

TORTOISE PIPELINE & ENERGY FUND, INC.
Form N-PX
August 28, 2015

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 811-22585

Tortoise Pipeline & Energy Fund, Inc.
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211
(Address of Principal Executive Offices) (Zip code)

Terry C. Matlack
Diane Bono
11550 Ash Street, Suite 300, Leawood, KS 66211
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: July 1, 2014 - June 30, 2015

Item 1. Proxy Voting Record

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Kinder Morgan Management, LLC | 11/20/2014 | 49455U100 | KMR | To approve the KMR Merger Agreement | For | For | Issuer |
| | | | | To approve the KMR Adjournment Proposal | For | For | Issuer |
| | | | | To approve the KMP Merger Agreement | For | For | Issuer |
| | | | | To approve the KMP Adjournment Proposal | For | For | Issuer |
| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
| Energy Transfer Partners, L.P. | 11/20/2014 | 29273R109 | ETP | Approval of the Second Amended and Restated Energy Transfer Partners, L.P. 2008 Long-Term Incentive Plan (as it has been amended from time to time, the "LTIP"), which, among other things, provides for an increase in the maximum number of common units reserved and available for delivery with respect to awards under the LTIP to 10,000,000 common units (The "LTIP Proposal") | For | For | Issuer |
| | | | | Approval of the adjournment of the special meeting to a later date or dates, if necessary or appropriate, to solicit additional proxies in the event there are not sufficient votes at the time of the special meeting to approve the LTIP Proposal | For | For | Issuer |
| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
| Kinder Morgan, Inc. | 11/20/2014 | 49456B101 | KMI | To approve an amendment of the Certificate of Incorporation of KMI to increase the number | For | For | Issuer |

of authorized shares of Class P common stock, par value \$0.01 per share, of KMI from 2,000,000,000 to 4,000,000,000.

To approve the issuance of shares of KMI common stock in the proposed KMP, KMR and EPB Mergers For For Issuer

To approve the adjournment of the special meeting, if necessary to solicit additional proxies if there are not sufficient votes to adopt the foregoing proposals at the time of the special meeting For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Whiting Petroleum Corporation | 12/3/2014 | 966387102 | WLL | To approve the issuance of Whiting common stock, par value \$0.001 per share, pursuant to the Arrangement Agreement, dated as of July 13, 2014, by and among Whiting, 1007695 B.C. LTD. and Kodiak Oil & Gas Corp., as the same may be amended from time to time (the "Share Issuance Proposal") | For | For | Issuer |
| | | | | To approve any motion to adjourn the Whiting special meeting, if necessary or appropriate, to solicit additional proxies (the "Whiting Adjournment Proposal") | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Kodiak Oil & Gas Corp. | 12/3/2014 | 50015Q100 | KOG | To approve a special resolution in respect of the continuance of Kodiak from the jurisdiction of the Yukon Territory to the jurisdiction of the Province of British Columbia | For | For | Issuer |
| | | | | To approve a special resolution in respect of the arrangement | For | For | Issuer |

To approve, on a non-binding, advisory basis, the compensation that may be paid or become payable to Kodiak's named executive officers in connection with the arrangement

For For Issuer

To approve any motion to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies

For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------|----------------------|-----------|--------|---|------|------------------------------------|-----------------|
| Williams Partners, L.P. | Consent Solicitation | 96950F104 | WPZ | To approve and adopt the agreement and plan of Merger, dated as of October 24, 2014 (the "Merger Agreement"), by and among Access Midstream Partners, L.P., Access Midstream Partners GP, L.L.C., VHMS, LLC ("Merger Sub"), Williams Partners, and Williams Partners GP LLC (the "WPZ General Partner") | For | N/A - No Management Recommendation | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------------|--------------|-----------|--------|--------------------------------------|------|------------------------|-----------------|
| Oiltanking Partners, L.P. | 2/13/2015 | 678049107 | OILT | The approval of the merger agreement | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Targa Resources Corporation | 2/20/2015 | 87612G101 | TRGP | To consider and vote upon a proposal to approve the issuance of shares of common stock of Targa Resources Corp. ("TRC") in connection with the merger contemplated by the Agreement and Plan of Merger, dated as of October 13, 2014 by and among TRC, Trident GP Merger Sub LLC, Atlas Energy, L.P. and Atlas Energy GP, LLC (the "ATLS Merger Agreement"), which we refer to as the "TRC stock issuance proposal" | For | For | Issuer |

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To approve one or more adjournments of the special meeting if necessary or appropriate to solicit additional proxies if there are not sufficient votes to approve the TRC Stock Issuance Proposal

