

LMP CAPITAL & INCOME FUND INC.
Form N-PX
August 17, 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: 811-21467

LMP Capital and Income Fund Inc.

(Exact name of registrant as specified in charter)

620 EIGHTH AVENUE, 49TH FLOOR, NEW YORK, NEW YORK 10018

(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.

100 First Stamford Place

Stamford, Connecticut 06902

(Name and address of agent for service)

Registrant's telephone number, including area code: 888-777-0102

Date of fiscal year end: December 31

Date of reporting period: July 1, 2010 - June 30, 2011

Item 1. Proxy Voting Record

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

ICA File Number: 811-21467
 Reporting Period: 07/01/2010 - 06/30/2011
 LMP Capital and Income Fund Inc.

===== LMP CAPITAL AND INCOME FUND INC. =====

3M COMPANY

Ticker: MMM Security ID: 88579Y101
 Meeting Date: MAY 10, 2011 Meeting Type: Annual
 Record Date: MAR 11, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Linda G. Alvarado | For | For | Management |
| 2 | Elect Director George W. Buckley | For | For | Management |
| 3 | Elect Director Vance D. Coffman | For | For | Management |
| 4 | Elect Director Michael L. Eskew | For | For | Management |
| 5 | Elect Director W. James Farrell | For | For | Management |
| 6 | Elect Director Herbert L. Henkel | For | For | Management |
| 7 | Elect Director Edward M. Liddy | For | For | Management |
| 8 | Elect Director Robert S. Morrison | For | For | Management |
| 9 | Elect Director Aulana L. Peters | For | For | Management |
| 10 | Elect Director Robert J. Ulrich | 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 | One Year | Management |
| 14 | Report on Political Contributions | Against | Against | Shareholder |

 ALEXANDER & BALDWIN, INC.

Ticker: ALEX Security ID: 014482103
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: FEB 16, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|----------|-----------|------------|
| 1.1 | Director W.B. Baird | For | For | Management |
| 1.2 | Director M.J. Chun | For | For | Management |
| 1.3 | Director W.A. Doane | For | For | Management |
| 1.4 | Director W.A. Dods, Jr. | For | For | Management |
| 1.5 | Director C.G. King | For | For | Management |
| 1.6 | Director S.M. Kuriyama | For | For | Management |
| 1.7 | Director C.H. Lau | For | For | Management |
| 1.8 | Director D.M. Pasquale | For | For | Management |
| 1.9 | Director J.N. Watanabe | For | For | Management |
| 2 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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| | | | | |
|---|--|-----|-----|------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

AMERICAN ELECTRIC POWER COMPANY, INC.

Ticker: AEP Security ID: 025537101
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: FEB 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director David J. Anderson | For | For | Management |
| 2 | Elect Director James F. Cordes | For | For | Management |
| 3 | Elect Director Ralph D. Crosby, Jr. | For | For | Management |
| 4 | Elect Director Linda A. Goodspeed | For | For | Management |
| 5 | Elect Director Thomas E. Hoaglin | For | For | Management |
| 6 | Elect Director Lester A. Hudson, Jr. | For | For | Management |
| 7 | Elect Director Michael G. Morris | For | For | Management |
| 8 | Elect Director Richard C. Notebaert | For | For | Management |
| 9 | Elect Director Lionel L. Nowell III | For | For | Management |
| 10 | Elect Director Richard L. Sandor | For | For | Management |
| 11 | Elect Director Kathryn D. Sullivan | For | For | Management |
| 12 | Elect Director Sara Martinez Tucker | For | For | Management |
| 13 | Elect Director John F. Turner | 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 | One Year | Management |

ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409
 Meeting Date: JUN 23, 2011 Meeting Type: Annual
 Record Date: MAR 30, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|-------------|-----------|------------|
| 1 | Elect Director Michael A. J. Farrell | For | For | Management |
| 2 | Elect Director Jonathan D. Green | For | For | Management |
| 3 | Elect Director John A. Lambiase | For | For | Management |
| 4 | Increase Authorized Capital Stock | 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 | One Year | Management |
| 7 | 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 |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|----|--|-------------|----------|-------------|
| 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 | One Year | Management |
| 17 | Report on Political Contributions | Against | Against | Shareholder |
| 18 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 19 | Provide Right to Act by Written Consent | Against | For | Shareholder |

AUTOMATIC DATA PROCESSING, INC.

