

FIRST TRUST SPECIALTY FINANCE & FINANCIAL OPPORTUNITIES FUND

Form N-PX

July 24, 2014

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 No. 811-22039

First Trust Specialty Finance and
Financial Opportunities Fund

Exact Name of Registrant as Specified in Declaration of Trust

120 East Liberty Drive, Suite 400, Wheaton, Illinois 60187

Address of Principal Executive Offices (Number, Street, City, State, Zip Code)

W. Scott Jardine
First Trust Portfolios L.P.
120 East Liberty Drive, Suite 400
Wheaton, Illinois 60187

Name and Address (Number, Street, City, State, Zip Code) of Agent for Service

(630) 765-8000

Registrant's Telephone Number, including Area Code

Date of fiscal year end: November 30

Date of reporting period: July 1, 2013 - June 30, 2014

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information

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collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, N.E., Washington D.C. 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. Section 3507.

Item 1. Proxy Voting Record

TICC CAPITAL CORP

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 87244T109 | MEETING TYPE: | Annual |
| TICKER: | TICC | MEETING DATE: | 23-Jul-2013 |
| ISIN | US87244T1097 | VOTE DEADLINE DATE: | 22-Jul-2013 |
| AGENDA | 933812972 Management | TOTAL BALLOT SHARES: | 124567 |
| LAST VOTE DATE: | 03-Jun-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 TONIA L. PANKOPF | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE TICC CAPITAL CORP. TO SELL SHARES OF ITS COMMON STOCK AT A PRICE OR PRICES BELOW TICC CAPITAL CORP.'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, IN EACH CASE SUBJECT TO THE APPROVAL OF ITS BOARD OF DIRECTORS AND COMPLIANCE WITH THE CONDITIONS SET FORTH IN THE PROXY STATEMENT PERTAINING THERETO. | For | None |

STELLUS CAPITAL INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 858568108 | MEETING TYPE: | Annual |
| TICKER: | SCM | MEETING DATE: | 29-Jul-13 |
| ISIN | US8585681088 | VOTE DEADLINE DATE: | 26-Jul-2013 |
| AGENDA | 933794237 Management | TOTAL BALLOT SHARES: | 109180 |
| LAST VOTE DATE: | 20-Jun-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 DEAN D'ANGELO 2 WILLIAM C. REPKO | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, WITH THE APPROVAL OF THE BOARD, TO SELL OR OTHERWISE ISSUE UP TO 25% OF THE COMPANY'S OUTSTANDING COMMON STOCK AT AN OFFERING PRICE THAT IS BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE ("NAV"). | For | None |

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 APOLLO INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 03761U106 | MEETING TYPE: | Special |
| TICKER: | AINV | MEETING DATE: | 6-Aug-13 |
| ISIN | US03761U1060 | VOTE DEADLINE DATE: | 05-Aug-2013 |
| AGENDA | 933854007 Management | TOTAL BALLOT SHARES: | 465445 |
| LAST VOTE DATE: | 02-Aug-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | TO APPROVE A PROPOSAL TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK (DURING THE NEXT 12 MONTHS) AT PRICES BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE. | For | None |

 APOLLO INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 03761U106 | MEETING TYPE: | Annual |
| TICKER: | AINV | MEETING DATE: | 6-Aug-13 |
| ISIN | US03761U1060 | VOTE DEADLINE DATE: | 05-Aug-2013 |
| AGENDA | 933853132 Management | TOTAL BALLOT SHARES: | 465445 |
| LAST VOTE DATE: | 02-Aug-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 ELLIOT STEIN JR. 2 BRADLEY J. WECHSLER | For | None |
| 2 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS APOLLO INVESTMENT CORPORATION'S (THE "COMPANY") INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2014. | For | None |

 GLADSTONE INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 376546107 | MEETING TYPE: | Annual |
| TICKER: | GAIN | MEETING DATE: | 8-Aug-13 |
| ISIN | US3765461070 | VOTE DEADLINE DATE: | 07-Aug-2013 |
| AGENDA | 933851671 Management | TOTAL BALLOT SHARES: | 183608 |
| LAST VOTE DATE: | 02-Aug-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 PAUL W. ADELGREN 2 DAVID GLADSTONE | For | None |

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3 JOHN H. OUTLAND

| | | | |
|---|--|-----|------|
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE US, WITH THE APPROVAL OF OUR BOARD OF DIRECTORS (THE "BOARD"), TO ISSUE AND SELL SHARES OF OUR COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW ITS THEN CURRENT NET ASSET VALUE PER SHARE, SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN THE PROXY STATEMENT (INCLUDING, WITHOUT LIMITATION, THAT THE NUMBER OF SHARES ISSUED AND SOLD. | For | None |
|---|--|-----|------|

