

Cleveland Ralph
Form 4
January 05, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Cleveland Ralph

(Last) (First) (Middle)

TEN PEACHTREE PLACE

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AGL RESOURCES INC [ATG]

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	12/31/2008		F	172 D \$ 30.33	1,454.304 ⁽¹⁾	D	
Common Stock					1,359.0417 ⁽²⁾	I	by 401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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Director Craig D. Schnuck For For Mgmt 6 Ratify Auditors For For Mgmt 7 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 8 Require Independent Board Chairman Against Against ShrHoldr 04/16/08 - A The Coca-Cola Company *KO* 191216100 02/22/08 184,000 1 Elect Director Herbert A. Allen For For Mgmt 2 Elect Director Ronald W. Allen For For Mgmt 3 Elect Director Cathleen P. Black For For Mgmt 4 Elect Director Barry Diller For Against Mgmt 5 Elect Director Alexis M. Herman For For Mgmt 6 Elect Director E. Neville Isdell For For Mgmt 7 Elect Director Muhtar Kent For For Mgmt 8 Elect Director Donald R. Keough For For Mgmt 9 Elect Director Donald F. McHenry For For Mgmt 10 Elect Director Sam Nunn For For Mgmt 11 Elect Director James D. Robinson III For For Mgmt 12 Elect Director Peter V. Ueberroth For For Mgmt 13 Elect Director Jacob Wallenberg For For Mgmt 14 Elect Director James B. Williams For For Mgmt 15 Ratify Auditors For For Mgmt 16 Approve Stock Option Plan For For Mgmt 17 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 18 Require Independent Board Chairman Against For ShrHoldr 19 Amend Bylaws to Establish a Board Committee Against Against ShrHoldr on Human Rights 04/17/08 - A BP plc 055622104 02/15/08 50,000 Meeting for ADR Holders 1 TO RECEIVE FINANCIAL STATEMENTS AND For For Mgmt STATUTORY REPORTS. 2 TO APPROVE THE DIRECTORS' REMUNERATION For Abstain Mgmt REPORT. 3 Elect Directors For For Mgmt 4 REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND For For Mgmt AUTHORISE BOARD TO FIX THEIR REMUNERATION. Page 5 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 5 ADOPT NEW ARTICLES OF ASSOCIATION. For For Mgmt 6 SPECIAL RESOLUTION TO GIVE LIMITED For For Mgmt AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY. 7 SPECIAL RESOLUTION TO GIVE LIMITED For For Mgmt AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT. 8 SPECIAL RESOLUTION TO GIVE AUTHORITY TO For For Mgmt ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS. 04/17/08 - A PPG Industries, Inc. *PPG* 693506107 02/22/08 83,740 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 04/17/08 - A Texas Instruments, Inc. *TXN* 882508104 02/19/08 84,400 1 Elect Director James R. Adams For For Mgmt 2 Elect Director David L. Boren For For Mgmt 3 Elect Director Daniel A. Carp For For Mgmt 4 Elect Director Carrie S. Cox For For Mgmt 5 Elect Director David R. Goode For For Mgmt 6 Elect Director Pamela H. Patsley For For Mgmt 7 Elect Director Wayne R. Sanders For For Mgmt 8 Elect Director Ruth J. Simmons For For Mgmt 9 Elect Director Richard K. Templeton For For Mgmt 10 Elect Director Christine Todd Whitman For For Mgmt 11 Ratify Auditors For For Mgmt 12 Require Director Nominee Qualifications Against Against ShrHoldr 04/21/08 - S Annaly Capital Management Inc. *NLY* 035710409 03/17/08 230,000 1 Increase Authorized Common Stock For For Mgmt 04/21/08 - A Eli Lilly and Co. *LLY* 532457108 02/15/08 100,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Declassify the Board of Directors For For Mgmt 4 Require a Majority Vote for the Election of For For Mgmt Directors 5 Amend Omnibus Stock Plan For For Mgmt 6 Report on Animal Testing Policies Against Against ShrHoldr 7 Amend Vote Requirements to Amend Against For ShrHoldr Articles/Bylaws/Charter 8 Reduce Supermajority Vote Requirement Against For ShrHoldr 9 Political Contributions Against Against ShrHoldr Page 6 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