Ticker: ADP Security ID: 053015103
 Meeting Date: NOV 09, 2010 Meeting Type: Annual
 Record Date: SEP 10, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Gregory D. Brenneman | For | For | Management |
| 1.2 | Elect Director Leslie A. Brun | For | For | Management |
| 1.3 | Elect Director Gary C. Butler | For | For | Management |
| 1.4 | Elect Director Leon G. Cooperman | For | For | Management |
| 1.5 | Elect Director Eric C. Fast | For | For | Management |
| 1.6 | Elect Director Linda R. Gooden | For | For | Management |
| 1.7 | Elect Director R. Glenn Hubbard | For | For | Management |
| 1.8 | Elect Director John P. Jones | For | For | Management |
| 1.9 | Elect Director Sharon T. Rowlands | For | For | Management |
| 1.10 | Elect Director Enrique T. Salem | For | For | Management |
| 1.11 | Elect Director Gregory L. Summe | For | For | Management |
| 2 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

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 |

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

CENTERPOINT ENERGY, INC.

Ticker: CNP Security ID: 15189T107
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director Donald R. Campbell | For | For | Management |
| 2 | Elect Director Milton Carroll | For | For | Management |
| 3 | Elect Director O. Holcombe Crosswell | For | For | Management |
| 4 | Elect Director Michael P. Johnson | For | For | Management |
| 5 | Elect Director Janiece M. Longoria | For | For | Management |
| 6 | Elect Director David M. McClanahan | For | For | Management |
| 7 | Elect Director Susan O. Rheney | For | For | Management |
| 8 | Elect Director R. A. Walker | For | For | Management |
| 9 | Elect Director Peter S. Wareing | For | For | Management |
| 10 | Elect Director Sherman M. Wolff | For | For | Management |
| 11 | Ratify The Appointment Of Deloitte & Touche Llp As Independentauditors For 2011. | 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 | One Year | Management |
| 14 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 15 | Amend Non-Employee Director Restricted Stock Plan | For | For | Management |

CHIMERA INVESTMENT CORPORATION

Ticker: CIM Security ID: 16934Q109
 Meeting Date: MAY 26, 2011 Meeting Type: Annual
 Record Date: MAR 30, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Paul Donlin | For | For | Management |
| 1.2 | Elect Director Mark Abrams | For | For | Management |
| 1.3 | Elect Director Gerard Creagh | For | For | Management |

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| | | | | |
|---|--|-------------|----------|------------|
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 4 | Ratify Auditors | For | For | Management |

DIAMOND OFFSHORE DRILLING, INC.

Ticker: DO Security ID: 25271C102
 Meeting Date: MAY 23, 2011 Meeting Type: Annual
 Record Date: MAR 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director James S. Tisch | For | Against | Management |
| 2 | Elect Director Lawrence R. Dickerson | For | For | Management |
| 3 | Elect Director John R. Bolton | For | For | Management |
| 4 | Elect Director Charles L. Fabrikant | For | For | Management |
| 5 | Elect Director Paul G. Gaffney II | For | For | Management |
| 6 | Elect Director Edward Grebow | For | For | Management |
| 7 | Elect Director Herbert C. Hofmann | For | Against | Management |
| 8 | Elect Director Andrew H. Tisch | For | Against | Management |
| 9 | Elect Director Raymond S. Troubh | 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 | One Year | Management |