 KCAP FINANCIAL, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 48668E101 | MEETING TYPE: | Special |
| TICKER: | KCAP | MEETING DATE: | 9-Aug-13 |
| ISIN | US48668E1010 | VOTE DEADLINE DATE: | 08-Aug-2013 |
| AGENDA | 933821488 Management | TOTAL BALLOT SHARES: | 291123 |
| LAST VOTE DATE: | 20-Jun-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK, PAR VALUE \$0.01 PER SHARE AT A PRICE BELOW THE THEN CURRENT NET ASSET VALUE PER SHARE OF SUCH COMMON STOCK, SUBJECT TO CERTAIN LIMITATIONS DESCRIBED IN THE PROXY STATEMENT. | For | None |
| 2 | TO APPROVE THE ISSUANCE OF SHARES UPON CONVERSION OF THE 8.75% CONVERTIBLE SENIOR NOTES DUE 2016 INTO MORE THAN 20% OF OUR COMMON STOCK OUTSTANDING UNDER APPLICABLE NASDAQ LISTING RULES. | For | None |

 SARATOGA INVESTMENT CORP

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 80349A208 | MEETING TYPE: | Annual |
| TICKER: | SAR | MEETING DATE: | 26-Sep-2013 |
| ISIN | US80349A2087 | VOTE DEADLINE DATE: | 25-Sep-2013 |
| AGENDA | 933871786 Management | TOTAL BALLOT SHARES: | 14085 |
| LAST VOTE DATE: | 24-Sep-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 STEVEN M. LOONEY 2 CHARLES S. WHITMAN III | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE | For | None |

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THE COMPANY TO SELL OR OTHERWISE
 ISSUE THE COMPANY'S COMMON STOCK AT
 AN OFFERING PRICE PER SHARE TO
 INVESTORS THAT IS NOT LESS THAN 85% OF
 THE COMPANY'S THEN CURRENT NET ASSET
 VALUE PER SHARE.

| | | | |
|---|--|-----|------|
| 3 | TO APPROVE THE ADJOURNMENT OF ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF ANNUAL MEETING, TO APPROVE PROPOSAL TO ELECT TWO DIRECTORS AND/OR PROPOSAL TO SELL OR ISSUE SHARES OF COMMON STOCK TO INVESTORS AT A PRICE PER SHARE THAT IS LESS THAN THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE. | For | None |
|---|--|-----|------|

 PROSPECT CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 74348T102 | MEETING TYPE: | Annual |
| TICKER: | PSEC | MEETING DATE: | 06-Dec-2013 |
| ISIN | US74348T1025 | VOTE DEADLINE DATE: | 05-Dec-2013 |
| AGENDA | 933879807 Management | TOTAL BALLOT SHARES: | 12276 |
| LAST VOTE DATE: | 19-Sep-2013 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 EUGENE S. STARK 2 JOHN F. BARRY III | For | None |
| 2 | TO RATIFY THE SELECTION OF BDO USA, LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2014. | For | None |
| 3 | TO AUTHORIZE THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE OR PRICES BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS SUBJECT TO CERTAIN CONDITIONS AS SET FORTH IN THE ACCOMPANYING PROXY STATEMENT, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | For | None |

 FULL CIRCLE CAPITAL CORPORATION

| | | | |
|-----------|----------------------|----------------------|-------------|
| SECURITY: | 359671104 | MEETING TYPE: | Annual |
| TICKER: | FULL | MEETING DATE: | 17-Jan-2014 |
| ISIN | US3596711040 | VOTE DEADLINE DATE: | 16-Jan-2014 |
| AGENDA | 933894669 Management | TOTAL BALLOT SHARES: | 147750 |

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LAST VOTE DATE: 15-Jan-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 MARK C. BIDERMAN 2 THOMAS A. ORTWEIN, JR. 3 GREGG J. FELTON | For | None |
| 2 | TO RATIFY THE SELECTION OF ROTHSTEIN, KASS & COMPANY, P.C. TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING JUNE 30, 2014. | For | None |

