

EAGLE CAPITAL GROWTH FUND, INC.
Form N-PX
July 29, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act File Number: 811-05807

Eagle Capital Growth Fund, Inc.
(Exact name of registrant as specified in charter)

205 E. Wisconsin Ave.
Suite 120
Milwaukee, WI 53202
(Address of principal executive offices) (zip code)

Luke E. Sims, President
Eagle Capital Growth Fund, Inc.
205 E. Wisconsin Ave.
Suite 120

Milwaukee, WI 53202
(Name and address of agent for service)

Registrant's telephone number, including area code: (414) 765-1107

Date of fiscal year end: 12/31

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

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Abbott Laboratories Inc.
 Ticker: ABT
 Meeting Date: 04/29/2011
 Record Date: 03/02/2011

Security ID: 002824100
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------|---------|-----------|-------------|
| 1-01 | Elect Director R.J. Alpern | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director R.S. Austin | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director W.J. Farrell | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director H.L. Fuller | FOR | FOR | MANAGEMENT |
| 1-05 | Elect Director E.M. Liddy | FOR | FOR | MANAGEMENT |
| 1-06 | Elect Director P.N. Novakovic | FOR | FOR | MANAGEMENT |
| 1-07 | Elect Director W.A. Osborn | FOR | FOR | MANAGEMENT |
| 1-08 | Elect Director S.C. Scott | FOR | FOR | MANAGEMENT |
| 1-09 | Elect Director G.F. Tilton | FOR | FOR | MANAGEMENT |
| 1-10 | Elect Director M.D. White | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Say on pay | FOR | FOR | MANAGEMENT |
| 4 | Say on pay frequency | 1-year | 1-year | MANAGEMENT |
| 5 | Pharmaceutical pricing | AGAINST | AGAINST | SHAREHOLDER |

Alcon Inc.
 Ticker: ACL
 Meeting Date: 08/16/2010
 Record Date: 07/09/2010

Security ID: H01301102
 Meeting Type: Special

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------------|---------|-----------|------------|
| 1A | Replacement director—Enrico Vanni | FOR | AGAINST | MANAGEMENT |
| 1B | Replacement director—Norman Walker | FOR | AGAINST | MANAGEMENT |
| 1C | Replacement director—Paul Choffat | FOR | AGAINST | MANAGEMENT |
| 1D | Replacement director—URS Baerlocher | FOR | AGAINST | MANAGEMENT |
| 1E | Replacement director—Jacques Seydoux | FOR | AGAINST | MANAGEMENT |

Automatic Data Processing Inc.
 Ticker: ADP
 Meeting Date: 11/09/2010
 Record Date: 09/10/2010

Security ID: 53015103
 Meeting Type: Annua

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------|------------|
| 1-01 | Elect Director Gregory Brenneman | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Leslie Brun | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director Gary Butler | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director Leon Cooperman | FOR | FOR | MANAGEMENT |

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| | | | |
|---|-----|-----|------------|
| 1-05 Elect Director Eric Fast | FOR | FOR | MANAGEMENT |
| 1-06 Elect Director Linda Gooden | FOR | FOR | MANAGEMENT |
| 1-07 Elect Director Glenn Hubbard | FOR | FOR | MANAGEMENT |
| 1-08 Elect Director John Jones | FOR | FOR | MANAGEMENT |
| 1-09 Elect Director Sharon Rowlands | FOR | FOR | MANAGEMENT |
| 1-10 Elect Director Enrique Salem | FOR | FOR | MANAGEMENT |
| 1-11 Elect Director Gregory Summe | FOR | FOR | MANAGEMENT |
| 2 Amendment to employee stock purchase plan | FOR | FOR | MANAGEMENT |
| 3 Appointment of auditor | FOR | FOR | MANAGEMENT |

Baxter International Inc.