DUKE ENERGY CORPORATION

Ticker: DUK Security ID: 26441C105
 Meeting Date: MAY 05, 2011 Meeting Type: Annual
 Record Date: MAR 10, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|----------|-----------|-------------|
| 1.1 | Elect Director William Barnet, III | For | For | Management |
| 1.2 | Elect Director G. Alex Bernhardt, Sr. | For | For | Management |
| 1.3 | Elect Director Michael G. Browning | For | For | Management |
| 1.4 | Elect Director Daniel R. DiMicco | For | For | Management |
| 1.5 | Elect Director John H. Forsgren | For | For | Management |
| 1.6 | Elect Director Ann Maynard Gray | For | For | Management |
| 1.7 | Elect Director James H. Hance, Jr. | For | For | Management |
| 1.8 | Elect Director E. James Reinsch | For | For | Management |
| 1.9 | Elect Director James T. Rhodes | For | For | Management |
| 1.10 | Elect Director James E. Rogers | For | For | Management |
| 1.11 | Elect Director Philip R. Sharp | 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 | One Year | Management |
| 5 | Report on Global Warming Lobbying Activities | Against | Against | Shareholder |
| 6 | Report on Financial Risks of Coal Reliance | Against | Against | Shareholder |
| 7 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

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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 | One Year | Management |
| 15 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 16 | Report on Genetically Engineered Seed | Against | Against | Shareholder |
| 17 | Report on Pay Disparity | Against | Against | Shareholder |

EXELON CORPORATION

Ticker: EXC Security ID: 30161N101
 Meeting Date: MAY 03, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director John A. Canning, Jr. | For | For | Management |
| 2 | Elect Director M. Walter D Alessio | For | For | Management |
| 3 | Elect Director Nicholas Debenedictis | For | For | Management |
| 4 | Elect Director Nelson A. Diaz | For | For | Management |
| 5 | Elect Director Sue L. Gin | For | For | Management |
| 6 | Elect Director Rosemarie B. Greco | For | For | Management |
| 7 | Elect Director Paul L. Joskow | For | For | Management |
| 8 | Elect Director Richard W. Mies | For | For | Management |
| 9 | Elect Director John M. Palms | For | For | Management |
| 10 | Elect Director William C. Richardson | For | For | Management |
| 11 | Elect Director Thomas J. Ridge | For | For | Management |
| 12 | Elect Director John W. Rogers, Jr. | For | For | Management |
| 13 | Elect Director John W. Rowe | For | For | Management |
| 14 | Elect Director Stephen D. Steinour | For | For | Management |
| 15 | Elect Director Don Thompson | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 18 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

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FIRST NIAGARA FINANCIAL GROUP, INC.

Ticker: FNFG Security ID: 33582V108
 Meeting Date: DEC 20, 2010 Meeting Type: Special
 Record Date: NOV 01, 2010

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

FIRST NIAGARA FINANCIAL GROUP, INC.

Ticker: FNFG Security ID: 33582V108
 Meeting Date: APR 26, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|------------|
| 1.1 | Elect Director Thomas E. Baker | For | For | Management |
| 1.2 | Elect Director G. Thomas Bowers | For | For | Management |
| 1.3 | Elect Director William H. Jones | For | For | Management |
| 1.4 | Elect Director Peter B. Robinson | For | For | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Rescind Fair Price Provision | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 6 | Ratify Auditors | For | For | Management |

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 | For | Management |
| 16 | Elect Director Douglas A. Warner III | For | For | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Advisory Vote to Ratify Named Executive | For | For | Management |

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|----|--|----------|----------|-------------|
| | Officers' Compensation | | | |
| 19 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 20 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 21 | Performance-Based Equity Awards | Against | Against | Shareholder |
| 22 | Withdraw Stock Options Granted to Executive Officers | Against | Against | Shareholder |
| 23 | Report on Climate Change Business Risk | Against | Against | Shareholder |
| 24 | Report on Animal Testing and Plans for Reduction | Against | Against | Shareholder |

GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: 37733W105
 Meeting Date: MAY 05, 2011 Meeting Type: Annual
 Record Date: MAR 08, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Remuneration Report | For | For | Management |
| 3 | Elect Simon Dingemans as Director | For | For | Management |
| 4 | Elect Stacey Cartwright as Director | For | For | Management |
| 5 | Elect Judy Lewent as Director | For | For | Management |
| 6 | Re-elect Sir Christopher Gent as Director | For | For | Management |
| 7 | Re-elect Andrew Witty as Director | For | For | Management |
| 8 | Re-elect Sir Roy Anderson as Director | For | For | Management |
| 9 | Re-elect Dr Stephanie Burns as Director | For | For | Management |
| 10 | Re-elect Larry Culp as Director | For | For | Management |
| 11 | Re-elect Sir Crispin Davis as Director | For | For | Management |
| 12 | Re-elect Sir Deryck Maughan as Director | For | For | Management |
| 13 | Re-elect James Murdoch as Director | For | For | Management |
| 14 | Re-elect Dr Daniel Podolsky as Director | For | For | Management |
| 15 | Re-elect Dr Moncef Slaoui as Director | For | For | Management |
| 16 | Re-elect Tom de Swaan as Director | For | For | Management |
| 17 | Re-elect Sir Robert Wilson as Director | For | For | Management |
| 18 | Reappoint PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 19 | Authorise Audit Committee to Fix Remuneration of Auditors | For | For | Management |
| 20 | Authorise EU Political Donations and Expenditure | For | For | Management |
| 21 | Authorise Issue of Equity with Pre-emptive Rights | For | For | Management |
| 22 | Authorise Issue of Equity without Pre-emptive Rights | For | For | Management |
| 23 | Authorise Market Purchase | For | For | Management |
| 24 | Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports | For | For | Management |
| 25 | Authorise the Company to Call EGM with Two Weeks' Notice | For | For | Management |

H. J. HEINZ COMPANY

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Ticker: HNZ Security ID: 423074103
 Meeting Date: AUG 31, 2010 Meeting Type: Annual
 Record Date: JUN 02, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director William R. Johnson | For | For | Management |
| 2 | Elect Director Charles E. Bunch | For | For | Management |
| 3 | Elect Director Leonard S. Coleman | For | For | Management |
| 4 | Elect Director John G. Drosdick | For | For | Management |
| 5 | Elect Director Edith E. Holiday | For | For | Management |
| 6 | Elect Director Candace Kendle | For | For | Management |
| 7 | Elect Director Dean R. O'Hare | For | For | Management |
| 8 | Elect Director Nelson Peltz | For | For | Management |
| 9 | Elect Director Dennis H. Reilley | For | For | Management |
| 10 | Elect Director Lynn C. Swann | For | For | Management |
| 11 | Elect Director Thomas J. Usher | For | For | Management |
| 12 | Elect Director Michael F. Weinstein | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Provide Right to Act by Written Consent | Against | Against | Shareholder |

HONEYWELL INTERNATIONAL INC.

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 | One Year | 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 | For | Shareholder |
| 17 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | 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 |

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|----|--|------|----------|------------|
| 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. Yeary | 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 | One Year | 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 | Against | Management |
| 14 | Advisory Vote on Say on Pay Frequency | One Year | One Year | 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 |

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 |

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| | | | | |
|----|--|----------|----------|------------|
| 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 | For | Management |
| 9 | Elect Director Ian C. Read | For | For | Management |
| 10 | Elect Director Linda Johnson Rice | For | For | Management |
| 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 | One Year | 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 | For | Management |
| 3 | Elect Director Peter B. Henry | For | For | Management |
| 4 | Elect Director Lois D. Juliber | For | For | Management |
| 5 | Elect Director Mark D. Ketchum | For | For | Management |
| 6 | Elect Director Richard A. Lerner | For | For | Management |
| 7 | Elect Director Mackey J. McDonald | For | For | Management |
| 8 | Elect Director John C. Pope | For | For | 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 | One Year | Management |
| 14 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |

LOCKHEED MARTIN CORPORATION

Ticker: LMT Security ID: 539830109
 Meeting Date: APR 28, 2011 Meeting Type: Annual
 Record Date: MAR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director Nolan D. Archibald | For | For | Management |
| 2 | Elect Director Rosalind G. Brewer | For | For | Management |
| 3 | Elect Director David B. Burritt | For | For | Management |
| 4 | Elect Director James O. Ellis, Jr. | For | For | Management |
| 5 | Elect Director Thomas J. Falk | For | For | Management |
| 6 | Elect Director Gwendolyn S. King | For | For | Management |
| 7 | Elect Director James M. Loy | For | For | Management |
| 8 | Elect Director Douglas H. McCorkindale | For | For | Management |