04/22/08 - A Carnival Corp. *CCL* 143658300 02/22/08 100,000 This is a global meeting for ballots received via the Broadridge North American ballot distribution system 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 TO AUTHORIZE THE AUDIT COMMITTEE OF For For Mgmt CARNIVAL PLC TO AGREE TO THE REMUNERATION OF THE INDEPENDENT AUDITORS. 4 TO RECEIVE THE ACCOUNTS AND REPORTS FOR For For Mgmt CARNIVAL PLC FOR THE FINANCIAL YEAR ENDED NOVEMBER 30, 2007. 5 TO APPROVE THE DIRECTORS REMUNERATION For For Mgmt REPORT OF CARNIVAL PLC. 6 TO APPROVE THE ISSUANCE BY CARNIVAL PLC OF For For Mgmt EQUITY OR EQUITY-LINKED SECURITIES WITH PREEMPTIVE RIGHTS. Special Resolutions 7 TO APPROVE THE DIS-APPLICATION OF For For Mgmt PRE-EMPTION RIGHTS FOR CARNIVAL PLC. 8 TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL For For Mgmt PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET. 04/22/08 - A PNC Financial Services Group, Inc. 693475105 02/29/08 100,000 *PNC* 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 04/23/08 - A Bank of America Corp. *BAC* 060505104 02/27/08 192,500 1 Elect Director

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William Barnet, III For For Mgmt 2 Elect Director Frank P. Bramble, Sr. For For Mgmt 3 Elect Director John T. Collins For For Mgmt 4 Elect Director Gary L. Countryman For For Mgmt 5 Elect Director Tommy R. Franks For For Mgmt 6 Elect Director Charles K. Gifford For For Mgmt 7 Elect Director Kenneth D. Lewis For For Mgmt Page 7 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 8 Elect Director
Monica C. Lozano For For Mgmt 9 Elect Director Walter E. Massey For For Mgmt 10 Elect Director Thomas J. May For For Mgmt 11 Elect Director Patricia E. Mitchell For For Mgmt 12 Elect Director Thomas M. Ryan For For Mgmt 13 Elect Director O. Temple Sloan, Jr. For For Mgmt 14 Elect Director Meredith R. Spangler For For Mgmt 15 Elect Director Robert L. Tillman For For Mgmt 16 Elect Director Jackie M. Ward For For Mgmt 17 Ratify Auditors For For Mgmt 18 Limit/Prohibit Executive Stock-Based Awards Against Against ShrHoldr 19 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 20 Limit Executive Compensation Against Against ShrHoldr 21 Provide for Cumulative Voting Against For ShrHoldr 22 Require Independent Board Chairman Against For ShrHoldr 23 Amend Articles/Bylaws/Charter -- Call Against For ShrHoldr Special Meetings 24 Report on the Equator Principles Against Against ShrHoldr 25 Amend Bylaws to Establish a Board Committee Against Against ShrHoldr on Human Rights 04/23/08 - A General Electric Co. *GE* 369604103 02/25/08 250,000 1 Elect Director James I. Cash, Jr. For For Mgmt 2 Elect Director William M. Castell For For Mgmt 3 Elect Director Ann M. Fudge For For Mgmt 4 Elect Director Claudio X. Gonzalez For Against Mgmt 5 Elect Director Susan Hockfield For For Mgmt 6 Elect Director Jeffrey R. Immelt For For Mgmt 7 Elect Director Andrea Jung For For Mgmt 8 Elect Director Alan G. Lafley For For Mgmt 9 Elect Director Robert W. Lane For For Mgmt 10 Elect Director Ralph S. Larsen For For Mgmt 11 Elect Director Rochelle B. Lazarus For For Mgmt 12 Elect Director James J. Mulva For For Mgmt 13 Elect Director Sam Nunn For For Mgmt 14 Elect Director Roger S. Penske For For Mgmt 15 Elect Director Robert J. Swieringa For For Mgmt 16 Elect Director Douglas A. Warner III For For Mgmt 17 Ratify Auditors For For Mgmt 18 Provide for Cumulative Voting Against For ShrHoldr 19 Require Independent Board Chairman Against For ShrHoldr 20 Claw-back of Payments under Restatements Against Against ShrHoldr 21 Adopt Policy on Overboarded Directors Against For ShrHoldr 22 Report on Charitable Contributions Against Against ShrHoldr 23 Report on Global Warming Against Against ShrHoldr 24 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation Page 8 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 04/24/08 - A Pfizer Inc. *PFE* 717081103 02/28/08 373,100 1 Elect Director Dennis A. Ausiello For For Mgmt 2 Elect Director Michael S. Brown For For Mgmt 3 Elect Director M. Anthony Burns For For Mgmt 4 Elect Director Robert N. Burt For For Mgmt 5 Elect Director W. Don Cornwell For For Mgmt 6 Elect Director William H. Gray, III For For Mgmt 7 Elect Director Constance J. Horner For For Mgmt 8 Elect Director William R. Howell For For Mgmt 9 Elect Director James M. Kilts For For Mgmt 10 Elect Director Jeffrey B. Kindler For For Mgmt 11 Elect Director George A. Lorch For For Mgmt 12 Elect Director Dana G. Mead For For Mgmt 13 Elect Director Suzanne Nora Johnson For For Mgmt 14 Elect Director William C. Steere, Jr. For For Mgmt 15 Ratify Auditors For For Mgmt 16 Prohibit Executive Stock-Based Awards Against Against ShrHoldr 17 Require Independent Board Chairman Against For ShrHoldr 04/25/08 - A Abbott Laboratories *ABT* 002824100 02/26/08 100,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Amend Human Rights Policy to Address Access Against Against ShrHoldr to Medicines 4 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 04/25/08 - A AT&T Inc *T* 00206R102 02/27/08 239,700 1 Elect Director Randall L. Stephenson For For Mgmt 2 Elect Director William F. Aldinger III For For Mgmt 3 Elect Director Gilbert F. Amelio For For Mgmt 4 Elect Director Reuben V. Anderson For For Mgmt 5 Elect Director James H. Blanchard For For Mgmt 6 Elect Director August A. Busch III For For Mgmt 7 Elect Director James P. Kelly For For Mgmt 8 Elect Director Jon C. Madonna For For Mgmt 9 Elect Director Lynn M. Martin For For Mgmt 10 Elect Director John B. McCoy For For Mgmt 11 Elect Director Mary S. Metz For For Mgmt 12 Elect Director Joyce M. Roche For For Mgmt 13 Elect Director Laura D' Andrea Tyson For For Mgmt 14 Elect Director Patricia P. Upton For For Mgmt 15 Ratify Auditors For For Mgmt 16 Report on Political Contributions Against For ShrHoldr 17 Exclude Pension Credits from Earnings Against For ShrHoldr Performance Measure 18 Require Independent Lead Director Against For ShrHoldr 19 Establish SERP Policy Against For ShrHoldr 20 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation Page 9 Vote