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Magellan Midstream Partners, L.P. | 4/23/2015 | 559080106 | MMP | Election of the following nominees: Robert G. Croyle Stacy P. Methvin Barry R. Pearl | For | For | Issuer |
| | | | | Advisory resolution to approve executive compensation | For | For | Issuer |
| | | | | Ratification of appointment of independent auditor | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Cabot Oil & Gas Corporation | 4/23/2015 | 127097103 | COG | Election of Director: Rhys J. Best | For | For | Issuer |
| | | | | Election of Director: Dan O. Dinges | For | For | Issuer |
| | | | | Election of Director: James R. Gibbs | For | For | Issuer |
| | | | | Election of Director: Robert L. Keiser | For | For | Issuer |
| | | | | Election of Director: Robert Kelley | For | For | Issuer |
| | | | | Election of Director: W. Matt Ralls | For | For | Issuer |
| | | | | To ratify the appointment of the firm PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for its 2015 fiscal year | For | For | Issuer |
| | | | | | For | For | Issuer |

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To approve, by non-binding advisory vote, the compensation of the Company's named executive officers

To consider a shareholder proposal to provide a report on the company's political contributions Against For Shareholder

To consider a shareholder proposal to adopt a "proxy access" bylaw Against For Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---|--------------|-----------|--------|--|------|------------------------|-----------------|
| Centerpoint Energy, Inc. | 4/23/2015 | 15189T107 | CNP | Election of Director: Milton Carroll | For | For | Issuer |
| | | | | Election of Director: Michael P. Johnson | For | For | Issuer |
| | | | | Election of Director: Janiece M. Longoria | For | For | Issuer |
| | | | | Election of Director: Scott J. McLean | For | For | Issuer |
| | | | | Election of Director: Theodore F. Pound | For | For | Issuer |
| | | | | Election of Director: Scott M. Prochazka | For | For | Issuer |
| | | | | Election of Director: Susan O. Rheney | For | For | Issuer |
| | | | | Election of Director: Phillip R. Smith | For | For | Issuer |
| | | | | Election of Director: Peter S. Wareing | For | For | Issuer |
| | | | | Ratify the appointment of Deloitte & Touche LLP as independent auditors for 2015 | For | For | Issuer |
| Approve the advisory resolution on executive compensation | For | For | Issuer | | | | |
| | | | | For | For | Issuer | |

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Reapproval of the material terms of performance goals under the 2009 Long-term Incentive Plan

Reapproval of the material terms of performance goals under the Short-term Incentive Plan For For Issuer

Shareholder proposal regarding the preparation of an annual report on lobbying Against For Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Spectra Energy Corp | 4/28/2015 | 847560109 | SE | Election of Director: Gregory L. Ebel | For | For | Issuer |
| | | | | Election of Director: F. Anthony Comper | For | For | Issuer |
| | | | | Election of Director: Austin A. Adams | For | For | Issuer |
| | | | | Election of Director: Joseph Alvarado | For | For | Issuer |
| | | | | Election of Director: Pamela L. Carter | For | For | Issuer |
| | | | | Election of Director: Clarence P. Cazalot Jr. | For | For | Issuer |
| | | | | Election of Director: Peter B. Hamilton | For | For | Issuer |
| | | | | Election of Director: Miranda C. Hubbs | For | For | Issuer |
| | | | | Election of Director: Michael McShane | For | For | Issuer |
| | | | | Election of Director: Michael G. Morris | For | For | Issuer |
| | | | | Election of Director: Michael E. J. Phelps | For | For | Issuer |
| | | | | Ratification of the appointment of Deloitte & Touche LLP as | For | For | Issuer |

Spectra Energy Corp's independent registered public accounting firm for fiscal year 2015

| | | | |
|---|---------|-----|-------------|
| An advisory resolution to approve executive compensation | For | For | Issuer |
| Shareholder proposal concerning disclosure of political contributions | Against | For | Shareholder |
| Shareholder proposal concerning disclosure of lobbying activities | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Regency Energy Partners, L.P. | 4/28/2015 | 75885Y107 | RGP | To consider and vote on a proposal to adopt the Agreement and Plan of Merger, dated as of January 25, 2015, as amended by Amendment No. 1 thereto, dated as of February 18, 2015, by and among Energy Transfer Partners, L.P. ("ETP"), Energy Transfer Partners GP, L.P., the general partner of ETP, Rendezvous I LLC, Rendezvous II LLC, Regency Energy Partners LP ("Regency"), Regency GP LP, the general partner of Regency, ETE GP Acquirer LLC and, solely for purposes of certain provisions therein, Energy Transfer Equity, L.P., and the transactions contemplated thereby | For | For | Issuer |
| | | | | To consider and vote on a proposal to approve the adjournment of the Special Meeting, if necessary to solicit additional proxies if there are not sufficient votes to adopt the merger agreement at the time of the Special Meeting | For | For | Issuer |

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To consider and vote on a proposal to approve, on an advisory (non-binding) basis, the payments that will or may be paid by Regency to its named executive officers in connection with the merger