FULL CIRCLE CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 359671104 | MEETING TYPE: | Special |
| TICKER: | FULL | MEETING DATE: | 17-Jan-2014 |
| ISIN | US3596711040 | VOTE DEADLINE DATE: | 16-Jan-2014 |
| AGENDA | 933897324 Management | TOTAL BALLOT SHARES: | 147750 |
| LAST VOTE DATE: | 15-Jan-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, WITH THE APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK AT A PRICE OR PRICES BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN CONDITIONS AS SET FORTH IN THE PROXY STATEMENT | For | None |

GOLUB CAPITAL BDC, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 38173M102 | MEETING TYPE: | Annual |
| TICKER: | GBDC | MEETING DATE: | 04-Feb-2014 |
| ISIN | US38173M1027 | VOTE DEADLINE DATE: | 03-Feb-2014 |
| AGENDA | 933910689 Management | TOTAL BALLOT SHARES: | 824094 |
| LAST VOTE DATE: | 31-Jan-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: DAVID B. GOLUB | For | None |
| 2 | ELECTION OF DIRECTOR: ANITA R. ROSENBERG | For | None |
| 3 | TO RATIFY THE SELECTION OF MCGLADREY LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | For | None |

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 PENNANTPARK FLOATING RATE CAPITAL LTD.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 70806A106 | MEETING TYPE: | Annual |
| TICKER: | PFLT | MEETING DATE: | 04-Feb-2014 |
| ISIN | US70806A1060 | VOTE DEADLINE DATE: | 03-Feb-2014 |
| AGENDA | 933910122 Management | TOTAL BALLOT SHARES: | 178528 |
| LAST VOTE DATE: | 31-Jan-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 ARTHUR H. PENN | For | None |
| 2 | TO RATIFY THE SELECTION OF MCGLADREY LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | For | None |

 GLADSTONE CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 376535100 | MEETING TYPE: | Annual |
| TICKER: | GLAD | MEETING DATE: | 13-Feb-2014 |
| ISIN | US3765351008 | VOTE DEADLINE DATE: | 12-Feb-2014 |
| AGENDA | 933909042 Management | TOTAL BALLOT SHARES: | 362452 |
| LAST VOTE DATE: | 11-Feb-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: MICHELA A. ENGLISH | For | None |
| 2 | ELECTION OF DIRECTOR: ANTHONY W. PARKER | For | None |
| 3 | TO APPROVE A PROPOSAL TO AUTHORIZE US, WITH THE APPROVAL OF OUR BOARD OF DIRECTORS, TO ISSUE AND SELL SHARES OF OUR COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW ITS THEN CURRENT NET ASSET VALUE PER SHARE SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN OUR PROXY STATEMENT | For | None |

 PENNANTPARK FLOATING RATE CAPITAL LTD.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 70806A106 | MEETING TYPE: | Special |
| TICKER: | PFLT | MEETING DATE: | 25-Feb-2014 |
| ISIN | US70806A1060 | VOTE DEADLINE DATE: | 24-Feb-2014 |
| AGENDA | 933910045 Management | TOTAL BALLOT SHARES: | 178528 |
| LAST VOTE DATE: | 31-Jan-2014 | | |

RECOMMEN- DEFAULT

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| ITEM | PROPOSAL | DATION | VOTE |
|------|--|--------|------|
| 1 | TO CONSIDER AND VOTE UPON A PROPOSAL TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH THE APPROVAL OF THE COMPANY'S BOARD OF DIRECTORS, TO SELL SHARES OF THE COMPANY'S COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW THE THEN-CURRENT NET ASSET VALUE PER SHARE, SUBJECT TO CERTAIN LIMITATIONS DESCRIBED IN THE JOINT PROXY STATEMENT. | For | None |

FIFTH STREET FINANCE CORP.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 31678A103 | MEETING TYPE: | Annual |
| TICKER: | FSC | MEETING DATE: | 13-Mar-2014 |
| ISIN | US31678A1034 | VOTE DEADLINE DATE: | 12-Mar-2014 |
| AGENDA | 933919512 Management | TOTAL BALLOT SHARES: | 90722 |
| LAST VOTE DATE: | 11-Mar-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: IVELIN M. DIMITROV | For | None |
| 2 | ELECTION OF DIRECTOR: BRIAN S. DUNN | For | None |
| 3 | ELECTION OF DIRECTOR: BYRON J. HANEY | For | None |
| 4 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | For | None |