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Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 04/25/08 - A Pearson
plc 705015105 03/19/08 100,000 Meeting for ADR Holders 1 Accept Financial Statements and Statutory For For
Mgmt Reports 2 Approve Final Dividend of 20.5 Pence Per For For Mgmt Ordinary Share 3 Re-elect Terry Burns as
Director For For Mgmt 4 Re-elect Ken Hydon as Director For For Mgmt 5 Re-elect Glen Moreno as Director For For
Mgmt 6 Re-elect Marjorie Scardino as Director For For Mgmt 7 Approve Remuneration Report For For Mgmt 8
Reappoint PricewaterhouseCoopers LLP as For For Mgmt Auditors of the Company 9 Authorise Board to Fix
Remuneration of For For Mgmt Auditors 10 Subject to the Passing of Resolution 11, For For Mgmt Authorise Issue of
Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of GBP 67,360,000 11
Approve Increase in Authorised Ordinary For For Mgmt Share Capital from GBP 298,500,000 to GBP 299,500,000
12 Subject to the Passing of Resolution 10, For For Mgmt Authorise Issue of Equity or Equity-Linked Securities
without Pre-emptive Rights up to Aggregate Nominal Amount of GBP 10,080,000 13 Authorise 80,000,000 Ordinary
Shares for For For Mgmt Market Purchase 14 Adopt New Articles of Association For For Mgmt 15 Approve Annual
Bonus Share Matching Plan For For Mgmt 04/29/08 - A International Business Machines Corp. 459200101 02/29/08
57,900 *IBM* 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Restore or Provide for Cumulative
Voting Against For ShrHoldr 4 Review Executive Compensation Against For ShrHoldr 5 Amend Bylaws to Establish
a Board Committee Against Against ShrHoldr on Human Rights 6 Amend Bylaw -- Call Special Meetings Against
For ShrHoldr 7 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation Page 10
Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt
Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 04/29/08 - A Wells
Fargo and Company *WFC* 949746101 02/29/08 210,000 1 Elect Director John S. Chen For For Mgmt 2 Elect
Director Lloyd H. Dean For For Mgmt 3 Elect Director Susan E. Engel For For Mgmt 4 Elect Director Enrique
Hernandez, Jr. For For Mgmt 5 Elect Director Robert L. Joss For For Mgmt 6 Elect Director Richard M. Kovacevich
For For Mgmt 7 Elect Director Richard D. McCormick For For Mgmt 8 Elect Director Cynthia H. Milligan For
Against Mgmt 9 Elect Director Nicholas G. Moore For For Mgmt 10 Elect Director Philip J. Quigley For Against
Mgmt 11 Elect Director Donald B. Rice For Against Mgmt 12 Elect Director Judith M. Runstad For For Mgmt 13
Elect Director Stephen W. Sanger For For Mgmt 14 Elect Director John G. Stumpf For For Mgmt 15 Elect Director
Susan G. Swenson For For Mgmt 16 Elect Director Michael W. Wright For Against Mgmt 17 Ratify Auditors For For
Mgmt 18 Amend Executive Incentive Bonus Plan For For Mgmt 19 Amend Omnibus Stock Plan For For Mgmt 20
Require Independent Board Chairman Against For ShrHoldr 21 Advisory Vote to Ratify Named Executive Against
For ShrHoldr Officers' Compensation 22 Pay For Superior Performance Against For ShrHoldr 23 Report on Human
Rights Investment Policies Against Against ShrHoldr 24 Adopt EEO Policy Without Reference to Against Against
ShrHoldr Sexual Orientation 25 Report on Racial and Ethnic Disparities in Against Against ShrHoldr Loan Pricing
05/01/08 - A CapitalSource, Inc *CSE* 14055X102 03/10/08 252,500 1 Elect Directors For For Mgmt 2 Ratify
Auditors For For Mgmt 3 Increase Authorized Common Stock For For Mgmt 4 Amend Omnibus Stock Plan For
Against Mgmt 05/01/08 - A Valero Energy Corp. *VLO* 91913Y100 03/03/08 54,800 1 Elect Directors For For
Mgmt 2 Ratify Auditors For For Mgmt 3 Share buyback holding period Against Against ShrHoldr 4 Advisory Vote to
Ratify Named Executive Against For ShrHoldr Officers' Compensation 5 Report on Political Contributions Against
For ShrHoldr Page 11 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund
Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/01/08 - A Verizon
Communications *VZ* 92343V104 03/03/08 221,620 1 Elect Director Richard L. Carrion For For Mgmt 2 Elect
Director M. Frances Keeth For For Mgmt 3 Elect Director Robert W. Lane For For Mgmt 4 Elect Director Sandra O.
Moose For For Mgmt 5 Elect Director Joseph Neubauer For For Mgmt 6 Elect Director Donald T. Nicolaisen For For
Mgmt 7 Elect Director Thomas H. O'Brien For For Mgmt 8 Elect Director Clarence Otis, Jr. For For Mgmt 9 Elect
Director Hugh B. Price For For Mgmt 10 Elect Director Ivan G. Seidenberg For For Mgmt 11 Elect Director John W.
Snow For For Mgmt 12 Elect Director John R. Stafford For For Mgmt 13 Ratify Auditors For For Mgmt 14 Prohibit
Executive Stock-Based Awards Against Against ShrHoldr 15 Amend EEO Policy to Prohibit Discrimination Against
Against ShrHoldr based on Gender Identity 16 Require Independent Board Chairman Against Against ShrHoldr