Ticker: BAX

Meeting Date: 05/03/2011

Record Date: 03/07/2011

Security ID: 071813109

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1A | Elect Director Wayne Hockmeyer | FOR | FOR | MANAGEMENT |
| 1B | Elect Director Robert Parkinson, Jr. | FOR | FOR | MANAGEMENT |
| 1C | Elect Director Thomas Stallkamp | FOR | FOR | MANAGEMENT |
| 1D | Elect Director Albert Stroucken | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote on executive compensation frequency | 3-year | 1-year | MANAGEMENT |
| 5 | Approval of employee stock purchase plan | FOR | FOR | MANAGEMENT |
| 6 | Approval of 2011 incentive plan | FOR | AGAINST | MANAGEMENT |
| 7 | Bylaw amendment | FOR | FOR | MANAGEMENT |

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Best Buy Co. Inc.

Ticker: BBY

Meeting Date: 06/21/2011

Record Date: 04/25/2011

Security ID: 086516101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1-01 | Elect Director Ronald James | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Sanjay Khosla | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director George Mikan III | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director Matthew Paull | FOR | FOR | MANAGEMENT |
| 1-05 | Elect Director Richard Schulze | FOR | FOR | MANAGEMENT |
| 1-06 | Elect Director Hatim A. Tyabji | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Approval of bylaw change | FOR | FOR | MANAGEMENT |
| 4 | Approval of amendments to incentive plan | FOR | AGAINST | MANAGEMENT |
| 5 | Approval of executive incentive plan | FOR | AGAINST | MANAGEMENT |
| 6 | Advisory vote on executive compensation | FOR | AGAINST | MANAGEMENT |
| 7 | Advisory vote on executive compensation frequency | 3-year | 1-year | MANAGEMENT |
| 8 | Declassification of board | AGAINST | FOR | SHAREHOLDER |

The Chubb Corporation

Ticker: CB

Meeting Date: 04/26/2011

Record Date: 03/04/2011

Security ID: 171232101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Director Zoe Baird | FOR | FOR | MANAGEMENT |
| 1b | Elect Director Sheila Burke | FOR | FOR | MANAGEMENT |
| 1c | Elect Director James Cash, Jr. | FOR | FOR | MANAGEMENT |
| 1d | Elect Director John Finnegan | FOR | FOR | MANAGEMENT |
| 1e | Elect Director Lawrence Kellner | FOR | FOR | MANAGEMENT |
| 1f | Elect Director Martin McGuinn | FOR | FOR | MANAGEMENT |
| 1g | Elect Director Lawrence Small | FOR | FOR | MANAGEMENT |
| 1h | Elect Director Jess Soderberg | FOR | FOR | MANAGEMENT |
| 1i | Elect Director Daniel Somers | FOR | FOR | MANAGEMENT |
| 1j | Elect Director James Zimmerman | FOR | FOR | MANAGEMENT |
| 1k | Elect Director Alfred Zollar | FOR | FOR | MANAGEMENT |
| 2 | To adopt the 2011 executive compensation plan | FOR | FOR | MANAGEMENT |
| 3 | To ratify independent auditor | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 5 | Advisory vote on executive compensation frequency | 3-years | 1-year | MANAGEMENT |

Claymore Dividend & Income Fund

Ticker: DCS

Security ID: 18385J105

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Meeting Date: 09/23/2010
Record Date: 08/23/2010

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------|------------|
| 1-01 | Elect Trustee Robert Karn | FOR | AGAINST | MANAGEMENT |
| 1-02 | Elect Trustee Ronald Toupin, Jr. | FOR | AGAINST | MANAGEMENT |

Colgate-Palmolive Company
Ticker: CL
Meeting Date: 05/06/2011
Record Date: 03/07/2011

Security ID: 194162103
Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1A | Elect Director John Cahill | FOR | FOR | MANAGEMENT |
| 1B | Elect Director Ian Cook | FOR | FOR | MANAGEMENT |
| 1C | Elect Director Helene Gayle | FOR | FOR | MANAGEMENT |
| 1D | Elect Director Ellen Hancock | FOR | FOR | MANAGEMENT |
| 1E | Elect Director Joseph Jimenez | FOR | FOR | MANAGEMENT |
| 1F | Elect Director Richard Kogan | FOR | FOR | MANAGEMENT |
| 1G | Elect Director Delano Lewis | FOR | FOR | MANAGEMENT |
| 1H | Elect Director J. Pedro Reinhard | FOR | FOR | MANAGEMENT |
| 1I | Elect Director Steven Sadove | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote on executive compensation frequency | 2-year | 1-year | MANAGEMENT |
| 5 | Special shareholder meetings | AGAINST | FOR | SHAREHOLDER |

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General Electric Co.

