

TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC

Form N-PX

August 28, 2012

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, 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: June 30, 2012

Item 1. Proxy Voting Record

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------------|------------------------|---|---------------------------------------|
| Continental Resources, Inc. | June 14, 2012 | 212015101 | CLR |
| | | | |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Lon McCain 2) Mark E. Monroe 3) Edward T. Schafer | Issuer |
| For | For | Ratification of Grant Thornton LLP as Independent Registered Public Accounting Firm | Issuer |
| Company Name | Meeting Date | CUSIP | Ticker |
| Devon Energy Corporation | June 6, 2012 | 25179M103 | DVN |
| | | | |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Robert H. Henry 2) John A. Hill 3) Michael M. Kanovsky 4) Robert A. Mosbacher, Jr. 5) J. Larry Nichols 6) Duane C. Radtke 7) Mary P. Ricciardello 8) John Richels | Issuer |
| For | For | Approve, in an advisory vote, Executive Compensation | Issuer |
| For | For | Ratify the Appointment of the Independent Auditors for 2012 | Issuer |
| For | For | Approve amending the Amended and Restated Certificate of Incorporation to Grant Stockholders the right to call a special meeting | Issuer |

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| | | | |
|---------|-----|--|-----------------|
| For | For | Approve the 2012 Incentive Compensation Plan | Issuer |
| For | For | Approve the 2012 Amendment to the 2009 Long-Term Incentive Compensation Plan | Issuer |
| Against | For | Report on the Disclosure of Lobbying Policies and Practices | Security Holder |

| | | | |
|--|------------------------------|--------------------|---------------|
| Company Name Buckeye Partners, L.P. | Meeting Date June 5, 2012 | CUSIP 118230101 | Ticker BPL |
|--|------------------------------|--------------------|---------------|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) Pieter Bakker 2) C. Scott Hobbs 3) Mark C. McKinley | Issuer |
| For | For | The ratification of the selection of Deloitte & Touche LLP as Buckeye Partners, L.P.'s Independent Registered Public Accountants for 2012 | Issuer |

| | | | |
|---|------------------------------|--------------------|---------------|
| Company Name Markwest Energy Partners L.P. | Meeting Date June 1, 2012 | CUSIP 570759100 | Ticker MWE |
|---|------------------------------|--------------------|---------------|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) Frank M. Semple 2) Donald D. Wolf 3) Keith E. Bailey 4) Michael L. Beatty 5) Charles K. Dempster 6) Donald C. Heppermann 7) Randall J. Larson 8) Anne E. Fox Mounsey 9) William P. Nicoletti | Issuer |
| For | For | To approve an amendment to the partnership's 2008 Long-Term Incentive Plan to increase the number of common units available for issuance under the plan from 2.5 million to 3.7 million | Issuer |

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| | | | |
|-----|-----|---|--------|
| For | For | Ratification of Deloitte & Touche LLP as the Partnership's Independent Registered Public Accountants for the fiscal year ending December 31, 2012 | Issuer |
|-----|-----|---|--------|

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------|--------------|-----------|--------|
| Chevron Corporation | May 30, 2012 | 166764100 | CVX |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|---------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) L.F. Deily 2) R.E. Denham 3) C. Hagel 4) E. Hernandez 5) G.L. Kirkland 6) C.W. Moorman 7) K.W. Sharer 8) J.G. Stumpf 9) R.D. Sugar 10) C. Ware 11) J.S. Watson | Issuer |
| For | For | Ratification of appointment of Independent Registered Public Accounting Firm | Issuer |
| For | For | Advisory vote to approve Named Executive Officer Compensation | Issuer |
| Against | For | Exclusive Forum Provisions | Security Holder |
| Against | For | Independent Chairman | Security Holder |
| Against | For | Lobbying Disclosure | Security Holder |
| Against | For | Country Selection Guidelines | Security Holder |
| Against | For | Hydraulic Fracturing | Security Holder |
| Against | For | Accident Risk Oversight | Security Holder |
| Against | For | Special Meetings | |