PENNANTPARK INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 708062104 | MEETING TYPE: | Special |
| TICKER: | PNNT | MEETING DATE: | 18-Mar-2014 |
| ISIN | US7080621045 | VOTE DEADLINE DATE: | 17-Mar-2014 |
| AGENDA | 933909977 Management | TOTAL BALLOT SHARES: | 753753 |
| LAST VOTE DATE: | 31-Jan-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | TO CONSIDER AND VOTE UPON A PROPOSAL TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH THE APPROVAL OF THE COMPANY'S BOARD OF DIRECTORS, TO SELL SHARES OF THE COMPANY'S COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW THE THEN-CURRENT NET ASSET VALUE PER SHARE, SUBJECT TO CERTAIN LIMITATIONS DESCRIBED IN THE JOINT PROXY STATEMENT. | For | None |

 PENNANTPARK INVESTMENT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 708062104 | MEETING TYPE: | Annual |
| TICKER: | PNNT | MEETING DATE: | 18-Mar-2014 |
| ISIN | US7080621045 | VOTE DEADLINE DATE: | 17-Mar-2014 |
| AGENDA | 933910057 Management | TOTAL BALLOT SHARES: | 753753 |
| LAST VOTE DATE: | 31-Jan-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 MARSHALL BROZOST 2 SAMUEL L. KATZ | For | None |
| 2 | TO RATIFY THE SELECTION OF MCGLADREY LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | For | None |

 MEDLEY CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 58503F106 | MEETING TYPE: | Annual |
| TICKER: | MCC | MEETING DATE: | 03-Apr-2014 |
| ISIN | US58503F1066 | VOTE DEADLINE DATE: | 02-Apr-2014 |
| AGENDA | 933914916 Management | TOTAL BALLOT SHARES: | 546533 |
| LAST VOTE DATE: | 07-Feb-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 BROOK TAUBE 2 KARIN HIRTNER-GARVEY 3 JOHN E. MACK | For | None |
| 2 | THE RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR MEDLEY CAPITAL CORPORATION FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | For | None |
| 3 | TO APPROVE AUTHORIZATION OF MEDLEY CAPITAL CORPORATION, WITH THE APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK AT A PRICE OR PRICES BELOW MEDLEY CAPITAL CORPORATION'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN CONDITIONS AS SET FORTH IN THE PROXY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | For | None |

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AMERICAN CAPITAL, LTD.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 02503Y103 | MEETING TYPE: | Annual |
| TICKER: | ACAS | MEETING DATE: | 25-Apr-2014 |
| ISIN | US02503Y1038 | VOTE DEADLINE DATE: | 24-Apr-2014 |
| AGENDA | 933931607 Management | TOTAL BALLOT SHARES: | 169426 |
| LAST VOTE DATE: | 15-Mar-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: MARY C. BASKIN | For | None |
| 2 | ELECTION OF DIRECTOR: NEIL M. HAHL | For | None |
| 3 | ELECTION OF DIRECTOR: PHILIP R. HARPER | For | None |
| 4 | ELECTION OF DIRECTOR: STAN LUNDINE | For | None |
| 5 | ELECTION OF DIRECTOR: SUSAN K. NESTEGARD | For | None |
| 6 | ELECTION OF DIRECTOR: KENNETH D. PETERSON | For | None |
| 7 | ELECTION OF DIRECTOR: ALVIN N. PURYEAR | For | None |
| 8 | ELECTION OF DIRECTOR: MALON WILKUS | For | None |
| 9 | APPROVAL OF AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | For | None |
| 10 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT PUBLIC ACCOUNTANT FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |

MVC CAPITAL, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 553829102 | MEETING TYPE: | Annual |
| TICKER: | MVC | MEETING DATE: | 29-Apr-2014 |
| ISIN | US5538291023 | VOTE DEADLINE DATE: | 28-Apr-2014 |
| AGENDA | 933931277 Management | TOTAL BALLOT SHARES: | 262050 |
| LAST VOTE DATE: | 21-Mar-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 EMILIO DOMINIANNI 2 PHILLIP GOLDSTEIN 3 GERALD HELLERMAN 4 WARREN HOLTSBERG 5 ROBERT KNAPP 6 WILLIAM TAYLOR 7 MICHAEL TOKARZ | For | None |
| 2 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE FUND'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | For | None |

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FOR FISCAL YEAR 2014.