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| | | | | |
|----|--|----------|----------|-------------|
| 9 | Elect Director Joseph W. Ralston | For | For | Management |
| 10 | Elect Director Anne Stevens | For | For | Management |
| 11 | Elect Director Robert J. Stevens | 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 | One Year | Management |
| 16 | Provide Right to Act by Written Consent | Against | For | Shareholder |

MCDONALD'S CORPORATION

Ticker: MCD Security ID: 580135101
 Meeting Date: MAY 19, 2011 Meeting Type: Annual
 Record Date: MAR 22, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1 | Elect Director Susan E. Arnold | For | For | Management |
| 2 | Elect Director Richard H. Lenny | For | For | Management |
| 3 | Elect Director Cary D. McMillan | For | For | Management |
| 4 | Elect Director Sheila A. Penrose | For | For | Management |
| 5 | Elect Director James A. Skinner | For | For | Management |
| 6 | Ratify Auditors | 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 | One Year | Management |
| 9 | Reduce Supermajority Vote Requirement for Transactions With Interested Shareholders | For | For | Management |
| 10 | Reduce Supermajority Vote Requirement Relating to the Board of Directors | For | For | Management |
| 11 | Reduce Supermajority Vote Requirement for Shareholder Action | For | For | Management |
| 12 | Declassify the Board of Directors | Against | For | Shareholder |
| 13 | Require Suppliers to Adopt CAK | Against | Against | Shareholder |
| 14 | Report on Policy Responses to Children's Health Concerns and Fast Food | Against | Against | Shareholder |
| 15 | Report on Beverage Container Environmental Strategy | Against | Against | Shareholder |

MICROCHIP TECHNOLOGY INCORPORATED

Ticker: MCHP Security ID: 595017104
 Meeting Date: AUG 20, 2010 Meeting Type: Annual
 Record Date: JUN 21, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Steve Sanghi | For | For | Management |
| 1.2 | Elect Director Albert J. Hugo-Martinez | For | For | Management |
| 1.3 | Elect Director L.B. Day | For | For | Management |
| 1.4 | Elect Director Matthew W. Chapman | For | For | Management |
| 1.5 | Elect Director Wade F. Meyercord | For | For | Management |
| 2 | Ratify Auditors | For | For | 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 |

NEW YORK COMMUNITY BANCORP, INC.

Ticker: NYB Security ID: 649445103
 Meeting Date: JUN 02, 2011 Meeting Type: Annual
 Record Date: APR 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------------|-----------|------------|
| 1.1 | Elect Director Dominick Ciampa | For | For | Management |
| 1.2 | Elect Director W.c. Frederick | For | For | Management |
| 1.3 | Elect Director Max L. Kupferberg | For | For | Management |
| 1.4 | Elect Director Spiros J. Voutsinas | For | For | Management |
| 1.5 | Elect Director Robert Wann | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Executive Incentive Bonus Plan | For | For | Management |
| 4 | Amend Omnibus Stock Plan | 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 | One Year | 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 |
| 1.5 | Elect Director Kenneth B. Dunn | For | For | Management |
| 1.6 | Elect Director J. Brian Ferguson | For | For | Management |

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|------|--|----------|----------|------------|
| 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 | For | 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 | One Year | Management |

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107
 Meeting Date: OCT 13, 2010 Meeting Type: Annual
 Record Date: AUG 16, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director B. Thomas Golisano | For | For | Management |
| 2 | Elect Director David J. S. Flaschen | For | For | Management |
| 3 | Elect Director Grant M. Inman | For | For | Management |
| 4 | Elect Director Pamela A. Joseph | For | For | Management |
| 5 | Elect Director Joseph M. Tucci | For | For | Management |
| 6 | Elect Director Joseph M. Velli | For | For | Management |
| 7 | Amend Omnibus Stock Plan | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

PEOPLE'S UNITED FINANCIAL, INC.