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------------|------------------------|--|---------------------------------------|
| Exxon Mobil Corporation | May 30, 2012 | 30231G102 | XOM |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| Against | For | Independent Director with Environmental Expertise | Security Holder |
| For | For | Election of Directors: 1) M.J. Boskin 2) P. Brabeck-Letmathe 3) L.R. Faulkner 4) J.S. Fishman 5) H.H. Fore 6) K.C. Frazier 7) W.W. George 8) S.J. Palmisano 9) S.S. Reinemund 10) R.W. Tillerson 11) E.E. Whitacre, Jr. | Issuer |
| For | For | Ratification of Independent Auditors | Issuer |
| For | For | Advisory vote to approve executive compensation | Issuer |
| Against | For | Independent Chairman | Security Holder |
| Against | For | Majority vote for Directors | Security Holder |
| Against | For | Report on Political Contributions | Security Holder |
| Against | For | Amendment for EEO Policy | Security Holder |
| Against | For | Report on Natural Gas Production | Security Holder |
| Against | For | Greenhouse Gas Emissions Goals | Security Holder |

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| Company Name | Meeting Date | CUSIP | Ticker |
|----------------------|------------------------|---|---------------------------------------|
| Targa Resources Corp | May 25, 2012 | 87612G101 | TRGP |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) In Seon Hwang 2) Joe Bob Perkins 3) Ershel C. Redd, Jr. | Issuer |
| For | For | To ratify the selection of PricewaterhouseCoopers LLP as the Company's Independent Registered Public Accountants for 2012 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------|------------------------|---|---------------------------------------|
| Apache Corporation | May 24, 2012 | 037411105 | APA |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Scott D. Josey 2) George D. Lawrence 3) Rodman D. Patton 4) Charles J. Pitman | Issuer |
| For | For | Ratification of Ernst & Young LLP as Apache's Independent Auditors | Issuer |
| For | For | Advisory vote to approve the compensation of Apache's Named Executive Officers | Issuer |
| Against | For | Shareholder Proposal to repeal Apache's classified Board of Directors | Security Holder |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|------------------------|---|---------------------------------------|
| ONEOK, Inc. | May 23, 2012 | 682680103 | OKE |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) James C. Day | Issuer |

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| | | | |
|-----|-----|---|--------|
| For | For | 2) Julie H. Edwards | |
| For | For | 3) William L. Ford | |
| For | For | 4) John W. Gibson | |
| For | For | 5) Bert H. Mackie | |
| For | For | 6) Steven J. Malcolm | |
| For | For | 7) Jim W. Mogg | |
| For | For | 8) Pattye L. Moore | |
| For | For | 9) Gary D. Parker | |
| For | For | 10) Eduardo A. Rodriguez | |
| For | For | 11) Gerald B. Smith | |
| For | For | 12) David J. Tippeconnic | |
| For | For | Ratification of the selection of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of ONEOK, Inc. for the year ending December 31, 2012 | Issuer |
| For | For | A Proposal to approve additional shares for issuance under the ONEOK, Inc. Employee Stock Award Program | Issuer |
| For | For | A Proposal to amend and restate the ONEOK, Inc. Employee Stock Purchase Plan to increase the number of shares authorized for issuance under the Plan | Issuer |
| For | For | A Proposal to amend the ONEOK, Inc. Certificate of Incorporation to increase the number of authorized shares of common stock | Issuer |
| For | For | Advisory vote to approve the Company's executive compensation | Issuer |

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|-----------------------------|--------------|-----------|--------|
| Company Name | Meeting Date | CUSIP | Ticker |
| Range Resources Corporation | May 23, 2012 | 75281A109 | RRC |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder Issuer |
|------|------------------------|-------------------------|--|
| | | Election of Directors: | |
| For | For | 1) Charles L. Blackburn | |
| For | For | 2) Anthony V. Dub | |
| For | For | 3) V. Richard Eales | |
| For | For | 4) Allen Finkelson | |
| For | For | 5) James M. Funk | |
| For | For | 6) Jonathan S. Linker | |
| For | For | 7) Kevin S. McCarthy | |