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Noble Energy, Inc. | 4/28/2015 | 655044105 | NBL | Election of Director: Jeffrey L. Berenson | For | For | Issuer |
| | | | | Election of Director: Michael A. Cawley | For | For | Issuer |
| | | | | Election of Director: Edward F. Cox | For | For | Issuer |
| | | | | Election of Director: Thomas J. Edelman | For | For | Issuer |
| | | | | Election of Director: Eric P. Grubman | For | For | Issuer |
| | | | | Election of Director: Kirby L. Hedrick | For | For | Issuer |
| | | | | Election of Director: David L. Stover | For | For | Issuer |
| | | | | Election of Director: Scott D. Urban | For | For | Issuer |
| | | | | Election of Director: William T. Van Kleef | For | For | Issuer |
| | | | | Election of Director: Molly K. Williamson | For | For | Issuer |
| | | | | To ratify the appointment of the independent auditor by the Company's Audit Committee. | For | For | Issuer |
| | | | | To approve, in a non-binding advisory vote, the compensation of the Company's named executive officers. | For | For | Issuer |
| | | | | To approve an amendment to the Company's Certificate of | For | For | Issuer |

Incorporation to increase the number of authorized shares of common stock from 500 million to 1 billion.

To approve an amendment and restatement of the Company's 1992 Stock Option and Restricted Stock Plan to increase the number of shares of common stock authorized for issuance under the plan from 71.6 million to 77.4 million.

For

For

Issuer

To approve the 2015 Stock Plan for Non-Employee Directors, replacing a substantially similar plan that expired under its own terms.

For

For

Issuer

To consider a stockholder proposal calling for the Company to amend its By-Laws to allow eligible stockholders to include their own nominees for director in the Company's proxy materials.

Against

For

Shareholder

To consider a stockholder proposal calling for the Company to prepare a report outlining the impact climate change might have on the Company's business plans.

Against

For

Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Marathon Oil Corporation | 4/29/2015 | 565849106 | MRO | Election of Director: Gregory H. Boyce | For | For | Issuer |
| | | | | Election of Director: Pierre Brondeau | For | For | Issuer |
| | | | | Election of Director: Chadwick C. Deaton | For | For | Issuer |
| | | | | Election of Director: Marcela E. Donadio | For | For | Issuer |
| | | | | Election of Director: Philip Lader | For | For | Issuer |

| | | | |
|--|---------|-----|-------------|
| Election of Director: Michael E. J. Phelps | For | For | Issuer |
| Election of Director: Dennis H. Reilley | For | For | Issuer |
| Election of Director: Lee M. Tillman | For | For | Issuer |
| Ratify the selection of PricewaterhouseCoopers LLP as the Company's independent auditor for 2015 | For | For | Issuer |
| Advisory vote to approve the Company's named executive officer compensation | For | For | Issuer |
| Stockholder proposal seeking approval of stockholders' rights to proxy access | Against | For | Shareholder |
| Stockholder proposal seeking a report regarding climate change risk | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| EOG Resources, Inc. | 4/30/2015 | 26875P101 | EOG | Election of Director: Janet F. Clark | For | For | Issuer |
| | | | | Election of Director: Charles R. Crisp | For | For | Issuer |
| | | | | Election of Director: James C. Day | For | For | Issuer |
| | | | | Election of Director: H. Leighton Steward | For | For | Issuer |
| | | | | Election of Director: Donald F. Textor | For | For | Issuer |
| | | | | Election of Director: William R. Thomas | For | For | Issuer |
| | | | | Election of Director: Frank G. Wisner | For | For | Issuer |
| | | | | | For | For | Issuer |

To ratify the appointment by the Audit Committee of the Board of Directors of Deloitte & Touche LLP, independent registered public accounting firm, as auditors for the Company for the year ending December 31, 2015

To approve, by non-binding vote, the compensation of the Company's named executive officers

For

For

Issuer

Stockholder proposal concerning proxy access, if properly presented

Against

For

Shareholder

Stockholder proposal concerning a methane emissions report, if properly presented

Against

For

Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| TransCanada Corporation | 5/1/2015 | 89353D107 | TRP | Election of Directors: 1. Kevin E. Benson 2. Derek H. Burney 3. Paule Gauthier 4. Russell K. Girling 5. S. Barry Jackson 6. Paula Rosput Reynolds 7. John Richels 8. Mary Pat Salomone 9. D. Michael G. Stewart 10. Siim A. Vanaselja 11. Richard E. Waugh | For | For | Issuer |
| | | | | Resolution to appoint KPMG LLP, Chartered Accountants as auditors and authorize the directors to fix their remuneration. | For | For | Issuer |
| | | | | Resolution to accept TransCanada Corporation's approach to executive compensation. | For | For | Issuer |
| | | | | Special resolution to amend the Articles of TransCanada | For | For | Issuer |

Corporation to reduce the minimum number of directors to 8 and the maximum number of directors to 15.

