: 25,000 Warrants	Management	For	For
2	Approve Conditional Cancellation of 70,000 Warrants if Item 1 is Approved	Management	For	For
3	Authorize Board to Issue Shares in the Event of a Public Tender Offer or Share Exchange Offer and Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	Management	For	For
4.a	Elect Muriel de Lathouwer as Independent Director	Management	For	For
4.b	Elect Freddy Tacheny as Independent Director	Management	For	For
5	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Management	For	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE FROM SGM TO-EGM AND CHANGE IN TIME FROM 10.00 TO 11.00. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU	Non-Voting		

**LIFE TECHNOLOGIES CORPORATION**

<b>Security</b>	53217V109	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	LIFE	<b>Meeting Date</b>	21-Aug-2013

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

ISIN

US53217V1098

Agenda

933860973 - Management

Item	Proposal	Type	Vote	For/Against Management
01	TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 14, 2013 (THE MERGER AGREEMENT ), BY AND AMONG LIFE TECHNOLOGIES CORPORATION (THE COMPANY ), THERMO FISHER SCIENTIFIC INC., AND POLPIS MERGER SUB CO.	Management	For	For
02	TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE COMPANY S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH, OR FOLLOWING, THE CONSUMMATION OF THE MERGER.	Management	For	For
03	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For

---



## EVS BROADCAST EQUIPMENT SA, SERAING

<b>Security</b>	B3883A119	<b>Meeting Type</b>	ExtraOrdinary General Meeting
<b>Ticker Symbol</b>		<b>Meeting Date</b>	24-Sep-2013
<b>ISIN</b>	BE0003820371	<b>Agenda</b>	704703847 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 223875 DUE TO CHANGE IN MEETING DATE FROM 20 AUG 2013 TO 24 SEP 2013 AND RECORD DATE FROM 06 AUG 2013 TO-10 SEP 2013. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting		
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO-YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR-YOUR VOTE TO BE LODGED	Non-Voting		
1	Issuance of 25,000 warrants for J. Janssen	Management	For	For
2	On the condition precedent that the 25,000 warrants are approved (see point 1), cancellation of 70,000 warrants already issued and not yet granted	Management	For	For
3	Authorized capital (article 7 of the statutes)	Management	For	For
4.a	Appointment of Mrs. Muriel de Lathouwer	Management	For	For
4.b	Appointment of Mr. Freddy Tacheny	Management	For	For
5	Delegation of power	Management	For	For

## L OCCITANE INTERNATIONAL SA, LUXEMBOURG

<b>Security</b>	L6071D109	<b>Meeting Type</b>	Annual General Meeting
<b>Ticker Symbol</b>		<b>Meeting Date</b>	25-Sep-2013
<b>ISIN</b>	LU0501835309	<b>Agenda</b>	704673602 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING ON THE URL LINKS: <a href="http://www.hkexnews.hk/listedco/listconews/sehk/2013/0731/LTN-20130731033.pdf">http://www.hkexnews.hk/listedco/listconews/sehk/2013/0731/LTN-20130731033.pdf</a> AND <a href="http://www.hkexnews.hk/listedco/listconews/sehk/2013/0731-/LTN20130731019.pdf">http://www.hkexnews.hk/listedco/listconews/sehk/2013/0731-/LTN20130731019.pdf</a>	Non-Voting		
CMMT	PLEASE NOTE IN THE HONG KONG MARKET THAT A VOTE OF ABSTAIN WILL BE TREATED THE SAME AS A TAKE NO ACTION VOTE.	Non-Voting		
1	To receive and adopt the statutory accounts and audited consolidated financial statements of the Company for the year ended 31 March 2013 and to acknowledge the content of the reports of the board of directors and the auditors of the Company	Management	For	For
2	To declare a final dividend of a total amount of EUR 42.9 million for the year ended 31 March 2013	Management	For	For
3.i	To elect the following director of the Company for a term of 3 years: Mrs. Valerie Irene Amelie Monique Bernis	Management	For	For
3.ii	To elect the following director of the Company for a term of 3 years: Mr. Pierre Maurice Georges Milet	Management	For	For
4.A	To give a general mandate to the directors to allot, issue and deal with or, subject to the Treasury Shares Waiver being obtained, transfer or sell out of treasury and deal with, additional shares not exceeding 20% of the issued share capital of the Company (excluding the nominal capital of those shares that are held in Treasury)	Management	For	For
4.B	To give a general mandate to the directors to repurchase shares not exceeding 10% of the issued share capital of the Company (excluding the nominal capital of those shares that are held in Treasury) within a price range between HKD 10 and HKD 30	Management	For	For
4.C	To extend the authority given to the directors pursuant to ordinary resolution no. 4(A) to issue shares by adding to the issued share capital of the Company the number of shares repurchased under ordinary resolution no. 4(B)	Management	For	For
5	To renew the mandate granted to PricewaterhouseCoopers to act as approved statutory auditor of the Company for the financial year ending 31 March 2014	Management	For	For
6	To re-appoint PricewaterhouseCoopers as the external auditor of the Company to hold the office from the conclusion of the Annual General Meeting until the next annual general meeting of the Company	Management	For	For