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|---------|-----|--|-----------------|
| For | For | 8) John H. Pinkerton | |
| For | For | 9) Jeffrey L. Ventura | |
| For | For | A Proposal to approve the compensation philosophy, policies and procedures described in the Compensation Discussion and Analysis | Issuer |
| For | For | To ratify the appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm as of and for the fiscal year ending December 31, 2012 | Issuer |
| Against | For | Stockholder Proposal - A proposal requesting adoption of a policy related to vesting of equity upon termination or change in control | Security Holder |
| Against | For | Stockholder Proposal - A proposal requesting adoption of sustainability metrics for executive compensation | Security Holder |

| | | | |
|--------------|--------------|-----------|--------|
| Company Name | Meeting Date | CUSIP | Ticker |
| EnSCO PLC | May 22, 2012 | 29358Q109 | ESV |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | An ordinary resolution to re-elect C. Christopher Gaut as Class I director of EnSCO PLC for a term to expire at the annual general meeting of shareholders to be held in 2015 | Issuer |
| For | For | An ordinary resolution to re-elect Gerlad W. Haddock as Class I director of EnSCO PLC for a term to expire at the annual general meeting of shareholders to be held in 2015 | Issuer |
| For | For | An ordinary resolution to re-elect Paul E. Rowsey III as Class I director of EnSCO PLC for a term to expire at the annual general meeting of shareholders to be held in 2015 | Issuer |
| For | For | An ordinary resolution to re-elect Francis S. Kalman as a Class II director of EnSCO PLC for a term to expire at the annual general meeting of shareholders to be held in 2013 | Issuer |
| For | For | An ordinary resolution to re-elect David A. B. Brown as a Class III director of EnSCO PLC for a term to expire at the annual general meeting | Issuer |

of shareholders to be held in 2014

| | | | |
|-----|-----|---|--------|
| For | For | An ordinary resolution to ratify the Audit Committee's appointment of KPMG LLP as U.S. Independent registered public accounting firm for 2012 | Issuer |
| For | For | An ordinary resolution to re-appoint KPMG Audit Plc as U.K. statutory auditors under the U.K. Companies Act 2006 (to hold office until the conclusion of the next annual general meeting at which accounts are laid before the Company) | Issuer |
| For | For | An ordinary resolution to authorize the Audit Committee to determine U.K. statutory auditors' remuneration | Issuer |
| For | For | An ordinary resolution to approve 2012 Long-Term Incentive Plan | Issuer |
| For | For | A non-binding advisory approval of the compensation of Named Executive Officers | Issuer |

| | | | |
|--|------------------------------|----------------------|---------------|
| Company Name Pembina Pipeline Corporation | Meeting Date May 22, 2012 | ISIN CA7063271034 | Ticker PPL |
|--|------------------------------|----------------------|---------------|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Thomas W. Buchanan 2) Randall J. Findlay 3) Robert B. Michaleksi 4) Leslie A. O'Donoghue 5) Grant D. Billing 6) Allan L. Edgeworth 7) David M.B. LeGresley 8) Lorne B. Gordon 9) Jeffrey T. Smith | Issuer |
| For | For | To fix the number of directors of the Corporation to be elected at the meeting at nine (9) | Issuer |
| For | For | To appoint KPMG LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing financial year at a remuneration | Issuer |

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to be fixed by the Board of Directors

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------|------------------------|---|---------------------------------------|
| Copano Energy, L.L.C. | May 17, 2012 | 217202100 | CPNO |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) James G. Crump 2) Ernie L. Danner 3) Scott A. Griffiths 4) Michael L. Johnson 5) Michael G. MacDougall 6) R. Bruce Northcutt 7) T. William Porter 8) William L. Thacker | Issuer |
| For | For | Ratification of Deloitte & Touche LLP as Independent Registered Public Accounting Firm for 2012 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------------------|------------------------|--|---------------------------------------|
| Pioneer Natural Resources Company | May 17, 2012 | 723787107 | PXD |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Thomas D. Arthur 2) Andrew F. Cates 3) Scott J. Reiman 4) Scott D. Sheffield | Issuer |
| For | For | Approval of the Amendment to the amended and restated Certificate of Incorporation | Issuer |
| For | For | Approval of the Amendment to the Employee Stock Purchase Plan | Issuer |
| For | For | Ratification of selection of Independent Registered Public Accounting Firm | Issuer |
| For | For | Advisory vote to approve Executive Officer Compensation | Issuer |

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| | | | |
|---------|-----|---|-----------------|
| Against | For | Stockholder proposal relating to Independent Chairman | Security Holder |
|---------|-----|---|-----------------|