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05/02/08 - A Occidental Petroleum Corp. *OXY* 674599105 03/12/08 85,000 1 Elect Director Spencer Abraham For Against Mgmt 2 Elect Director Ronald W. Burkle For For Mgmt 3 Elect Director John S. Chalsty For Against Mgmt 4 Elect Director Edward P. Djerejian For For Mgmt 5 Elect Director John E. Feick For For Mgmt 6 Elect Director Ray R. Irani For For Mgmt 7 Elect Director Irvin W. Maloney For Against Mgmt 8 Elect Director Avedick B. Poladian For For Mgmt 9 Elect Director Rodolfo Segovia For Against Mgmt 10 Elect Director Aziz D. Syriani For For Mgmt 11 Elect Director Rosemary Tomich For Against Mgmt 12 Elect Director Walter L. Weisman For For Mgmt 13 Ratify Auditors For For Mgmt 14 Publish a Scientific Global Warming Report Against Against ShrHoldr 15 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 16 Disclose Information on Compensation Against For ShrHoldr Consultant 17 Pay For Superior Performance Against For ShrHoldr 18 Amend Articles/Bylaws/Charter -- Call Against Against ShrHoldr Special Meetings 05/06/08 - A Bristol-Myers Squibb Co. *BMY* 110122108 03/10/08 110,000 1 Elect Director Lewis B. Campbell For For Mgmt 2 Elect Director James M. Cornelius For For Mgmt 3 Elect Director Louis J. Freeh For For Mgmt 4 Elect Director Laurie H. Glimcher For For Mgmt 5 Elect Director Michael Grobstein For For Mgmt 6 Elect Director Leif Johansson For For Mgmt 7 Elect Director Alan J. Lacey For For Mgmt 8 Elect Director Vicki L. Sato For For Mgmt 9 Elect Director Togo D. West, Jr. For For Mgmt 10 Elect Director R. Sanders Williams For For Mgmt 11 Ratify Auditors For For Mgmt 12 Increase Disclosure of Executive Against Against ShrHoldr Compensation Page 12 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/06/08 - A Consolidated Communications Holdings, 209034107 03/19/08 249,600 Inc. *CNSL* 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 05/06/08 - A Reynolds American Inc *RAI* 761713106 03/10/08 90,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Adopt Human Rights Protocol For the Company Against For ShrHoldr and its Suppliers 4 Adopt Principles for Health Care Reform Against Against ShrHoldr 5 Implement the "Two Cigarette" Marketing Against Against ShrHoldr Approach 05/07/08 - A PepsiCo, Inc. *PEP* 713448108 03/07/08 126,025 1 Elect Director I.M. Cook For For Mgmt 2 Elect Director D. Dublon For For Mgmt 3 Elect Director V.J. Dzau For For Mgmt 4 Elect Director R.L. Hunt For For Mgmt 5 Elect Director A. Ibarguen For For Mgmt 6 Elect Director A.C. Martinez For For Mgmt 7 Elect Director I.K. Nooyi For For Mgmt 8 Elect Director S.P. Rockefeller For For Mgmt 9 Elect Director J.J. Schiro For For Mgmt 10 Elect Director L.G. Trotter For For Mgmt 11 Elect Director D.Vasella For For Mgmt 12 Elect Director M.D. White For For Mgmt 13 Ratify Auditors For For Mgmt 14 Report on Recycling Against Against ShrHoldr 15 Report on Genetically Engineered Products Against Against ShrHoldr 16 Report on Human Rights Policies Relating to Against Against ShrHoldr Water Use 17 Report on Global Warming Against Against ShrHoldr 18 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation Page 13 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/07/08 - A Regal Entertainment Group *RGC* 758766109 03/12/08 135,600 1 Elect Directors Mgmt 1.1 Elect Director Stephen A. Kaplan For Withhold 1.2 Elect Director Jack Tyrrell For For 1.3 Elect Director Nestor R. Weigand, Jr. For For 2 Approve Executive Incentive Bonus Plan For For Mgmt 3 Ratify Auditors For For Mgmt 05/12/08 - A Pitney Bowes Inc. *PBI* 724479100 03/18/08 100,000 1 Elect Director Rodney C. Adkins For For Mgmt 2 Elect Director Michael J. Critelli For For Mgmt 3 Elect Director Murray D. Martin For For Mgmt 4 Elect Director Michael I. Roth For For Mgmt 5 Elect Director Robert E. Weissman For For Mgmt 6 Ratify Auditors For For Mgmt 05/13/08 - A Arthur J. Gallagher & Co. *AJG* 363576109 03/17/08 40,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Reduce Supermajority Vote Requirement For For Mgmt 4 Declassify the Board of Directors For For Mgmt 5 Approve Director Liability For For Mgmt 6 Amend Certificate of Incorporation For For Mgmt 05/13/08 - A Entercom Communications Corp. *ETM* 293639100 03/14/08 407,500 1 Elect Directors For For Mgmt 2 Amend Omnibus Stock Plan For Against Mgmt 3 Approve Executive Incentive Bonus Plan For For Mgmt 4 Ratify Auditors For For Mgmt 05/13/08 - A Packaging Corporation of America *PKG* 695156109 03/17/08 110,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt Page 14 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/14/08 - A American International Group, Inc. 026874107 03/28/08 110,000 *AIG* 1 Elect Director Stephen F. Bollenbach For For Mgmt