Resolution confirming the amendments to By-Law Number 1 of TransCanada Corporation. For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--|--------------|-----------|--------|--|------|------------------------|-----------------|
| Occidental Petroleum Corporation | 5/1/2015 | 674599105 | OXY | Election of Director: Spencer Abraham | For | For | Issuer |
| | | | | Election of Director: Howard I. Atkins | For | For | Issuer |
| | | | | Election of Director: Eugene L. Batchelder | For | For | Issuer |
| | | | | Election of Director: Stephen I. Chazen | For | For | Issuer |
| | | | | Election of Director: John E. Feick | For | For | Issuer |
| | | | | Election of Director: Margaret M. Foran | For | For | Issuer |
| | | | | Election of Director: Carlos M. Gutierrez | For | For | Issuer |
| | | | | Election of Director: William R. Klesse | For | For | Issuer |
| | | | | Election of Director: Avedick B. Poladian | For | For | Issuer |
| | | | | Election of Director: Elisse B. Walter | For | For | Issuer |
| Advisory Vote Approving Executive Compensation | For | For | Issuer | | | | |
| Approval of the Occidental Petroleum Corporation 2015 Long-Term Incentive Plan | For | For | Issuer | | | | |
| | | | | | For | For | Issuer |

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| Ratification of Independent Auditors | | | |
| Recovery of Unearned Management Bonuses | Against | For | Shareholder |
| Proxy Access | Against | For | Shareholder |
| Methane Emissions and Flaring | Against | For | Shareholder |
| Review Lobbying at Federal, State, Local Levels | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--|--------------|-----------|--------|---|------|------------------------|-----------------|
| Hess Corporation | 5/6/2015 | 42809H107 | HES | Election of Director: R.F. Chase | For | For | Issuer |
| | | | | Election of Director: T.J. Checki | For | For | Issuer |
| | | | | Election of Director: H. Golub | For | For | Issuer |
| | | | | Election of Director: J.B. Hess | For | For | Issuer |
| | | | | Election of Director: E.E. Holiday | For | For | Issuer |
| | | | | Election of Director: R. Lavizzo-Mourey | For | For | Issuer |
| | | | | Election of Director: D. McManus | For | For | Issuer |
| | | | | Election of Director: J.H. Mullin III | For | For | Issuer |
| | | | | Election of Director: J.H. Quigley | For | For | Issuer |
| | | | | Election of Director: R.N. Wilson | For | For | Issuer |
| Advisory approval of the compensation of the Company's named executive officers. | For | For | Issuer | | | | |
| Ratification of the selection of Ernst & Young LLP as independent auditors for fiscal year ending December 31, | For | For | Issuer | | | | |

2015.

| | | | |
|---|-----|-----|--------|
| Approval of the amended and restated 2008 long-term incentive plan. | For | For | Issuer |
|---|-----|-----|--------|

| | | | |
|---|---------|-----|-------------|
| Stockholder proposal recommending proxy access. | Against | For | Shareholder |
|---|---------|-----|-------------|

| | | | |
|---|---------|-----|-------------|
| Stockholder proposal recommending a scenario analysis report regarding carbon asset risk. | Against | For | Shareholder |
|---|---------|-----|-------------|

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Enbridge Inc. | 5/6/2015 | 29250N105 | ENB | Election of Directors: David A. Arledge James J. Blanchard Marcel R. Coutu J. Herb England Charles W. Fischer V. Maureen Kempston Darkes Al Monaco George K. Petty Rebecca B. Roberts Dan C. Tutcher Catherine L. Williams | For | For | Issuer |
| | | | | Appoint PricewaterhouseCoopers LLP as auditors | For | For | Issuer |
| | | | | Confirm By-Law No. 2, which sets out advance notice requirements for director nominations | For | For | Issuer |
| | | | | Vote on the Company's approach to executive compensation. While this vote is non-binding, it gives shareholders an opportunity to provide important input to the board | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Kinder Morgan, Inc. | 5/7/2015 | 49456B101 | KMI | Election of Directors: 1. Richard D. Kinder 2. Steven J. Kean | For | For | Issuer |

3. Ted A. Gardner
4. Anthony W. Hall, Jr.
5. Gary L. Hultquist
6. Ronald L. Kuehn, Jr.
7. Deborah A. Macdonald
8. Michael J. Miller
9. Michael C. Morgan
10. Arthur C. Reichstetter
11. Faye Sarofim
12. C. Park Shaper
13. William A. Smith
14. Joel V. Staff
15. Robert F. Vagt
16. Perry M. Waughtal

| | | | |
|--|---------|-----|-------------|
| Approval of the Kinder Morgan, Inc. 2015 Amended and Restated Stock Incentive Plan. | For | For | Issuer |
| Approval of the Amended and Restated Annual Incentive Plan of Kinder Morgan, Inc. | For | For | Issuer |
| Advisory vote to approve executive compensation. | For | For | Issuer |
| Ratification of the selection of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for 2015. | For | For | Issuer |
| Approval of the Amended and Restated Certificate of Incorporation of Kinder Morgan, Inc. | For | For | Issuer |
| Stockholder proposal relating to a report on the company's response to climate change. | Against | For | Shareholder |
| Stockholder proposal relating to a report on methane emissions. | Against | For | Shareholder |
| Stockholder proposal relating to an annual sustainability report. | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------|--------------|-----------|--------|------------------------|------|------------------------|-----------------|
| | 5/7/2015 | 268785102 | EPE | Election of Directors: | For | For | Issuer |