Ticker: GE

Meeting Date: 04/27/2011

Record Date: 02/28/2011

Security ID: 369604103

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|-------------|
| A1 | Election of Director W. Geoffrey Beattie | FOR | AGAINST | MANAGEMENT |
| A2 | Election of Director James Cash, Jr. | FOR | AGAINST | MANAGEMENT |
| A3 | Election of Director Ann Fudge | FOR | AGAINST | MANAGEMENT |
| A4 | Election of Director Susan Hockfield | FOR | AGAINST | MANAGEMENT |
| A5 | Election of Director Jeffrey Immelt | FOR | AGAINST | MANAGEMENT |
| A6 | Election of Director Andrea Jung | FOR | AGAINST | MANAGEMENT |
| A7 | Election of Director A.G. Lafley | FOR | FOR | MANAGEMENT |
| A8 | Election of Director Robert Lane | FOR | AGAINST | MANAGEMENT |
| A9 | Election of Director Ralph Larson | FOR | FOR | MANAGEMENT |
| A10 | Election of Director Rochelle Lazarus | FOR | AGAINST | MANAGEMENT |
| A11 | Election of Director James Mulva | FOR | AGAINST | MANAGEMENT |
| A12 | Election of Director Sam Nunn | FOR | AGAINST | MANAGEMENT |
| A13 | Election of Director Roger Penske | FOR | FOR | MANAGEMENT |
| A14 | Election of Director Robert Swieringa | FOR | AGAINST | MANAGEMENT |
| A15 | Election of Director James Tisch | FOR | AGAINST | MANAGEMENT |
| A16 | Election of Director Douglas Warner III | FOR | AGAINST | MANAGEMENT |
| B1 | Ratification of KPMG | FOR | FOR | MANAGEMENT |
| B2 | Advisory resolution on executive compensation | FOR | AGAINST | MANAGEMENT |
| B3 | Frequency of executive compensation vote | 1-year | 1-year | MANAGEMENT |
| C1 | Cumulative Voting | AGAINST | FOR | SHAREHOLDER |
| C2 | Future Stock Options | AGAINST | FOR | SHAREHOLDER |
| C3 | Withdraw stock options granted to executives | AGAINST | FOR | SHAREHOLDER |
| C4 | Climate Change Risk Disclosure | AGAINST | AGAINST | SHAREHOLDER |
| C5 | Transparency in animal research | AGAINST | AGAINST | SHAREHOLDER |

Graco Inc.

Ticker: GGG

Meeting Date: 04/21/2011

Record Date: 02/22/2011

Security ID: 384109104

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1-01 | Election of Director Patrick McHale | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Lee Mitau | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Marti Morfitt | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Executive compensation vote frequency | 1-year | 1-year | MANAGEMENT |
| 5 | Majority voting | AGAINST | AGAINST | SHAREHOLDER |

Hillenbrand Inc.

Ticker: HI

Meeting Date: 02/23/2011

Record Date: 12/15/2010

Security ID: 431571108

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1-01 | Election of Director Kenneth Camp | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Edward Cloues, II | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director W. August Hillenbrand | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Thomas Johnson | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Neil Novich | FOR | FOR | MANAGEMENT |
| 2 | Executive compensation vote | FOR | FOR | MANAGEMENT |
| 3 | Executive compensation vote frequency | 1-year | 1-year | MANAGEMENT |
| 4 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 5 | Other business | FOR | FOR | MANAGEMENT |

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The Home Depot, Inc.
 Ticker: HD
 Meeting Date: 06/02/2011
 Record Date: 04/04/2011