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2 Elect Director Martin S. Feldstein For For Mgmt 3 Elect Director Ellen V. Futter For For Mgmt 4 Elect Director Richard C. Holbrooke For For Mgmt 5 Elect Director Fred H. Langhammer For For Mgmt 6 Elect Director George L. Miles, Jr. For For Mgmt 7 Elect Director Morris W. Offit For For Mgmt 8 Elect Director James F. Orr, III For For Mgmt 9 Elect Director Virginia M. Rometty For For Mgmt 10 Elect Director Martin J. Sullivan For For Mgmt 11 Elect Director Michael H. Sutton For For Mgmt 12 Elect Director Edmund S.W. Tse For For Mgmt 13 Elect Director Robert B. Willumstad For For Mgmt 14 Ratify Auditors For For Mgmt 15 Report on Human Rights Policies Relating to Against For ShrHoldr Water Use 16 Report on Political Contributions Against For ShrHoldr 05/14/08 - A ConocoPhillips *COP* 20825C104 03/17/08 50,000 1 Elect Director Harold W. McGraw III For For Mgmt 2 Elect Director James J. Mulva For For Mgmt 3 Elect Director Bobby S. Shackouls For For Mgmt 4 Declassify the Board of Directors For For Mgmt 5 Ratify Auditors For For Mgmt 6 Require Director Nominee Qualifications Against Against ShrHoldr 7 Report on Indigenous Peoples Rights Policies Against Against ShrHoldr 8 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 9 Report on Political Contributions Against For ShrHoldr 10 Adopt Greenhouse Gas Emissions Goals for Against For ShrHoldr Products and Operations 11 Report on Community Environmental Impacts Against Against ShrHoldr of Operations 12 Report on Environmental Damage from Against For ShrHoldr Drilling in the National Petroleum Reserve 13 Report on Environmental Impact of Oil Sands Against For ShrHoldr Operations in Canada 14 Report on Global Warming Against Against ShrHoldr 05/14/08 - A EL Paso Corp *EP* 28336L109 03/17/08 307,900 1 Elect Director Juan Carlos Braniff For For Mgmt 2 Elect Director James L. Dunlap For For Mgmt 3 Elect Director Douglas L. Foshee For For Mgmt 4 Elect Director Robert W. Goldman For For Mgmt 5 Elect Director Anthony W. Hall, Jr. For For Mgmt 6 Elect Director Thomas R. Hix For For Mgmt 7 Elect Director William H. Joyce For For Mgmt 8 Elect Director Ronald L. Kuehn, Jr. For For Mgmt 9 Elect Director Ferrell P. McClean For For Mgmt 10 Elect Director Steven J. Shapiro For For Mgmt 11 Elect Director J. Michael Talbert For For Mgmt 12 Elect Director Robert F. Vagt For For Mgmt 13 Elect Director John L. Whitmire For For Mgmt 14 Elect Director Joe B. Wyatt For For Mgmt 15 Ratify Auditors For For Mgmt Page 15 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/15/08 - A AIRCASTLE LTD *AYR* G0129K104 03/24/08 230,000 This is a duplicate meeting for ballots received via the Broadridge North American Ballot distribution system. 1 Elect Directors For For Mgmt 2 APPOINT ERNST & YOUNG LLP AS THE COMPANY'S For For Mgmt INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE COMPANY'S FINANCIAL STATEMENTS FOR FISCAL YEAR 2008 AND AUTHORIZE THE DIRECTORS OF AIRCASTLE LIMITED, ACTING BY THE AUDIT COMMITTEE. 05/15/08 - A Citizens Communications Co. *CZN* 17453B101 03/19/08 200,000 1 Elect Directors For For Mgmt 2 Change Company Name For For Mgmt 3 Replace Enumerated Purposes Clause For For Mgmt 4 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 5 Ratify Auditors For For Mgmt 05/15/08 - A The Dow Chemical Company *DOW* 260543103 03/17/08 100,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Report on Potential Links Between Company Against Against ShrHoldr Products and Asthma 4 Report on Environmental Remediation in Against For ShrHoldr Midland Area 5 Report on Genetically Engineered Seed Against Against ShrHoldr 6 Pay For Superior Performance Against For ShrHoldr 05/20/08 - A Annaly Capital Management Inc. *NLY* 035710409 03/27/08 230,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt Page 16 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/20/08 - A JPMorgan Chase & Co. *JPM* 46625H100 03/21/08 270,000 1 Elect Director Crandall C. Bowles For For Mgmt 2 Elect Director Stephen B. Burke For For Mgmt 3 Elect Director David M. Cote For For Mgmt 4 Elect Director James S. Crown For For Mgmt 5 Elect Director James Dimon For For Mgmt 6 Elect Director Ellen V. Futter For For Mgmt 7 Elect Director William H. Gray, III For For Mgmt 8 Elect Director Laban P. Jackson, Jr. For For Mgmt 9 Elect Director Robert I. Lipp For For Mgmt 10 Elect Director David C. Novak For For Mgmt 11 Elect Director Lee R. Raymond For For Mgmt 12 Elect Director William C. Weldon For For Mgmt 13 Ratify Auditors For For Mgmt 14 Amend Omnibus Stock Plan For Against Mgmt 15 Amend Executive Incentive Bonus Plan For For Mgmt 16 Report on Government Service of Employees Against Against ShrHoldr 17 Report on Political Contributions Against For ShrHoldr 18 Require Independent Board Chairman Against Against ShrHoldr 19 Advisory Vote to Ratify Named