GLADSTONE COMMERCIAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 376536108 | MEETING TYPE: | Annual |
| TICKER: | GOOD | MEETING DATE: | 01-May-2014 |
| ISIN | US3765361080 | VOTE DEADLINE DATE: | 30-Apr-2014 |
| AGENDA | 933940911 Management | TOTAL BALLOT SHARES: | 44496 |
| LAST VOTE DATE: | 29-Apr-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 MICHELA A. ENGLISH 2 ANTHONY W. PARKER | For | None |
| 2 | TO RATIFY OUR AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

KCAP FINANCIAL, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 48668E101 | MEETING TYPE: | Annual |
| TICKER: | KCAP | MEETING DATE: | 05-May-2014 |
| ISIN | US48668E1010 | VOTE DEADLINE DATE: | 02-May-2014 |
| AGENDA | 933947826 Management | TOTAL BALLOT SHARES: | 341146 |
| LAST VOTE DATE: | 01-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 ALBERT G. PASTINO 2 C. MICHAEL JACOBI 3 JAY R. BLOOM | For | None |
| 2 | TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. | For | None |
| 3 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANT OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

NEW MOUNTAIN FINANCE CORPORATION

| | | | |
|-----------|----------------------|----------------------|-------------|
| SECURITY: | 647551100 | MEETING TYPE: | Annual |
| TICKER: | NMFC | MEETING DATE: | 06-May-2014 |
| ISIN | US6475511001 | VOTE DEADLINE DATE: | 05-May-2014 |
| AGENDA | 933970964 Management | TOTAL BALLOT SHARES: | 385898 |

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LAST VOTE DATE: 02-May-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 STEVEN B. KLINSKY 2 DAVID R. MALPASS 3 KURT J. WOLFGRUBER | For | None |
| 2 | TO AUTHORIZE, VOTING ON A PASS- THROUGH BASIS, THE BOARD OF DIRECTORS OF NEW MOUNTAIN FINANCE HOLDINGS, L.L.C. TO WITHDRAW NEW MOUNTAIN FINANCE HOLDINGS, L.L.C.'S ELECTION TO BE TREATED AS A BUSINESS DEVELOPMENT COMPANY UNDER THE INVESTMENT COMPANY ACT OF 1940, AS AMENDED. | For | None |
| 3 | TO APPROVE AN INVESTMENT ADVISORY AND MANAGEMENT AGREEMENT BETWEEN NEW MOUNTAIN FINANCE CORPORATION AND NEW MOUNTAIN FINANCE HOLDINGS, L.L.C.'S CURRENT INVESTMENT ADVISER, NEW MOUNTAIN FINANCE ADVISERS BDC, L.L.C. | For | None |

SOLAR CAPITAL LTD

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 83413U100 | MEETING TYPE: | Annual |
| TICKER: | SLRC | MEETING DATE: | 06-May-2014 |
| ISIN | US83413U1007 | VOTE DEADLINE DATE: | 05-May-2014 |
| AGENDA | 933949806 Management | TOTAL BALLOT SHARES: | 291292 |
| LAST VOTE DATE: | 02-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 BRUCE SPOHLER 2 STEVEN HOCHBERG | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE SOLAR CAPITAL LTD. TO SELL SHARES OF ITS COMMON STOCK AT A PRICE OR PRICES BELOW SOLAR CAPITAL LTD.'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, IN EACH CASE SUBJECT TO THE APPROVAL OF ITS BOARD OF DIRECTORS AND IN COMPLIANCE WITH THE CONDITIONS SET FORTH IN THE PROXY STATEMENT PERTAINING THERETO. | For | None |

SOLAR SENIOR CAPITAL LTD

| | | | |
|-----------|--------------|---------------------|-------------|
| SECURITY: | 83416M105 | MEETING TYPE: | Annual |
| TICKER: | SUNS | MEETING DATE: | 06-May-2014 |
| ISIN | US83416M1053 | VOTE DEADLINE DATE: | 05-May-2014 |

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AGENDA 933947939 Management TOTAL BALLOT SHARES: 53959
 LAST VOTE DATE: 02-May-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 MICHAEL S. GROSS 2 LEONARD A. POTTER | For | None |
| 2 | APPROVAL TO AUTHORIZE SOLAR SENIOR CAPITAL LTD. TO SELL SHARES OF ITS COMMON STOCK AT A PRICE OR PRICES BELOW SOLAR SENIOR CAPITAL LTD.'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, IN EACH CASE SUBJECT TO THE APPROVAL OF ITS BOARD OF DIRECTORS AND IN COMPLIANCE WITH THE CONDITIONS SET FORTH IN THE PROXY STATEMENT PERTAINING THERETO. | For | None |

HATTERAS FINANCIAL CORP.