Security ID: 437076102
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Election of Director F. Wayne Ackerman | FOR | FOR | MANAGEMENT |
| 1b | Election of Director Francis Blake | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Ari Bousbib | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Gregory Brennehan | FOR | FOR | MANAGEMENT |
| 1e | Election of Director J. Frank Brown | FOR | FOR | MANAGEMENT |
| 1f | Election of Director Albert Carey | FOR | FOR | MANAGEMENT |
| 1g | Election of Director Armando Codina | FOR | FOR | MANAGEMENT |
| 1h | Election of Director Bonnie Hill | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Karen Katen | FOR | FOR | MANAGEMENT |
| 1j | Election of Director Ronald Sargent | FOR | FOR | MANAGEMENT |
| 2 | Ratification of KPMG | FOR | AGAINST | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | AGAINST | MANAGEMENT |
| 4 | Advisory vote on executive compensation frequency | 1-year | 1-year | MANAGEMENT |
| 5 | To implement shareholder ability consent | FOR | FOR | MANAGEMENT |
| 6 | Cumulative voting | AGAINST | FOR | SHAREHOLDER |
| 7 | Special shareholder meetings | AGAINST | AGAINST | SHAREHOLDER |
| 8 | Employee diversity report | AGAINST | AGAINST | SHAREHOLDER |
| 9 | Electioneering policies and contributions | AGAINST | AGAINST | SHAREHOLDER |

Johnson & Johnson
 Ticker: JNJ
 Meeting Date: 04/28/2011
 Record Date: 03/01/2011

Security ID: 369604103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1a | Election of Director Mary Sue Coleman | FOR | FOR | MANAGEMENT |
| 1b | Election of Director James Cullen | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Ian Davis | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Michael Johns | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Susan Lindquist | FOR | FOR | MANAGEMENT |
| 1f | Election of Director Anne Mulcahy | FOR | AGAINST | MANAGEMENT |
| 1g | Election of Director Leo Mullin | FOR | FOR | MANAGEMENT |
| 1h | Election of Director William Perez | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Charles Prince | FOR | AGAINST | MANAGEMENT |
| 1j | Election of Director David Satcher | FOR | FOR | MANAGEMENT |
| 1k | Election of Director William Weldon | FOR | AGAINST | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Executive officer compensation | FOR | FOR | MANAGEMENT |
| 4 | Executive officer compensation frequency | 1-year | 1-year | MANAGEMENT |
| 5 | Pharmaceutical price restraint | AGAINST | AGAINST | SHAREHOLDER |

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| | | |
|---|---|-----------------------------|
| 6 | Amendment to Equal Opportunity Policy | AGAINST AGAINST SHAREHOLDER |
| 7 | Adoption of non-animal methods for training | AGAINST AGAINST SHAREHOLDER |

Lowe's Companies, Inc.
 Ticker: LOW
 Meeting Date: 05/27/2011
 Record Date: 03/25/2011

Security ID: 548661107
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1-01 | Election of Director Raul Alvarez | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director David Bernauer | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Leonard Berry | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Peter Browning | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Dawn Hudson | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director Robert Johnson | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director Marshall Larsen | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Richard Lochridge | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Robert Niblock | FOR | FOR | MANAGEMENT |
| 1-10 | Election of Director Stephen Page | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Executive officer compensation | FOR | FOR | MANAGEMENT |
| 4 | Executive officer compensation frequency | 1-year | 1-year | MANAGEMENT |
| 5 | Approval of 2011 Annual Incentive Plan | FOR | FOR | MANAGEMENT |
| 6 | Executive severance agreements | AGAINST | AGAINST | SHAREHOLDER |
| 7 | Pay for sustainability goals | AGAINST | AGAINST | SHAREHOLDER |
| 8 | Report on political spending | AGAINST | AGAINST | SHAREHOLDER |

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Medtronic, Inc.

Ticker: MDT

Meeting Date: 08/25/2010

Record Date: 06/28/2010

Security ID: 585055106

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1-01 | Election of Director Richard Anderson | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director David Calhoun | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Victor Dzau | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director William Hawkins | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Shirley Jackson | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director James Lenehan | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director Denise O'Leary | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Kendall Powell | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Robert Pozen | FOR | FOR | MANAGEMENT |
| 1-10 | Election of Director Jean-Pierre Rosso | FOR | FOR | MANAGEMENT |
| 1-11 | Election of Director Jack Schuler | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

Paychex, Inc.