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------------|--------------|-----------|--------|
| The Williams Companies, Inc | May 17, 2012 | 969457100 | WMB |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder Issuer |
|------|------------------------|---|--|
| For | For | Election of Directors: | |
| For | For | 1) Alan S. Armstrong | |
| For | For | 2) Joseph R. Cleveland | |
| For | For | 3) Irl F. Engelhardt | |
| For | For | 4) John A. Hagg | |
| For | For | 5) Juanita H. Hinshaw | |
| For | For | 6) Frank T. Macinnis | |
| For | For | 7) Steven W. Nance | |
| For | For | 8) Murray D. Smith | |
| For | For | 9) Janice D. Stoney | |
| For | For | 10) Laura A. Sugg | |
| For | For | Ratification of Ernst & Young LLP as Auditors for 2012 | Issuer |
| For | For | Approval, by non-binding advisory vote, of the Company's Executive Compensation | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------------------|--------------|-----------|--------|
| Anadarko Petroleum Corporation | May 15, 2012 | 032511107 | APC |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder Issuer |
|------|------------------------|---------------------------|--|
| For | For | Election of Directors: | |
| | | 1) Kevin P. Chilton | |
| | | 2) Luke R. Corbett | |
| | | 3) H. Paulett Eberhart | |
| | | 4) Peter J. Fluor | |
| | | 5) Richard L. George | |
| | | 6) Preston M. Geren III | |
| | | 7) Charles W. Goodyear | |
| | | 8) John R. Gordon | |
| | | 9) James T. Hackett | |
| | | 10) Eric D. Mullins | |
| | | 11) Paula Rosput Reynolds | |

12) R.A. Walker

| | | | |
|---------|-----|---|-----------------|
| For | For | Ratification of appointment of KPMG LLP as Independent Auditors | Issuer |
| For | For | Approve the Anadarko Petroleum Corporation 2012 Omnibus Incentive Compensation Plan | Issuer |
| For | For | Advisory vote to approve Named Executive Officer compensation | Issuer |
| Against | For | Stockholder Proposal-Adoption of policy of Independent Director Chairman | Security Holder |
| Against | For | Stockholder Proposal-Gender Identity Non-Discrimination Policy | Security Holder |
| Against | For | Stockholder Proposal-Adoption of policy on Accelerated Vesting of Equity Awards | Security Holder |
| Against | For | Stockholder Proposal-Report on Political Contributions | Security Holder |

| | | | |
|-------------------------------|------------------------------|--------------------|--------------|
| Company Name Nisource Inc. | Meeting Date May 15, 2012 | CUSIP 65473P105 | Ticker NI |
|-------------------------------|------------------------------|--------------------|--------------|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| | | Election of Directors: | Issuer |
| For | For | 1) Richard A. Abdo | |
| For | For | 2) Aristides S. Candris | |
| For | For | 3) Sigmund L. Cornelius | |
| For | For | 4) Michael E. Jesanis | |
| For | For | 5) Marty R. Kittrell | |
| For | For | 6) W. Lee Nutter | |
| For | For | 7) Deborah S. Parker | |
| For | For | 8) Ian M. Rolland | |
| For | For | 9) Robert C. Skaggs, Jr. | |
| For | For | 10) Teresa A. Taylor | |
| For | For | 11) Richard L. Thompson | |
| For | For | 12) Carolyn Y. Woo | |
| For | For | To ratify the appointment of Deloitte & Touche LLP as the Company's Independent Registered Public Accountants | Issuer |
| For | For | To consider advisory approval of executive compensation | Issuer |

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|---------|-----|--|-----------------|
| For | For | To consider an amendment to the Company's Employee Stock Purchase Plan | Issuer |
| Against | For | To consider a stockholder proposal regarding cumulative voting | Security Holder |

| | | | |
|---------------------|--------------|-----------|--------|
| Company Name | Meeting Date | CUSIP | Ticker |
| Questar Corporation | May 10, 2012 | 748356102 | STR |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| | | Election of Directors: | Issuer |
| For | For | 1) Teresa Beck | |
| For | For | 2) R.D. Cash | |
| For | For | 3) Laurence M. Downes | |
| For | For | 4) Ronald W. Jibson | |
| For | For | 5) Gary G. Michael | |
| For | For | 6) Keith O. Rattie | |
| For | For | 7) Harris H. Simmons | |
| For | For | 8) Bruce A. Williamson | |
| For | For | Ratify the selection of Ernst & Young LLP as the Company's Independent Auditor | Issuer |
| For | For | Advisory vote to approve Named Executive Officer compensation | Issuer |