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Executive Against For ShrHoldr Officers' Compensation 20 Require More Director Nominations Than Open Against
Against ShrHoldr Seats 21 Report on Human Rights Investment Policies Against Against ShrHoldr 22 Report on
Lobbying Activities Against Against ShrHoldr 05/21/08 - A Intel Corp. *INTC* 458140100 03/24/08 284,800 1 Elect
Director Craig R. Barrett For For Mgmt 2 Elect Director Charlene Barshefsky For For Mgmt 3 Elect Director Carol A.
Bartz For For Mgmt 4 Elect Director Susan L. Decker For For Mgmt 5 Elect Director Reed E. Hundt For For Mgmt 6
Elect Director Paul S. Otellini For For Mgmt 7 Elect Director James D. Plummer For For Mgmt 8 Elect Director
David S. Pottruck For For Mgmt 9 Elect Director Jane E. Shaw For For Mgmt 10 Elect Director John L. Thornton For
For Mgmt 11 Elect Director David B. Yoffie For For Mgmt 12 Ratify Auditors For For Mgmt 13 Amend Bylaws to
Establish a Board Committee Against Against ShrHoldr on Sustainability 05/21/08 - A MFA Mortgage Investments
Inc *MFA* 55272X102 03/25/08 260,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt Page 17
Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt
Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/21/08 - A The
Hartford Financial Services Group, 416515104 03/24/08 60,000 Inc. *HIG* 1 Elect Director Ramani Ayer For For
Mgmt 2 Elect Director Ramon de Oliveira For For Mgmt 3 Elect Director Trevor Fetter For For Mgmt 4 Elect
Director Edward J. Kelly, III For For Mgmt 5 Elect Director Paul G. Kirk, Jr. For For Mgmt 6 Elect Director Thomas
M. Marra For For Mgmt 7 Elect Director Gail J. McGovern For For Mgmt 8 Elect Director Michael G. Morris For For
Mgmt 9 Elect Director Charles B. Strauss For For Mgmt 10 Elect Director H. Patrick Swygert For For Mgmt 11
Ratify Auditors For For Mgmt 05/22/08 - A EAGLE BULK SHIPPING INC *EGLE* Y2187A101 03/26/08 100,375
This is a duplicate meeting for ballots received via the Broadridge North American ballot distribution system 1 Elect
Directors For For Mgmt 2 THE BOARD HAS SELECTED THE FIRM OF ERNST & For For Mgmt YOUNG LLP
AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE
FINANCIAL STATEMENTS OF EAGLE BULK SHIPPING INC. FOR THE FISCAL YEAR ENDING
DECEMBER 31, 2008. 05/22/08 - A GATEHOUSE MEDIA INC *GHS* 367348109 03/24/08 300,000 1 Elect
Directors For For Mgmt 2 Ratify Auditors For For Mgmt 05/22/08 - A McDonald's Corp. *MCD* 580135101
03/24/08 115,000 1 Elect Director Ralph Alvarez For For Mgmt 2 Elect Director Susan E. Arnold For For Mgmt 3
Elect Director Richard H. Lenny For For Mgmt 4 Elect Director Cary D. McMillan For For Mgmt 5 Elect Director
Sheila A. Penrose For For Mgmt 6 Elect Director James A. Skinner For For Mgmt 7 Ratify Auditors For For Mgmt
05/22/08 - A Target Corporation *TGT* 87612E106 03/24/08 101,000 1 Elect Director Roxanne S. Austin For For
Mgmt 2 Elect Director James A. Johnson For For Mgmt 4 Elect Director Derica W. Rice For For Mgmt 5 Ratify
Auditors For For Mgmt Page 18 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity
Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt
Voted -----