7.A	That conditional upon the Listing Committee of the Stock Exchange of Hong Kong Limited granting approval of the listing of, and permission to deal in, any Shares which may fall to be issued pursuant to the exercise of Options to be granted under the Share Option Plan 2013 of the Company, a copy of which has been produced to this meeting marked A and signed by the chairman of this meeting for the purpose of identification (the Share Option Plan 2013 ), the Share Option Plan 2013 be and is hereby approved and adopted; and the Directors be and are hereby authorised to grant Options to the Eligible Persons under the Share Option Plan 2013 and to allot and issue Shares or, subject to the Treasury Shares Waiver being obtained, transfer Treasury Shares out of treasury, representing up to 1.5% of the Company's issued share capital as at the date of this resolution (excluding Treasury Shares) upon the exercise of any Options granted there under and pursuant to the terms and conditions thereof, and to do all such acts, matters and things as they may in their discretion consider necessary, expedient or desirable to give effect to and implement the Share Option Plan 2013, and that the share option plan adopted on 30 September 2010 be and hereby is terminated with immediate effect in accordance with its terms	Management	For	For
7.B	That the Free Share Plan 2013 of the Company, a copy of which has been produced to this meeting marked B and signed by the chairman of this meeting for the purpose of identification (the Free Share Plan 2013 ) be and is hereby approved and adopted; and the Directors be and are hereby authorised to grant Free Shares to the Eligible Persons under the Free Share Plan 2013 and to allot and issue Shares or, subject to the Treasury Shares Waiver being obtained, transfer Treasury Shares out of treasury, representing up to 0.5% of the Company's issued share capital as at the date of this resolution (excluding Treasury Shares) upon the allocation of any Free Shares granted there under and pursuant to the terms and conditions thereof, and to do all such acts, matters and things as they may in their discretion consider necessary, expedient or desirable to give effect to and implement the Free Share Plan 2013, and that the free share plan adopted on 30 September 2010 be and hereby is terminated with immediate effect in accordance with its terms	Management	For	For
8	To approve the remuneration to be granted to certain directors of the Company and to authorize the board of directors to implement any subsequent actions which may be required, including, for the avoidance of doubt, the payment modalities	Management	For	For
9	To grant discharge to the directors for the exercise of their mandate during the financial year ended 31 March 2013	Management	For	For
10	To grant discharge to the statutory auditors PricewaterhouseCoopers for the exercise of their mandate during the financial year ended 31 March 2013	Management	For	For
11	To approve the remuneration to be granted to PricewaterhouseCoopers as the approved statutory auditor of the Company	Management	For	For
CMMT	MEETING IS TAKING PLACE BY TELECONFERENCE AT 38/F TOWER 2, TIMES SQUARE, 1 MATHESON ROAD, CAUSEWAY BAY,	Non-Voting		

HONG KONG AT 16:00 HK TIME

CMMT

PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT AND CHANGE IN BLOCKING, MEETING TIME AND LOCATION. IF YOU HAVE ALREADY SENT IN YOUR-VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

NOBLE CORPORATION (DO NOT USE)

<b>Security</b>	H5833N103	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	NE	<b>Meeting Date</b>	11-Oct-2013
<b>ISIN</b>	CH0033347318	<b>Agenda</b>	933877295 - Management

Item	Proposal	Type	Vote	For/Against Management
01	APPROVAL OF THE MERGER AGREEMENT, A COPY OF WHICH IS ATTACHED TO THE ACCOMPANYING PROXY STATEMENT/PROSPECTUS AS ANNEX A.	Management	For	For

NOBLE CORPORATION (DO NOT USE)

<b>Security</b>	H5833N103	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	NE	<b>Meeting Date</b>	11-Oct-2013
<b>ISIN</b>	CH0033347318	<b>Agenda</b>	933881864 - Management

Item	Proposal	Type	Vote	For/Against Management
01	APPROVAL OF THE MERGER AGREEMENT, A COPY OF WHICH IS ATTACHED TO THE ACCOMPANYING PROXY STATEMENT/PROSPECTUS AS ANNEX A.	Management	For	For

MAXIM INTEGRATED PRODUCTS, INC.

<b>Security</b>	57772K101	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	MXIM	<b>Meeting Date</b>	13-Nov-2013
<b>ISIN</b>	US57772K1016	<b>Agenda</b>	933881802 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 TUNC DOLUCA		For	For
	2 B. KIPLING HAGOPIAN		For	For
	3 JAMES R. BERGMAN		For	For
	4 JOSEPH R. BRONSON		For	For
	5 ROBERT E. GRADY		For	For
	6 WILLIAM D. WATKINS		For	For
	7 A.R. FRANK WAZZAN		For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS MAXIM INTEGRATED S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 28, 2014.	Management	For	For