EP Energy Corporation

- 1) Ralph Alexander
- 2) Wilson B. Handler
- 3) John J. Hannan
- 4) Michael S. Helfer

Approval of the advisory vote on executive compensation ("Say-On-Pay"). For For Issuer

Advisory vote on the frequency of subsequent advisory votes on executive compensation. 1 Year For Issuer

Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015. For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Pembina Pipeline Corporation | 5/8/2015 | 706327103 | PPL CA | Election of Director: Anne-Marie N. Ainsworth | For | For | Issuer |
| | | | | Election of Director: Grant D. Billing | For | For | Issuer |
| | | | | Election of Director: Michael H. Dilger | For | For | Issuer |
| | | | | Election of Director: Randall J. Findlay | For | For | Issuer |
| | | | | Election of Director: Lorne B. Gordon | For | For | Issuer |
| | | | | Election of Director: Gordon J. Kerr | For | For | Issuer |
| | | | | Election of Director: David M.B. Legresley | For | For | Issuer |
| | | | | Election of Director: Robert B. Michaleski | For | For | Issuer |
| | | | | Election of Director: Leslie A. O'Donoghue | For | For | Issuer |
| | | | | | For | For | Issuer |

Election of Director: Jeffrey T. Smith

To appoint KPMG LLP, For For Issuer
 chartered accountants, as the
 auditors of the Corporation for
 the ensuing financial year at a
 remuneration to be fixed by
 management

An ordinary resolution For For Issuer
 approving and authorizing the
 reservation of an additional
 7,000,000 common shares of
 Pembina for issuance under the
 Stock Option Plan of Pembina
 Pipeline Corporation
 ("Pembina") substantially as set
 out in the Management
 Information Circular of
 Pembina dated March 19, 2015
 is approved, including the
 amendment of such plan as
 required to reflect such increase

An ordinary resolution For For Issuer
 approving and authorizing the
 Stock Option Issuance Rule to
 be enacted under the Stock
 Option Plan (the "Plan") of
 Pembina Pipeline Corporation
 ("Pembina") substantially as set
 out in the Management
 Information Circular (the
 "Circular") of Pembina dated
 March 19, 2015 is hereby
 approved

To accept the approach to For For Issuer
 executive compensation

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------------|--------------|-----------|-----------|---|------|------------------------|-----------------|
| Inter Pipeline Ltd. | 5/11/2015 | 45833V109 | IPL CA | To fix the number of Directors to be elected at the meeting at seven members and to elect seven Directors to hold office until the next annual meeting of our Shareholders or until their successors are elected or appointed | For | For | Issuer |

| | | | |
|---|-----|-----|--------|
| Election of Director: Richard Shaw | For | For | Issuer |
| Election of Director: David Fesyk | For | For | Issuer |
| Election of Director: Lorne Brown | For | For | Issuer |
| Election of Director: Duane Keinick | For | For | Issuer |
| Election of Director: Alison Taylor Love | For | For | Issuer |
| Election of Director: William Robertson | For | For | Issuer |
| Election of Director: Brant Sangster | For | For | Issuer |
| The Audit Committee and the Board propose that Ernst & Young LLP (EY) be appointed as auditors to serve until the next annual meeting of shareholders. The Audit Committee will recommend EY's compensation to the Board for its review and approval | For | For | Issuer |
| Resolved, on an advisory basis and not to diminish the role and responsibilities of the Board of Directors of Inter Pipeline LTD. (IPL), that the shareholders of IPL (Shareholders) accept the approach to executive compensation disclosed in IPL's Management Information Circular delivered in advance of the 2015 Annual Meeting of Shareholders | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Anadarko Petroleum Corporation | 5/12/2015 | 032511107 | APC | Election of Director: Anthony R. Chase | For | For | Issuer |

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| | | | |
|--|---------|-----|-------------|
| Election of Director: Kevin P. Chilton | For | For | Issuer |
| Election of Director: H. Paulett Eberhart | For | For | Issuer |
| Election of Director: Peter J. Fluor | For | For | Issuer |
| Election of Director: Richard L. George | For | For | Issuer |
| Election of Director: Joseph W. Gorder | For | For | Issuer |
| Election of Director: John R. Gordon | For | For | Issuer |
| Election of Director: Mark C. McKinley | For | For | Issuer |
| Election of Director: Eric D. Mullins | For | For | Issuer |
| Election of Director: R.A. Walker | For | For | Issuer |
| Ratification of Appointment of KPMG LLP as Independent Auditor | For | For | Issuer |
| Advisory Vote to Approve Named Executive Office Compensation | For | For | Issuer |
| Stockholder Proposal - Proxy Access | Against | For | Shareholder |
| Stockholder Proposal - Report on Carbon Risk | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|---------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Nisource Inc. | 5/12/2015 | 65473P105 | NI | Election of Director: Richard A. Abdo | For | For | Issuer |
| | | | | Election of Director: Aristides S. Candris | For | For | Issuer |
| | | | | Election of Director: Sigmund L. Cornelius | For | For | Issuer |