Ticker: PAYX

Meeting Date: 10/13/2010

Record Date: 08/16/2010

Security ID: 704326107

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1A | Election of Director B. Thomas Golisano | FOR | FOR | MANAGEMENT |
| 1B | Election of Director David Flaschen | FOR | FOR | MANAGEMENT |
| 1C | Election of Director Grant Inman | FOR | FOR | MANAGEMENT |
| 1D | Election of Director Pamela Joseph | FOR | FOR | MANAGEMENT |
| 1E | Election of Director Joseph Tucci | FOR | FOR | MANAGEMENT |
| 1F | Election of Director Joseph Velli | FOR | FOR | MANAGEMENT |
| 2 | Amendment to incentive plan | FOR | FOR | MANAGEMENT |
| 3 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

Pepsico, Inc.

Ticker: PEP

Meeting Date: 05/04/2011

Record Date: 03/04/2011

Security ID: 713448108

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------|---------|-----------|------------|
| 1a | Election of Director S.L. Brown | FOR | FOR | MANAGEMENT |
| 1b | Election of Director I.M. Cook | FOR | FOR | MANAGEMENT |
| 1c | Election of Director D. Dublon | FOR | FOR | MANAGEMENT |

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| | | | |
|--|---------|---------|-------------|
| 1d Election of Director V.J. Dzau | FOR | FOR | MANAGEMENT |
| 1e Election of Director R.L. Hunt | FOR | FOR | MANAGEMENT |
| 1f Election of Director A. Ibarguen | FOR | FOR | MANAGEMENT |
| 1g Election of Director A.C. Martinez | FOR | FOR | MANAGEMENT |
| 1h Election of Director I.K. Nooyi | FOR | FOR | MANAGEMENT |
| 1i Election of Director S.P. Rockefeller | FOR | FOR | MANAGEMENT |
| 1j Election of Director J.J. Schiro | FOR | FOR | MANAGEMENT |
| 1k Election of Director L.G. Trotter | FOR | FOR | MANAGEMENT |
| 1l Election of Director D. Vasella | FOR | FOR | MANAGEMENT |
| 2 Approval of executive compensation | FOR | FOR | MANAGEMENT |
| 3 Approval of executive compensation frequency | 3-year | 1-year | MANAGEMENT |
| 4 Approval of public accountants | FOR | FOR | MANAGEMENT |
| 5 Approval of amendment to bylaws | FOR | FOR | MANAGEMENT |
| 6 Special shareholder meetings | AGAINST | AGAINST | SHAREHOLDER |
| 7 Political contributions report | AGAINST | AGAINST | SHAREHOLDER |

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Pfizer, Inc.
 Ticker: PFE
 Meeting Date: 04/28/2011
 Record Date: 03/01/2011

Security ID: 717081103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Election of Director Dennis Ausiello | FOR | AGAINST | MANAGEMENT |
| 1b | Election of Director Michael Brown | FOR | AGAINST | MANAGEMENT |
| 1c | Election of Director Anthony Burns | FOR | AGAINST | MANAGEMENT |
| 1d | Election of Director Don Cornwell | FOR | AGAINST | MANAGEMENT |
| 1e | Election of Director Frances Fergusson | FOR | AGAINST | MANAGEMENT |
| 1f | Election of Director William Gray III | FOR | AGAINST | MANAGEMENT |
| 1g | Election of Director Constance Horner | FOR | AGAINST | MANAGEMENT |
| 1h | Election of Director James Kilts | FOR | FOR | MANAGEMENT |
| 1i | Election of Director George Lorch | FOR | AGAINST | MANAGEMENT |
| 1j | Election of Director John Mascotte | FOR | AGAINST | MANAGEMENT |
| 1k | Election of Director Suzanne Johnson | FOR | AGAINST | MANAGEMENT |
| 1l | Election of Director Ian Read | FOR | AGAINST | MANAGEMENT |
| 1m | Election of Director Stephen Singer | FOR | AGAINST | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote on executive compensation frequency | 2-years | 1-year | MANAGEMENT |
| 5 | Publication of political contributions | AGAINST | AGAINST | SHAREHOLDER |
| 6 | Public policy initiatives | AGAINST | AGAINST | SHAREHOLDER |
| 7 | Pharmaceutical price restraints | AGAINST | AGAINST | SHAREHOLDER |
| 8 | Action by written consent | AGAINST | AGAINST | SHAREHOLDER |
| 9 | Special shareholder meetings | AGAINST | AGAINST | SHAREHOLDER |
| 10 | Animal research | AGAINST | AGAINST | SHAREHOLDER |