Ticker: PBCT Security ID: 712704105
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 28, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director John P. Barnes | For | For | Management |
| 1.2 | Elect Director Collin P. Baron | For | For | Management |
| 1.3 | Elect Director Richard M. Hoyt | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Auditors | For | For | Management |

PEPSICO, INC.

Ticker: PEP Security ID: 713448108
 Meeting Date: MAY 04, 2011 Meeting Type: Annual
 Record Date: MAR 04, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------|---------|-----------|------------|
| 1 | Elect Director S.L. Brown | For | For | Management |
| 2 | Elect Director I.M. Cook | For | For | Management |

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|----|--|-------------|----------|-------------|
| 3 | Elect Director D. Dublon | For | For | Management |
| 4 | Elect Director V.J. Dzau | For | For | Management |
| 5 | Elect Director R.L. Hunt | For | For | Management |
| 6 | Elect Director A. Ibarquen | For | For | Management |
| 7 | Elect Director A.C. Martinez | For | For | Management |
| 8 | Elect Director I.K. Nooyi | For | For | Management |
| 9 | Elect Director S.P. Rockefeller | For | For | Management |
| 10 | Elect Director J.J. Schiro | For | For | Management |
| 11 | Elect Director L.G. Trotter | For | For | Management |
| 12 | Elect Director D. Vasella | 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 | One Year | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Adopt Majority Voting for Uncontested Election of Directors | For | For | Management |
| 17 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 18 | Report on Political Contributions | Against | Against | Shareholder |

PFIZER INC.

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 | One Year | 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 | For | Shareholder |
| 21 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 22 | Report on Animal Testing and Plans for Reduction | Against | Against | Shareholder |

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PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107
 Meeting Date: APR 21, 2011 Meeting Type: Annual
 Record Date: FEB 18, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|-------------|
| 1.1 | Elect Director Stephen F. Angel | For | For | Management |
| 1.2 | Elect Director Hugh Grant | For | For | Management |
| 1.3 | Elect Director Michele J. Hooper | For | For | Management |
| 1.4 | Elect Director Robert Mehrabian | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Amend 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 | One Year | Management |
| 6 | Ratify Auditors | For | For | Management |
| 7 | Report on Community Environmental Impact Disclosure Process | Against | Against | Shareholder |

REED ELSEVIER PLC

Ticker: REL Security ID: G74570121
 Meeting Date: APR 20, 2011 Meeting Type: Annual
 Record Date: APR 18, 2011

| # | 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 Final Dividend | For | For | Management |
| 4 | Reappoint Deloitte LLP as Auditors | For | For | Management |
| 5 | Authorise Board to Fix Remuneration of Auditors | For | For | Management |
| 6 | Elect Adrian Hennah as Director | For | For | Management |
| 7 | Re-elect Mark Armour as Director | For | For | Management |
| 8 | Re-elect Mark Elliott as Director | For | For | Management |
| 9 | Re-elect Erik Engstrom as Director | For | For | Management |
| 10 | Re-elect Anthony Habgood as Director | For | For | Management |
| 11 | Re-elect Lisa Hook as Director | For | For | Management |
| 12 | Re-elect Robert Polet as Director | For | For | Management |
| 13 | Re-elect David Reid as Director | For | For | Management |
| 14 | Re-elect Ben van der Veer as Director | For | For | Management |
| 15 | Authorise Issue of Equity with Pre-emptive Rights | For | For | Management |
| 16 | Authorise Issue of Equity without Pre-emptive Rights | For | For | Management |
| 17 | Authorise Market Purchase | For | For | Management |
| 18 | Authorise the Company to Call EGM with Two Weeks' Notice | For | For | Management |

SPECTRA ENERGY CORP

Ticker: SE Security ID: 847560109
 Meeting Date: APR 19, 2011 Meeting Type: Annual
 Record Date: FEB 18, 2011