| | | | |
|---|-----|-----|--------|
| Election of Director: Michael E. Jesanis | For | For | Issuer |
| Election of Director: Marty R. Kittrell | For | For | Issuer |
| Election of Director: W. Lee Nutter | For | For | Issuer |
| Election of Director: Deborah S. Parker | For | For | Issuer |
| Election of Director: Robert C. Skaggs, Jr. | For | For | Issuer |
| Election of Director: Teresa A. Taylor | For | For | Issuer |
| Election of Director: Richard L. Thompson | For | For | Issuer |
| Election of Director: Carolyn Y. Woo | For | For | Issuer |
| To approve executive compensation on an advisory basis. | For | For | Issuer |
| To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accountants. | For | For | Issuer |
| To amend the Company's Certificate of Incorporation to give stockholders the power to request special meetings. | For | For | Issuer |
| To amend the Company's Certificate of Incorporation to reduce the minimum number of Company directors from nine to seven. | For | For | Issuer |
| To re-approve the Company's 2010 Omnibus Incentive Plan. | For | For | Issuer |
| To approve an amendment to the Company's Employee Stock Purchase Plan. | For | For | Issuer |

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To consider a stockholder proposal regarding reports on political contributions. Against For Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------|--------------|-----------|--------|---|---------|------------------------|-----------------|
| Cimarex Energy Co. | 5/14/2015 | 171798101 | XEC | Election of Director: Joseph R. Albi | For | For | Issuer |
| | | | | Election of Director: Michael J. Sullivan | For | For | Issuer |
| | | | | Advisory vote to approve executive compensation | For | For | Issuer |
| | | | | Ratify the appointment of KPMG LLP as the Company's independent auditors for 2015 | For | For | Issuer |
| | | | | Shareholder proposal on "Proxy Access" | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Newfield Exploration Company | 5/15/2015 | 651290108 | NFX | Election of Director: Lee K. Boothby | For | For | Issuer |
| | | | | Election of Director: Pamela J. Gardner | For | For | Issuer |
| | | | | Election of Director: John Randolph Kemp III | For | For | Issuer |
| | | | | Election of Director: Steven W. Nance | For | For | Issuer |
| | | | | Election of Director: Thomas G. Ricks | For | For | Issuer |
| | | | | Election of Director: Juanita M. Romans | For | For | Issuer |
| | | | | Election of Director: John W. Schanck | For | For | Issuer |
| | | | | Election of Director: J. Terry Strange | For | For | Issuer |
| | | | | For | For | Issuer | |

Ratification of appointment of PricewaterhouseCoopers LLP as independent auditor for fiscal 2015.

Advisory vote on named executive officer compensation. For For Issuer

Approval of Second Amended and Restated Newfield Exploration Company 2011 Omnibus Stock Plan. For For Issuer

Approval of Material Terms of the Performance Goals for Performance Awards under 2011 Omnibus Stock Plan For For Issuer

Approval of Material Terms of the Performance Goals and Metrics under 2011 Annual Incentive Plan. For For Issuer

Approval of Amendment to Third Amended and Restated Certificate of Incorporation to increase authorized shares of common stock. For For Issuer

Approval of Amendment to Third Amended & Restated Certificate of Incorporation to increase authorized shares of preferred stock. For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------|--------------|-----------|--------|---|---------|------------------------|-----------------|
| Targa Resources Corporation | 5/18/2015 | 87612G101 | TRGP | Election of Directors: | For | For | Issuer |
| | | | | 1. Joe Bob Perkins | | | |
| | | | | 2. Ershel C. Redd, Jr. | | | |
| | | | | Ratification of the Selection of Independent Auditors | For | For | Issuer |
| | | | | A Shareholder Proposal Regarding Publication of a Report on Methane Emissions | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------|--------------|-----------|--------|----------|------|------------------------|-----------------|
| | 5/19/2015 | 75281A109 | RRC | | For | For | Issuer |

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Range
Resources
Corporation

Election of Director: Anthony
V. Dub

Election of Director: V. Richard For For Issuer
Eales

Election of Director: Allen For For Issuer
Finkelson

Election of Director: James M. For For Issuer
Funk

Election of Director: For For Issuer
Christopher A. Helms

Election of Director: Jonathan For For Issuer
S. Linker

Election of Director: Mary For For Issuer
Ralph Lowe

Election of Director: Kevin S. For For Issuer
McCarthy

Election of Director: John H. For For Issuer
Pinkerton

Election of Director: Jeffrey L. For For Issuer
Ventura

A proposal to approve the For For Issuer
compensation philosophy,
policies and procedures
described in the Compensation
Discussion and Analysis.