05/27/08 - A Macquarie Infrastructure Co LLC *MIC* 55608B105 04/07/08 50,000 1.1 Elect Director Norman H.
Brown, Jr. For For Mgmt 1.2 Elect Director George W. Carmany, III For For Mgmt 1.3 Elect Director William H.
Webb For For Mgmt 2 Ratify Auditors For For Mgmt 05/27/08 - A Och-Ziff Capital Management Group LLC
67551U105 04/11/08 72,800 *OZM* 1 Elect Directors For Split Mgmt 1.1 Elect Director Allan S. Bufferd --- For 1.2
Elect Director Joel Frank --- Withhold 2 Ratify Auditors For For Mgmt 05/28/08 - A Altria Group, Inc. *MO*
02209S103 04/04/08 113,435 1 Elect Director Elizabeth E. Bailey For For Mgmt 2 Elect Director Gerald L. Baliles
For For Mgmt 3 Elect Director Dinyar S. Devitre For For Mgmt 4 Elect Director Thomas F. Farrell II For For Mgmt 5
Elect Director Robert E. R. Huntley For For Mgmt 6 Elect Director Thomas W. Jones For For Mgmt 7 Elect Director
George Mu oz For For Mgmt 8 Elect Director Michael E. Szymanczyk For For Mgmt 9 Ratify Auditors For For
Mgmt 10 Advisory Vote to Ratify Named Executive Against For ShrHoldr Officers' Compensation 11 Provide for
Cumulative Voting Against For ShrHoldr 12 Adopt the Marketing and Advertising Against Against ShrHoldr
Provisions of the U.S. Master Settlement Agreement Globally 13 Cease Advertising Campaigns Oriented to Against
Against ShrHoldr Prevent Youth Smoking 14 Implement the "Two Cigarette" Marketing Against Against ShrHoldr
Approach 15 Adopt Principles for Health Care Reform Against Against ShrHoldr 05/28/08 - A Chevron Corporation
CVX 166764100 03/31/08 97,800 1 Elect Director S. H. Armacost For For Mgmt 2 Elect Director L. F. Deily For
For Mgmt 3 Elect Director R. E. Denham For For Mgmt 4 Elect Director R. J. Eaton For For Mgmt 5 Elect Director
S. Ginn For For Mgmt 6 Elect Director F. G. Jenifer For For Mgmt 7 Elect Director J. L. Jones For For Mgmt 8 Elect
Director S. Nunn For For Mgmt 9 Elect Director D. J. O'Reilly For For Mgmt 10 Elect Director D. B. Rice For For