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|-------------|-----------|-------------|
| 1.1 | Elect Director William T. Esrey | For | For | Management |
| 1.2 | Elect Director Gregory L. Ebel | For | For | Management |
| 1.3 | Elect Director Austin A. Adams | For | For | Management |
| 1.4 | Elect Director Paul M. Anderson | For | For | Management |
| 1.5 | Elect Director Pamela L. Carter | For | For | Management |
| 1.6 | Elect Director F. Anthony Comper | For | For | Management |
| 1.7 | Elect Director Peter B. Hamilton | For | For | Management |
| 1.8 | Elect Director Dennis R. Hendrix | For | For | Management |
| 1.9 | Elect Director Michael Mcshane | For | For | Management |
| 1.10 | Elect Director Joseph H. Netherland | For | For | Management |
| 1.11 | Elect Director Michael E.J. Phelps | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Amend Executive Incentive Bonus Plan | 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 | One Year | Management |
| 7 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

TARGA RESOURCES CORP.

Ticker: TRGP Security ID: 87612G101
 Meeting Date: MAY 25, 2011 Meeting Type: Annual
 Record Date: APR 01, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|------------|
| 1.1 | Elect Director Charles R. Crisp | For | For | Management |
| 1.2 | Elect Director James W. Whalen | 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 | One Year | Management |

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 | For | 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 |

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|----|--|----------|----------|-------------|
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Advisory Vote on Say on Pay Frequency | One Year | One Year | 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 | For | Shareholder |
| 17 | Prepare Employment Diversity Report | Against | For | Shareholder |
| 18 | Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote | Against | Against | Shareholder |

THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109
 Meeting Date: OCT 12, 2010 Meeting Type: Annual
 Record Date: AUG 13, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|-------------|
| 1 | Elect Director Angela F. Braly | For | For | Management |
| 2 | Elect Director Kenneth I. Chenault | For | For | Management |
| 3 | Elect Director Scott D. Cook | For | For | Management |
| 4 | Elect Director Rajat K. Gupta | For | For | Management |
| 5 | Elect Director Robert A. Mcdonald | For | For | Management |
| 6 | Elect Director W. James Mcnerney, Jr. | For | For | Management |
| 7 | Elect Director Johnathan A. Rodgers | For | For | Management |
| 8 | Elect Director Mary A. Wilderotter | For | For | Management |
| 9 | Elect Director Patricia A. Woertz | For | For | Management |
| 10 | Elect Director Ernesto Zedillo | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Provide for Cumulative Voting | 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 |
| 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 |

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|---|--|----------|----------|-------------|
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | 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 | One Year | Management |

THOMSON REUTERS CORPORATION

Ticker: TRI Security ID: 884903105
Meeting Date: MAY 03, 2011 Meeting Type: Annual
Record Date: MAR 15, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director David Thomson | For | For | Management |
| 1.2 | Elect Director W. Geoffrey Beattie | For | Withhold | Management |
| 1.3 | Elect Director Thomas H. Glocer | For | For | Management |
| 1.4 | Elect Director Manvinder S. Banga | For | For | Management |
| 1.5 | Elect Director Mary Cirillo | For | For | Management |
| 1.6 | Elect Director Steven A. Denning | For | For | Management |
| 1.7 | Elect Director Lawton W. Fitt | For | For | Management |
| 1.8 | Elect Director Roger L. Martin | For | For | Management |
| 1.9 | Elect Director Sir Deryck Maughan | For | For | Management |
| 1.10 | Elect Director Ken Olisa | For | For | Management |
| 1.11 | Elect Director Vance K. Opperman | For | For | Management |
| 1.12 | Elect Director John M. Thompson | For | For | Management |
| 1.13 | Elect Director Peter J. Thomson | For | For | Management |
| 1.14 | Elect Director John A. Tory | For | For | Management |
| 2 | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |
| 3 | Advisory Vote on Executive Compensation Approach | For | For | Management |