| | | | |
|---------------|--------------|-----------|--------|
| Company Name | Meeting Date | CUSIP | Ticker |
| Enbridge Inc. | May 9, 2012 | 29250N105 | ENB |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|-------------------------------|---------------------------------------|
| For | For | Election of Directors: | Issuer |
| | | 1) David A. Arledge | |
| | | 2) James J. Blanchard | |
| | | 3) J. Lorne Braithwaite | |
| | | 4) Patrick D. Daniel | |
| | | 5) J. Herb England | |
| | | 6) Charles W. Fischer | |
| | | 7) V. Maureen Kempston Darkes | |
| | | 8) David A. Leslie | |
| | | 9) Al Monaco | |
| | | 10) George K. Petty | |
| | | 11) Charles E. Shultz | |

- 12) Dan C. Tutchter
- 13) Catherine L. Williams

| | | | |
|---------|-----|--|-----------------|
| For | For | Appointment of PricewaterhouseCoopers LLP as Auditors | Issuer |
| For | For | Approach to Executive Compensation | Issuer |
| Against | For | Shareholder Proposal that the Board of Directors provide a report to shareholders that details how the Board has assessed the risks associated with First Nations' opposition to the Northern Gateway Pipeline | Security Holder |

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------|--------------|-----------|--------|
| Kinder Morgan Inc | May 9, 2012 | 49456B101 | KMI |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|---------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) Richard D. Kinder 2) C. Park Shaper 3) Steven J. Kean 4) Henry Cornell 5) Deborah A. MacDonald 6) Michael Miller 7) Michael C. Morgan 8) Kenneth A. Pontarelli 9) Fayez Sarofim 10) Joel V. Staff 11) John Stokes 12) R. Baran Tekkora 13) Glenn A. Youngkin | Issuer |
| For | For | The ratification of the selection of PricewaterhouseCoopers, LLP as Independent Registered Public Accounting Firm for 2012 | Issuer |
| For | For | The approval, on an advisory basis, of the compensation of Named Executive Officers | Issuer |
| 3 years | For | The frequency with which the Company will hold an advisory vote on the compensation of Named Executive Officers | Issuer |

| Company Name | Meeting Date | ISIN | Ticker |
|--------------------|--------------|--------------|--------|
| Keyera Corporation | May 8, 2012 | CA4932711001 | KEY |

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| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) James V. Bertram 2) Robert B. Catell 3) Michael B.C. Davies 4) Nancy M. Laird 5) Hon. E. Peter Loughheed 6) Donald J. Nelson 7) H. Neil Nichols 8) William R. Stedman | Issuer |
| For | For | To appoint Deloitte & Touche LLP as auditors of Keyera for a term expiring at the close of the next annual meeting of Shareholders | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|----------------------------------|--------------|-----------|--------|
| Occidental Petroleum Corporation | May 4, 2012 | 674599105 | OXY |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|---------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Spencer Abraham | Issuer |
| For | For | 2) Howard I. Atkins | |
| For | For | 3) Stephen I. Chazen | |
| For | For | 4) Edward P. Djerejian | |
| For | For | 5) John E. Feick | |
| For | For | 6) Margaret M. Foran | |
| For | For | 7) Carlos M. Gutierrez | |
| For | For | 8) Ray R. Irani | |
| For | For | 9) Avedick B. Poladian | |
| For | For | 10) Aziz D. Syriani | |
| For | For | 11) Rosemary Tomich | |
| For | For | Advisory vote approving Executive Compensation | Issuer |
| For | For | Ratification of selection of KPMG as Independent Auditors | Issuer |
| Against | For | Required nomination of Director with environmental expertise | Security Holder |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|--------------|-------|--------|
|--------------|--------------|-------|--------|