Edgar Filing: SOURCE CAPITAL INC /DE/ - Form N-PX

3.	TO RATIFY AND APPROVE AN AMENDMENT TO MAXIMIZE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE UNDER THE 2008 EMPLOYEE STOCK PURCHASE PLAN (THE PLAN ) TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 2,000,000 SHARES.	Management	For	For
4.	TO RATIFY AND APPROVE AN AMENDMENT TO MAXIMIZE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE UNDER THE 1996 STOCK INCENTIVE PLAN (THE PLAN ) TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 6,000,000 SHARES.	Management	For	For
5.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For

---

## SCANSOURCE, INC.

<b>Security</b>	806037107	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	SCSC	<b>Meeting Date</b>	05-Dec-2013
<b>ISIN</b>	US8060371072	<b>Agenda</b>	933888995 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MICHAEL L. BAUR		For	For
	2 STEVEN R. FISCHER		For	For
	3 MICHAEL J. GRAINGER		For	For
	4 JOHN P. REILLY		For	For
	5 CHARLES R. WHITCHURCH		Withheld	Against
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	APPROVAL OF THE SCANSOURCE, INC. 2013 LONG-TERM INCENTIVE PLAN.	Management	For	For

## COPART, INC.

<b>Security</b>	217204106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	CPRT	<b>Meeting Date</b>	16-Dec-2013
<b>ISIN</b>	US2172041061	<b>Agenda</b>	933899873 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIS J. JOHNSON		For	For
	2 A. JAYSON ADAIR		For	For
	3 MATT BLUNT		For	For
	4 STEVEN D. COHAN		For	For
	5 DANIEL J. ENGLANDER		For	For
	6 JAMES E. MEEKS		For	For
	7 VINCENT W. MITZ		For	For
	8 THOMAS N. TRYFOROS		For	For
2.	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2007 EQUITY INCENTIVE PLAN AND THE NUMBER OF SHARES RESERVED FOR ISSUANCE THEREUNDER.	Management	For	For
3.	TO APPROVE THE GRANT OF AN OPTION TO ACQUIRE 2,000,000 AND 1,500,000 SHARES OF OUR COMMON STOCK TO EACH OF A. JAYSON ADAIR, OUR CHIEF EXECUTIVE OFFICER, AND VINCENT W. MITZ, OUR PRESIDENT, RESPECTIVELY, AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT, SUCH GRANTS TO BE MADE IN LIEU OF ANY CASH SALARY OR BONUS ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For
4.	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION FOR THE YEAR ENDED JULY 31, 2013 (SAY ON PAY VOTE).	Management	For	For

5.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 31, 2014.	Management	For	For
----	--	------------	-----	-----

---



## VARIAN MEDICAL SYSTEMS, INC.

<b>Security</b>	92220P105	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	VAR	<b>Meeting Date</b>	20-Feb-2014
<b>ISIN</b>	US92220P1057	<b>Agenda</b>	933912900 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SUSAN L. BOSTROM		For	For
	2 REGINA E. DUGAN		For	For
	3 VENKATRAMAN THYAGARAJA		For	For
	4 DOW R. WILSON		For	For
2.	TO APPROVE THE COMPENSATION OF THE VARIAN MEDICAL SYSTEMS, INC. NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
3.	TO APPROVE THE VARIAN MEDICAL SYSTEMS, INC. MANAGEMENT INCENTIVE PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS VARIAN MEDICAL SYSTEMS, INC. S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
5.	TO APPROVE AN AMENDMENT TO THE VARIAN MEDICAL SYSTEMS, INC. CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS, IF THE ELIMINATION OF CUMULATIVE VOTING PURSUANT TO PROPOSAL 6 IS APPROVED.	Management	For	For
6.	TO APPROVE AN AMENDMENT TO THE VARIAN MEDICAL SYSTEMS, INC. CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING FOR DIRECTORS, IF THE ELIMINATION OF THE CLASSIFIED BOARD PURSUANT TO PROPOSAL 5 IS APPROVED.	Management	For	For

## NORDSON

<b>Security</b>	655663102	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	NDSN	<b>Meeting Date</b>	25-Feb-2014
<b>ISIN</b>	US6556631025	<b>Agenda</b>	933916441 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSEPH P. KEITHLEY		For	For
	2 MICHAEL J. MERRIMAN, JR		For	For
	3 MARY G. PUMA		For	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31, 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For

## CLARCOR INC.

<b>Security</b>	179895107	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	CLC	<b>Meeting Date</b>	25-Mar-2014
<b>ISIN</b>	US1798951075	<b>Agenda</b>	933926202 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MARK A. EMKES		For	For
	2 ROBERT H. JENKINS		For	For
	3 PHILIP R. LOCHNER, JR.		For	For
2.	SAY ON PAY - AN ADVISORY NON-BINDING VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
3.	APPROVAL OF THE 2014 CLARCOR INCENTIVE PLAN.	Management	For	For
4.	VOTE REGARDING THE SHAREHOLDER PROPOSAL RELATING TO SUSTAINABILITY REPORTING.	Shareholder	For	Against
5.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING NOVEMBER 29, 2014.	Management	For	For

**SIGNATURES**

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)

Source Capital, Inc.

By (Signature and Title)\*

/s/ J. Richard Atwood, Treasurer

Date

8/29/14

---

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