To ratify the appointment of For For Issuer
Ernst & Young LLP as the
Company's independent
registered public accounting
firm as of and for the fiscal year
ending December 31, 2015.

Stockholder Proposal - Against For Shareholder
requesting adoption of a proxy
access bylaw.

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------|--------------|-----------|--------|------------------------|------|------------------------|-----------------|
| | 5/19/2015 | 516806106 | LPI | Election of Directors: | For | For | Issuer |

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Laredo
Petroleum, Inc.

1. James R. Levy
2. Jay P. Still
3. Donald D. Wolf

The ratification of Grant Thornton LLP as the independent registered public accounting firm for the fiscal year ending December 31, 2015.

For For Issuer

Advisory vote to approve the compensation of the named executive officers.

For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------|--------------|-----------|--------|--|---------|------------------------|-----------------|
| Continental Resources, Inc. | 5/19/2015 | 212015101 | CLR | Election of Directors: 1. Lon McCain 2. Mark E. Monroe | For | For | Issuer |
| | | | | Approval of an amendment to the Third Amended and Restated Certificate of Incorporation to increase the number of authorized shares of common stock. | For | For | Issuer |
| | | | | Ratification of selection of Grant Thornton LLP as independent registered public accounting firm. | For | For | Issuer |
| | | | | Shareholder proposal on the Chairman of the Board being an independent director. | Against | For | Shareholder |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Carrizo Oil & Gas, Inc. | 5/19/2015 | 144577103 | CRZO | Election of Directors: S.P. Johnson IV Steven A. Webster Thomas L. Carter, Jr. Robert F. Fulton F. Gardner Parker Roger A. Ramsey Frank A. Wojtek | For | For | Issuer |
| | | | | To approve, a non-binding advisory basis, the compensation of the Company's | For | For | Issuer |

named executive officers

To ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-----------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Pioneer Natural Resources Company | 5/20/2015 | 723787107 | PXD | Election of Director: Edison C. Buchanan | For | For | Issuer |
| | | | | Election of Director: Andrew F. Cates | For | For | Issuer |
| | | | | Election of Director: Timothy L. Dove | For | For | Issuer |
| | | | | Election of Director: Phillip A. Gobe | For | For | Issuer |
| | | | | Election of Director: Larry R. Grillot | For | For | Issuer |
| | | | | Election of Director: Stacy P. Methvin | For | For | Issuer |
| | | | | Election of Director: Royce W. Mitchell | For | For | Issuer |
| | | | | Election of Director: Frank A. Risch | For | For | Issuer |
| | | | | Election of Director: Scott D. Sheffield | For | For | Issuer |
| | | | | Election of Director: J. Kenneth Thompson | For | For | Issuer |
| | | | | Election of Director: Phoebe A. Wood | For | For | Issuer |
| | | | | Ratification of Selection of Independent Registered Public Accounting Firm | For | For | Issuer |
| | | | | Advisory Vote to Approve Executive Officer Compensation | For | For | Issuer |

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Stockholder Proposal Relating Against For Shareholder
to Proxy Access

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| ONEOK, Inc. | 5/20/2015 | 682680103 | OKE | Election of Director: James C. Day | For | For | Issuer |
| | | | | Election of Director: Julie H. Edwards | For | For | Issuer |
| | | | | Election of Director: William L. Ford | For | For | Issuer |
| | | | | Election of Director: John W. Gibson | For | For | Issuer |
| | | | | Election of Director: Steven J. Malcolm | For | For | Issuer |
| | | | | Election of Director: Jim W. Mogg | For | For | Issuer |
| | | | | Election of Director: Pattye L. Moore | For | For | Issuer |
| | | | | Election of Director: Gary D. Parker | For | For | Issuer |
| | | | | Election of Director: Eduardo A. Rodriguez | For | For | Issuer |
| | | | | Election of Director: Terry K. Spencer | For | For | Issuer |
| | | | | Ratification of the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm of ONEOK, Inc. for the year ending December 31, 2015 | For | For | Issuer |
| | | | | An advisory vote to approve Oneok, Inc.'s executive compensation | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| The Williams Companies, | 5/21/2015 | 969457100 | WMB | Election of Director: Alan S. Armstrong | For | For | Issuer |

Inc.