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|------------------------------------|-------------|-----------|-----|
| Canadian Natural Resources Limited | May 3, 2012 | 136385101 | CNQ |
|------------------------------------|-------------|-----------|-----|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Catherine M. Best 2) N. Murray Edwards 3) Timothy W. Faithfull 4) Honourable Gary A. Filmon 5) Christopher L. Fong 6) Ambassador Gordon D. Giffin 7) Wilfred A. Gobert 8) Steve W. Laut 9) Keith A. J. Macphail 10) Allan P. Markin 11) Honourable Frank J. McKenna 12) James S. Palmer 13) Eldon R. Smith 14) David A. Tuer | Issuer |
| For | For | The appointment of PricewaterhouseCoopers LLP, Chartered Accountants, Calgary, Alberta, as Auditors of the Corporation for the ensuing year and the authorization of the Audit Committee of the Board of Directors of the Corporation to fix their remuneration | Issuer |
| For | For | The special resolution amending the Corporation's Articles to change the provisions of the currently authorized class of Preferred Shares to a class of Preferred Shares issuable in a series, and authorizing the Board of Directors to fix the number of shares in each series and to determine the designation, rights, privileges, restrictions and conditions attaching to the shares of each series at the time the shares are issued as described in the information circular | Issuer |
| For | For | On an advisory basis, accepting the Corporation's approach to Executive Compensation as described in the information circular | Issuer |

| | | | |
|------------------|--------------|-----------|--------|
| Company Name | Meeting Date | CUSIP | Ticker |
| Hess Corporation | May 2, 2012 | 42809H107 | HES |

| Vote | For/Against Management | Proposal |
|------|------------------------|----------|
|------|------------------------|----------|

| | | | Proposed by Issuer or Security Holder Issuer |
|---------|--|---|---|
| For | For | Election of Directors: | |
| For | For | 1) J. B. Hess | |
| For | For | 2) S. W. Bodman | |
| For | For | 3) R. Lavizzo-Mourey | |
| For | For | 4) C. G. Matthews | |
| For | For | 5) E. H. von Metzsch | |
| For | For | Ratification of the selection of Ernst & Young LLP as independent auditors for fiscal year ending December 31, 2012 | Issuer |
| For | For | Advisory approval of the compensation of Named Executive Officers | Issuer |
| For | For | Approval of an amendment to the 2008 long-term incentive plan | Issuer |
| No Vote | No recommendation by Board of Directors | Stockholder proposal recommending that the Board of Directors take action to declassify the Board | Security Holder |

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------|--------------|-----------|--------|
| EOG Resources, Inc. | May 2, 2012 | 26875P101 | EOG |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder Issuer |
|------|------------------------|---|---|
| For | For | Election of Directors: 1) George A. Alcorn 2) Charles R. Crisp 3) James C. Day 4) Mark G. Papa 5) H. Leighton Steward 6) Donald F. Textor 7) Frank G. Wisner | Issuer |
| For | For | 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, 2012 | Issuer |
| For | For | To approve, by non-binding vote, the compensation of the Company's Named | Issuer |

Executive Officers

Against For Stockholder proposal concerning accelerated Security vesting of Executive Officer stock awards upon Holder a change of control, if properly presented

Against For Stockholder proposal concerning stock Security retention requirements for Executive Officers, if Holder properly presented

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------|--------------|-----------|--------|
| Spectra Energy Corp | May 1, 2012 | 847560109 | SE |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) William T. Esrey 2) Gregory L. Ebel 3) Austin A. Adams 4) Joseph Alvarado 5) Pamela L. Carter 6) F. Anthony Comper 7) Peter B. Hamilton 8) Dennis R. Hendrix 9) Michael McShane 10) Joseph H. Netherland 11) Michael E.J. Phelps | Issuer |

| | | | |
|-----|-----|--|--------|
| For | For | Ratification of the appointment of Deloitte & Touche LLP as Spectra Energy Corp's independent registered public accounting firm for fiscal year 2012 | Issuer |
|-----|-----|--|--------|

| | | | |
|-----|-----|---|--------|
| For | For | An amendment to the company's amended and restated Certificate of Incorporation to provide for a majority vote standard in uncontested Director elections | Issuer |
|-----|-----|---|--------|

| | | | |
|-----|-----|--|--------|
| For | For | An advisory resolution to approve Executive Compensation | Issuer |
|-----|-----|--|--------|

| Company Name | Meeting Date | CUSIP | Ticker |
|------------------|---------------|-----------|--------|
| Transcanada Corp | April 27,2012 | 89353D107 | TRP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security |
|------|------------------------|----------|--------------------------------|
|------|------------------------|----------|--------------------------------|