The Procter & Gamble Company
 Ticker: PG
 Meeting Date: 10/12/2010
 Record Date: 08/13/2010

Security ID: 742718109
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Election of Director Angela Braly | FOR | FOR | MANAGEMENT |
| 1b | Election of Director Kenneth Chenault | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Scott Cook | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Rajat Gupta | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Robert McDonald | FOR | FOR | MANAGEMENT |
| 1f | Election of Director W. James McNerney, Jr. | FOR | FOR | MANAGEMENT |
| 1g | Election of Director Johnathan Rodgers | FOR | FOR | MANAGEMENT |
| 1h | Election of Director Mary Wilderotter | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Patricia Woertz | FOR | FOR | MANAGEMENT |
| 1j | Election of Director Ernesto Zedillo | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |

3 Cumulative voting

AGAINST AGAINST SHAREHOLDER

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Sigma-Aldrich Corporation

Ticker: SIAL

Meeting Date: 05/03/2011

Record Date: 03/04/2011

Security ID: 826552101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Election of Director Rebecca Bergman | FOR | FOR | MANAGEMENT |
| 1b | Election of Director George Church | FOR | FOR | MANAGEMENT |
| 1c | Election of Director David Harvey | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Lee McCollum | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Avi Nash | FOR | FOR | MANAGEMENT |
| 1f | Election of Director Steven Paul | FOR | FOR | MANAGEMENT |
| 1g | Election of Director J. Pedro Reinhard | FOR | FOR | MANAGEMENT |
| 1h | Election of Director Rakesh Sachdev | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Dean Spatz | FOR | FOR | MANAGEMENT |
| 1j | Election of Director Barrett Toan | FOR | FOR | MANAGEMENT |
| 2 | Approval of incentive plan | FOR | FOR | MANAGEMENT |
| 3 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 4 | Amend Article of Incorporation | FOR | FOR | MANAGEMENT |
| 5 | Amend Article of Incorporation | FOR | FOR | MANAGEMENT |
| 6 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 7 | Advisory vote on executive compensation frequency | 3-year | 3-year | MANAGEMENT |

Stryker Corporation

Ticker: SIAL

Meeting Date: 04/26/2011

Record Date: 03/01/2011

Security ID: 863667101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1-01 | Election of Director Howard Cox | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Srikant Datar | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Roch Doliveux | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Louise Francesconi | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Allan Golston | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director Howard Lance | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director Stephen MacMillan | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director William Parfet | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Ronda Stryker | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Approval of incentive plan | FOR | FOR | MANAGEMENT |
| 4 | Approval of incentive award plan | FOR | FOR | MANAGEMENT |
| 5 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 6 | Advisory vote on executive compensation frequency | 1-year | 1-year | MANAGEMENT |
| 7 | Shareholder proposal | AGAINST | AGAINST | SHAREHOLDER |

Sysco Corporation

Ticker: SY Y

Meeting Date: 11/12/2010

Record Date: 09/14/2010

Security ID: 871829107

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1A | Election of Director John Cassaday | FOR | FOR | MANAGEMENT |
| 1B | Election of Director Manuel Fernandez | FOR | FOR | MANAGEMENT |
| 1C | Election of Director Hans-Joachim Koerber | FOR | FOR | MANAGEMENT |
| 1D | Election of Director Jackie Ward | FOR | FOR | MANAGEMENT |
| 2 | Approval of amendment to stock purchase plan | FOR | FOR | MANAGEMENT |
| 3 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |

Waters Corporation
 Ticker: WAT
 Meeting Date: 05/10/2011
 Record Date: 03/16/2011

Security ID: 941848103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1-01 | Election of Director Joshua Bekenstein | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Michael Berendt | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Douglas Berthiaume | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Edward Conrad | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Laurie Glimcher | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director Christopher Kuebler | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director William Miller | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Joann Reed | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Thomas Salice | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote on executive compensation frequency | 3-year | 1-year | MANAGEMENT |

SIGNATURES

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

EAGLE CAPITAL GROWTH FUND, INC.

By: /s/ Luke E. Sims
Luke E. Sims, President

Date: July 28, 2011