| | | | |
|---|-----|-----|--------|
| Election of Director: Joseph R. Cleveland | For | For | Issuer |
| Election of Director: Kathleen B. Cooper | For | For | Issuer |
| Election of Director: John A. Hagg | For | For | Issuer |
| Election of Director: Juanita H. Hinshaw | For | For | Issuer |
| Election of Director: Ralph Izzo | For | For | Issuer |
| Election of Director: Frank T. Macinnis | For | For | Issuer |
| Election of Director: Eric W. Mandelblatt | For | For | Issuer |
| Election of Director: Keith A. Meister | For | For | Issuer |
| Election of Director: Steven W. Nance | For | For | Issuer |
| Election of Director: Murray D. Smith | For | For | Issuer |
| Election of Director: Janice D. Stoney | For | For | Issuer |
| Election of Director: Laura A. Sugg | For | For | Issuer |
| Ratification of Ernst & Young LLP as auditors for 2015. | For | For | Issuer |
| Approval, by nonbinding advisory vote, of the Company's executive compensation. | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|-------------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Chesapeake Energy Corporation | 5/22/2015 | 165167107 | CHK | Election of Director: Archie W. Dunham | For | For | Issuer |
| | | | | | For | For | Issuer |

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Election of Director: Vincent J. Intriери

Election of Director: Robert D. Lawler For For Issuer

Election of Director: John J. Lipinski For For Issuer

Election of Director: R. Brad Martin For For Issuer

Election of Director: Merrill A. "Pete" Miller, Jr. For For Issuer

Election of Director: Frederic M. Poses For For Issuer

Election of Director: Kimberly K. Querrey For For Issuer

Election of Director: Louis A. Raspino For For Issuer

Election of Director: Thomas L. Ryan For For Issuer

To approve on an advisory basis the Company's named executive officer compensation. For For Issuer

To ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015. For For Issuer

Appointment of environmental director. Against For Shareholder

Climate change report. Against For Shareholder

Political spending report. Against For Shareholder

Creation of board of director risk oversight committee. Against For Shareholder

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------|--------------|-----------|--------|------------------------|------|------------------------|-----------------|
| | 6/2/2015 | 966387102 | WLL | Election of Directors: | For | For | Issuer |

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Whiting
Petroleum
Corporation

1. James J. Volker
2. William N. Hahne

Approval of Advisory Resolution on Compensation of Named Executive Officers. For For Issuer

Ratification of Appointment of Deloitte & Touche LLP as the Independent Registered Public Accounting Firm for 2015. For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Buckeye Partners, L.P. | 6/2/2015 | 118230101 | BPL | Election of Directors: 01 - Pieter Bakker 02 - Barbara M. Baumann 03 - Mark C. McKinley 04 - Donald W. Niemiec | For | For | Issuer |
| | | | | The ratification of the selection of Deloitte & Touche LLP as Buckeye Partners, L.P.'s independent registered public accountants for 2015. | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Antero Resources Corporation | 6/3/2015 | 03674X106 | AR | Election of Directors: 1. Peter R. Kagan 2. W. Howard Keenan, Jr. 3. Christopher R. Manning | For | For | Issuer |
| | | | | To ratify the appointment of KPMG LLP as Antero Resources Corporation's independent registered public accounting firm for the year ending December 31, 2015 | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Markwest Energy Partners, L.P. | 6/3/2015 | 570759100 | MWE | Election of Directors: 1. Frank M. Semple 2. Donald D. Wolf 3. Michael L. Beatty 4. William A. Bruckmann III 5. Donald C. Heppermann 6. Randall J. Larson 7. Anne E. Fox Mounsey | For | For | Issuer |

8. William P. Nicoletti

Ratification of Deloitte & Touche LLP as the Partnership's independent registered public accountants for the fiscal year ending December 31, 2015.

For For Issuer

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|----------------------|--------------|-----------|--------|---|------|------------------------|-----------------|
| Concho Resources Inc | 6/4/2015 | 20605P101 | CXO | Election of Directors: 1. Steven L. Beal 2. Tucker S. Bridwell 3. Mark B. Puckett | For | For | Issuer |
| | | | | To ratify the selection of Grant Thornton LLP as independent registered public accounting firm of the Company for the fiscal year ending December 31, 2015. | For | For | Issuer |
| | | | | Approval of the Concho Resources Inc. 2015 Stock Incentive Plan. | For | For | Issuer |
| | | | | Advisory vote to approve executive officer compensation ("say-on-pay"). | For | For | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker | Proposal | Vote | For/Against Management | Proposal Source |
|--------------------------|--------------|-----------|--------|--|------|------------------------|-----------------|
| Diamondback Energy, Inc. | 6/8/2015 | 25278X109 | FANG | Election of Directors: 1. Steven E. West 2. Travis D. Stice 3. Michael P. Cross 4. David L. Houston 5. Mark L. Plaumann | For | For | Issuer |
| | | | | Proposal to Approve, on an Advisory Basis, the Company's Executive Compensation | For | For | Issuer |
| | | | | Proposal to Ratify the Appointment of the Company's Independent Auditors, Grant Thornton LLP, for fiscal year 2015 | For | For | Issuer |

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.

TORTOISE PIPELINE & ENERGY FUND, INC.

Date: August 26, 2015

By: /s/ P. Bradley Adams
P. Bradley Adams
Chief Executive Officer