| For | For | | Holder Issuer |
|-----|-----|---|------------------|
| | | Election of Directors 1) Kevin E. Benson 2) Derek H. Burney 3) E. Linn Draper 4) Paule Gauthier 5) Russell K. Girling 6) S. Barry Jackson 7) Paul L. Joskow 8) John A. MacNaughton 9) Paula Rosput Reynolds 10) W. Thomas Stephens 11) D. Michael G. Stewart 12) Richard E. Waugh | |
| For | For | Appointment of KPMG LLP, chartered accountants as auditors and authorize the directors to set their remuneration | Issuer |
| For | For | Resolution to accept Transcanada Corporation's approach to executive compensation, as described in the accompanying management information circular | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------------|----------------|-----------|--------|
| Centerpoint Energy, Inc. | April 26, 2012 | 15189T107 | CNP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) Donald R. Campbell 2) Milton Carroll 3) O. Holcombe Crosswell 4) Michael P. Johnson 5) Janiece M. Longoria 6) David M. McClanahan 7) Susan O. Rheney 8) R. A. Walker 9) Peter S. Wareing 10) Sherman M. Wolff | Issuer |
| For | For | Ratify the appointment of Deloitte & Touche LLP as independent auditors for 2012 | Issuer |
| For | For | Approve the advisory resolution on Executive Compensation | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|--------------|-------|--------|
|--------------|--------------|-------|--------|

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| | | | |
|--------------------------|----------------|-----------|-----|
| Holly Energy Partners LP | April 25, 2012 | 435763107 | HEP |
|--------------------------|----------------|-----------|-----|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Approve an Amendment and Restatement of the Holly Energy Partners, L.P. 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 1,250,000 Common Units (the "LTIP Proposal") | Issuer |
| For | For | Approve 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 | Issuer |

| | | | |
|--|--------------------------------|--------------------|---------------|
| Company Name Marathon Oil Corporation | Meeting Date April 25, 2012 | CUSIP 565849106 | Ticker MRO |
|--|--------------------------------|--------------------|---------------|

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors for a one-year term expiring in 2013: | Issuer |
| For | For | 1) Gregory H. Boyce | |
| For | For | 2) Pierre Brondeau | |
| For | For | 3) Clarence P. Cazalot, Jr. | |
| For | For | 4) Linda Z. Cook | |
| For | For | 5) Shirley Ann Jackson | |
| For | For | 6) Philip Lader | |
| For | For | 7) Michael E.J. Phelps | |
| For | For | 8) Dennis H. Reilley | |
| For | For | Ratification of the selection of Pricewaterhouse Coopers LLP as independent auditor for 2012 | Issuer |
| For | For | A non-binding advisory vote to approve Executive Compensation | Issuer |

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For For Approval of 2012 Incentive Compensation Plan Issuer

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------------------|----------------|-----------|--------|
| Magellan Midstream Partners, L.P. | April 24, 2012 | 559080106 | MMP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Robert G. Croyle 2) Barry R. Pearl | Issuer |
| For | For | Advisory resolution to approve executive compensation | Issuer |
| For | For | Ratification of appointment of independent auditor | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------|----------------|-----------|--------|
| Noble Energy, Inc. | April 24, 2012 | 655044105 | NBL |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Election of Directors: 1) Jeffrey L. Berenson | Issuer |
| For | For | 2) Michael A. Cawley | |
| For | For | 3) Edward F. Cox | |
| For | For | 4) Charles D. Davidson | |
| For | For | 5) Thomas J. Edelman | |
| For | For | 6) Eric P. Grubman | |
| For | For | 7) Kirby L. Hedrick | |
| For | For | 8) Scott D. Urban | |
| For | For | 9) William T. Van Kleef | |
| For | For | To ratify the appointment of KPMG LLP as the Company's Independent Auditor | Issuer |
| For | For | To approve in a non-binding advisory vote, the compensation of the Company's Named Executive Officers | Issuer |
| For | For | To approve an amendment to the Company's Certificate of Incorporation to (I) increase the number of authorized shares of common stock | Issuer |

from 250 million shares to 500 million shares and (II) reduce the par value of the Company's common stock from \$3.33 1/3 per share to \$0.01 per share