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TOTAL SA

Ticker: FP Security ID: 89151E109
 Meeting Date: MAY 13, 2011 Meeting Type: Annual/Special
 Record Date: APR 05, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Approve Financial Statements and Statutory Reports | For | For | Management |
| 2 | Accept Consolidated Financial Statements and Statutory Reports | For | For | Management |
| 3 | Approve Allocation of Income and Dividends of EUR 2.28 per Share | For | For | Management |
| 4 | Approve Auditors' Special Report on Related-Party Transactions | For | For | Management |
| 5 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 6 | Reelect Patricia Barbizet as Director | For | For | Management |
| 7 | Reelect Paul Desmarais Jr. as Director | For | For | Management |
| 8 | Reelect Claude Mandil as Director | For | For | Management |
| 9 | Elect Marie-Christine Coisne as Director | For | For | Management |
| 10 | Elect Barbara Kux as Director | For | For | Management |
| 11 | Authorize up to 0.8 Percent of Issued Capital for Use in Restricted Stock Plan | For | For | Management |
| A | Amend Article 9 of Bylaws Re: Share Ownership Disclosure Threshold Publication | Against | Against | Shareholder |

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 | One Year | Management |
| 16 | Disclose Prior Government Service | Against | Against | Shareholder |
| 17 | Performance-Based Equity Awards | Against | Against | Shareholder |

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| | | | | |
|----|--|---------|---------|-------------|
| 18 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 19 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

WASTE MANAGEMENT, INC.

Ticker: WM Security ID: 94106L109
 Meeting Date: MAY 13, 2011 Meeting Type: Annual
 Record Date: MAR 16, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1 | Elect Director Pastora San Juan Cafferty | For | For | Management |
| 2 | Elect Director Frank M. Clark, Jr. | For | For | Management |
| 3 | Elect Director Patrick W. Gross | For | For | Management |
| 4 | Elect Director John C. Pope | For | For | Management |
| 5 | Elect Director W. Robert Reum | For | For | Management |
| 6 | Elect Director Steven G. Rothmeier | For | For | Management |
| 7 | Elect Director David P. Steiner | For | For | Management |
| 8 | Elect Director Thomas H. Weidemeyer | For | For | Management |
| 9 | Ratify Auditors | 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 | One Year | Management |
| 12 | Provide Right to Call Special Meeting | For | For | Management |

WINDSTREAM CORP.

Ticker: WIN Security ID: 97381W104
 Meeting Date: MAY 04, 2011 Meeting Type: Annual
 Record Date: MAR 15, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1 | Elect Director Carol B. Armitage | For | For | Management |
| 2 | Elect Director Samuel E. Beall, III | For | For | Management |
| 3 | Elect Director Dennis E. Foster | For | For | Management |
| 4 | Elect Director Francis X. Frantz | For | For | Management |
| 5 | Elect Director Jeffery R. Gardner | For | For | Management |
| 6 | Elect Director Jeffrey T. Hinson | For | For | Management |
| 7 | Elect Director Judy K. Jones | For | For | Management |
| 8 | Elect Director William A. Montgomery | For | For | Management |
| 9 | Elect Director Alan L. Wells | 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 | One Year | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 14 | Report on Political Contributions | Against | Against | Shareholder |

XILINX, INC.

Ticker: XLNX Security ID: 983919101

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Meeting Date: AUG 11, 2010 Meeting Type: Annual

Record Date: JUN 14, 2010

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Philip T. Gianos | For | For | Management |
| 2 | Elect Director Moshe N. Gavrielov | For | For | Management |
| 3 | Elect Director John L. Doyle | For | For | Management |
| 4 | Elect Director Jerald G. Fishman | For | For | Management |
| 5 | Elect Director William G. Howard, Jr. | For | For | Management |
| 6 | Elect Director J. Michael Patterson | For | For | Management |
| 7 | Elect Director Albert A. Pimentel | For | For | Management |
| 8 | Elect Director Marshall C. Turner | For | For | Management |
| 9 | Elect Director Elizabeth W. Vanderslice | For | For | Management |
| 10 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 11 | Amend Omnibus Stock Plan | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |

===== END NPX REPORT

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.

LMP Capital and Income Fund Inc.

By:

/s/ R. Jay Gerken

R. Jay Gerken

Chairman, President and Chief Executive Officer

Date: August 17, 2011