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Mgmt 11 Elect Director P. J. Robertson For For Mgmt 12 Elect Director K. W. Sharer For For Mgmt 13 Elect Director C. R. Shoemate For For Mgmt 14 Elect Director R. D. Sugar For For Mgmt 15 Elect Director C. Ware For For Mgmt 16 Ratify Auditors For For Mgmt 17 Increase Authorized Common Stock For For Mgmt 18 Require Independent Board Chairman Against Against ShrHolder 19 Adopt Human Rights Policy Against For ShrHolder 20 Report on Environmental Impact of Oil Sands Against For ShrHolder Operations in Canada 21 Adopt Quantitative GHG Goals for Products Against Against ShrHolder and Operations 22 Adopt Guidelines for Country Selection Against For ShrHolder 23 Report on Market Specific Environmental Laws Against Against ShrHolder Page 19 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/28/08 - A Exxon Mobil Corp. *XOM* 30231G102 04/04/08 100,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Amend Bylaws to Prohibit Precatory Proposals Against Against ShrHolder 4 Require Director Nominee Qualifications Against Against ShrHolder 5 Require Independent Board Chairman Against For ShrHolder 6 Approve Distribution Policy Against Against ShrHolder 7 Advisory Vote to Ratify Named Executive Against For ShrHolder Officers' Compensation 8 Compare CEO Compensation to Company's Against Against ShrHolder Lowest Paid U.S. Workers 9 Claw-back of Payments under Restatements Against Against ShrHolder 10 Review Anti-discrimination Policy on Against Against ShrHolder Corporate Sponsorships and Executive Perks 11 Report on Political Contributions Against For ShrHolder 12 Amend EEO Policy to Prohibit Discrimination Against For ShrHolder based on Sexual Orientation and Gender Identity 13 Report on Community Environmental Impacts Against Against ShrHolder of Operations 14 Report on Potential Environmental Damage Against Against ShrHolder from Drilling in the Arctic National Wildlife Refuge 15 Adopt Greenhouse Gas Emissions Goals for Against For ShrHolder Products and Operations 16 Report on Carbon Dioxide Emissions Against Against ShrHolder Information at Gas Stations 17 Report on Climate Change Impacts on Against Against ShrHolder Emerging Countries 18 Report on Energy Technologies Development Against Against ShrHolder 19 Adopt Policy to Increase Renewable Against For ShrHolder Energy Page 20 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 05/28/08 - A iStar Financial Inc. *SFI* 45031U101 04/02/08 121,410 1 Elect Directors For For Mgmt 2 Amend Deferred Compensation Plan For For Mgmt 3 Ratify Auditors For For Mgmt 05/28/08 - A Southern Company *SO* 842587107 03/31/08 110,000 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Adopt Majority Voting and Eliminate For For Mgmt Cumulative Voting for Uncontested Election of Directors 4 Eliminate Cumulative Voting For For Mgmt 5 Adopt Quantitative GHG Goals From Against Against ShrHolder Operations 06/05/08 - A Brookdale Senior Living Inc. *BKD* 112463104 04/14/08 100,000 1 Elect Directors Mgmt 1.1 Elect Director Wesley R. Edens For Withhold 1.2 Elect Director Frank M. Bumstead For For 2 Ratify Auditors For For Mgmt 3 Approve Qualified Employee Stock Purchase For Against Mgmt Plan 06/09/08 - A Alaska Communications Systems Group, 01167P101 04/21/08 300,000 Inc. *ALSK* 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 06/11/08 - A Caterpillar Inc. *CAT* 149123101 04/14/08 67,600 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Declassify the Board of Directors Against For ShrHolder 4 Require a Majority Vote for the Election Against For ShrHolder of Directors 5 Report on Foreign Military Sales Against Against ShrHolder 06/18/08 - A Fairpoint Communications, Inc *FRP* 305560104 04/25/08 204,179 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Approve Omnibus Stock Plan For For Mgmt 4 Approve Executive Incentive Bonus Plan For For Mgmt Page 21 Vote Summary Report Jul 01, 2007 - Jun 30, 2008 First Trust Enhanced Equity Income Fund Mtg Company/ Mgmt Vote Record Shares Date/Type Ballot Issues Security Rec Cast Date Prpnt Voted -----

----- 06/19/08 - A eBay Inc. *EBAY* 278642103 04/21/08 145,700 1 Elect Director Fred D. Anderson For For Mgmt 2 Elect Director Edward W. Barnholt For For Mgmt 3 Elect Director Scott D. Cook For For Mgmt 4 Elect Director John J. Donahoe For For Mgmt 5 Approve Omnibus Stock Plan For For Mgmt 6 Ratify Auditors For For Mgmt 06/25/08 - A Best Buy Co., Inc. *BBY* 086516101 04/28/08 90,500 1 Elect Directors For For Mgmt 2 Ratify Auditors For For Mgmt 3 Approve Qualified Employee Stock For For Mgmt Purchase Plan 4 Amend By-laws for Majority Voting For Against Mgmt Standard Page 22 SIGNATURES [See General Instruction F] Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. (Registrant) FIRST

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TRUST ENHANCED EQUITY INCOME FUND ----- By (Signature and Title)* /s/
James A. Bowen ----- James A. Bowen, President Date August 29, 2008 -----

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