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------|------------------------|--|---------------------------------------|
| EQT Corporation | April 18, 2012 | 26884L109 | EQT |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Director: Kenneth M. Burke | Issuer |
| For | For | Election of Director: Margaret K. Dorman | Issuer |
| For | For | Election of Director: Philip G. Behrman, PH.D | Issuer |
| For | For | Election of Director: A. Bray Cary, Jr. | Issuer |
| For | For | Election of Director: Lee T. Todd, Jr., PH.D | Issuer |
| For | For | Approval of the company's executive compensation | Issuer |
| For | For | Ratify appointment of Ernst & Young LLP as independent registered public accountants | Issuer |
| Against | For | Shareholder proposal regarding declassification of the company's board of directors | Security Holder |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|------------------------|--|---------------------------------------|
| BP P.L.C. | April 12, 2012 | 055622104 | BP |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | To receive the Directors' Annual Report and Accounts | Issuer |
| For | For | To approve the Directors' Remuneration Report | Issuer |
| For | For | To re-elect Mr. R W Dudley as a Director | Issuer |
| For | For | To re-elect Mr. I C Conn as a Director | Issuer |
| For | For | To elect Dr. B Gilvary as a Director | Issuer |

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| | | | |
|-----|-----|--|--------|
| For | For | To re-elect Dr. B E. Grote as a Director | Issuer |
| For | For | To re-elect Mr. P M Anderson as a Director | Issuer |
| For | For | To re-elect Mr. F L Bowman as a Director | Issuer |
| For | For | To re-elect Mr. A Burgmans as a Director | Issuer |
| For | For | To re-elect Mrs. C B Carroll as a Director | Issuer |
| For | For | To re-elect Mr. G David as a Director | Issuer |
| For | For | To re-elect Mr. I E L Davis as a Director | Issuer |
| For | For | To elect Professor Dame Ann Dowling as a Director | Issuer |
| For | For | To re-elect Mr. B R Nelson as a Director | Issuer |
| For | For | To re-elect Mr. F P Nhleko as a Director | Issuer |
| For | For | To elect Mr. A B Shilston as a Director | Issuer |
| For | For | To re-elect Mr. C-H Svanberg as a Director | Issuer |
| For | For | To reappoint Ernst & Young LLP as auditors and authorize the Board to fix their remuneration | Issuer |
| For | For | Special Resolution: to give limited authority for the purchase of its own shares by the Company | Issuer |
| For | For | To give limited authority to allot shares up to a specified amount | Issuer |
| For | For | Special Resolution: to give authority to allot a limited number of shares for cash free of pre-emption rights | Issuer |
| For | For | Special Resolution: to authorize the calling of general meetings (excluding Annual General Meetings) by notice of at least 14 clear days | Issuer |

| | | | |
|--|-------------------------------|----------------------|---------------|
| Company Name Pembina Pipeline Corporation | Meeting Date March 27,2012 | ISIN CA7063271034 | Ticker PPL |
|--|-------------------------------|----------------------|---------------|

| | | | |
|------|------------------------|----------|--------------------------------|
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security |
|------|------------------------|----------|--------------------------------|

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| | | | |
|-----|-----|--|------------------|
| For | For | To approve the issuance of up to 130,000,000 Pembina Shares to holders of common shares of Provident Energy Ltd, Pembina and Pembina AcquisitionCo Inc | Holder Issuer |
| For | For | An amendment to Pembina's articles to increase the maximum number of directors of Pembina from 9 to 11 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------------|---------------|-----------|--------|
| National Fuel Gas Company | March 8, 2012 | 636180101 | NFG |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Philip C. Ackerman 2) R. Don Cash 3) Stephen E. Ewing | Issuer |
| For | For | Vote to ratify PricewaterhouseCoopers LLP as registered public accounting firm | Issuer |
| For | For | Advisory vote to approve compensation of executives | Issuer |
| For | For | Vote to approve the 2012 annual at risk compensation incentive plan | Issuer |
| For | For | Vote to approve the 2012 performance incentive plan | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|----------------------------|-------------------|-----------|--------|
| Regency Energy Partners LP | December 16, 2011 | 75885Y107 | RGP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Approval of the terms of the Regency Energy Partners LP 2011 Long-Term Incentive Plan, which provides for awards of options, all as more fully described in the Proxy Statement | 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 27, 2012

By: /s/ Terry Matlack
Terry Matlack
Chief Executive Officer