SECURITY: 41902R103 MEETING TYPE: Annual
 TICKER: HTS MEETING DATE: 07-May-2014
 ISIN US41902R1032 VOTE DEADLINE DATE: 06-May-2014
 AGENDA 933946189 Management TOTAL BALLOT SHARES: 194282
 LAST VOTE DATE: 05-May-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 MICHAEL R. HOUGH 2 BENJAMIN M. HOUGH 3 DAVID W. BERSON 4 IRA G. KAWALLER 5 JEFFREY D. MILLER 6 THOMAS D. WREN | For | None |
| 2 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |
| 3 | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION. | For | None |

TRIANGLE CAPITAL CORPORATION

SECURITY: 895848109 MEETING TYPE: Annual
 TICKER: TCAP MEETING DATE: 07-May-2014
 ISIN US8958481090 VOTE DEADLINE DATE: 06-May-2014
 AGENDA 933948171 Management TOTAL BALLOT SHARES: 176736
 LAST VOTE DATE: 25-Mar-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|----------|---------------------|-----------------|
|------|----------|---------------------|-----------------|

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| | | | |
|----|---|-----|------|
| 1 | ELECTION OF DIRECTOR: GARLAND S. TUCKER, III | For | None |
| 2 | ELECTION OF DIRECTOR: E. ASHTON POOLE | For | None |
| 3 | ELECTION OF DIRECTOR: BRENT P.W. BURGESS | For | None |
| 4 | ELECTION OF DIRECTOR: STEVEN C. LILLY | For | None |
| 5 | ELECTION OF DIRECTOR: W. MCCOMB DUNWOODY | For | None |
| 6 | ELECTION OF DIRECTOR: MARK M. GAMBILL | For | None |
| 7 | ELECTION OF DIRECTOR: BENJAMIN S. GOLDSTEIN | For | None |
| 8 | ELECTION OF DIRECTOR: SIMON B. RICH, JR. | For | None |
| 9 | ELECTION OF DIRECTOR: SHERWOOD H. SMITH, JR. | For | None |
| 10 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, PURSUANT TO APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF ITS COMMON STOCK OR WARRANTS, OPTIONS OR RIGHTS TO ACQUIRE ITS COMMON STOCK DURING THE NEXT YEAR AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE (I.E., BOOK VALUE) PER SHARE, SUBJECT TO CERTAIN CONDITIONS. | For | None |
| 11 | TO APPROVE BY AN ADVISORY (NON-BINDING) VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | For | None |

BLACKROCK KELSO CAPITAL CORP.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 092533108 | MEETING TYPE: | Annual |
| TICKER: | BKCC | MEETING DATE: | 09-May-2014 |
| ISIN | US0925331086 | VOTE DEADLINE DATE: | 08-May-2014 |
| AGENDA | 933950380 Management | TOTAL BALLOT SHARES: | 215735 |
| LAST VOTE DATE: | 26-Mar-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 JOHN R. BARON 2 JERROLD B. HARRIS 3 MICHAEL B. LAZAR | For | None |
| 2 | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |

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 BLACKROCK KELSO CAPITAL CORP.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 092533108 | MEETING TYPE: | Special |
| TICKER: | BKCC | MEETING DATE: | 09-May-2014 |
| ISIN | US0925331086 | VOTE DEADLINE DATE: | 08-May-2014 |
| AGENDA | 933953425 Management | TOTAL BALLOT SHARES: | 215735 |
| LAST VOTE DATE: | 27-Mar-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | TO AUTHORIZE FLEXIBILITY FOR THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN THE PROXY STATEMENT. | For | None |

CYS INVESTMENTS, INC

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 12673A108 | MEETING TYPE: | Annual |
| TICKER: | CYS | MEETING DATE: | 09-May-2014 |
| ISIN | US12673A1088 | VOTE DEADLINE DATE: | 08-May-2014 |
| AGENDA | 933966042 Management | TOTAL BALLOT SHARES: | 696880 |
| LAST VOTE DATE: | 04-Apr-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 KEVIN E. GRANT 2 TANYA S. BEDER 3 DOUGLAS CROCKER, II 4 JEFFREY P. HUGHES 5 STEPHEN P. JONAS 6 R.A. REDLINGSHAFFER, JR. 7 JAMES A. STERN 8 DAVID A. TYSON, PHD | For | None |
| 2 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | For | None |
| 3 | TO CONSIDER AND ACT UPON A PROPOSAL TO RATIFY, CONFIRM AND APPROVE THE SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

TCP CAPITAL CORP.

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 SECURITY: 87238Q103 MEETING TYPE: Annual
 TICKER: TPCP MEETING DATE: 15-May-2014
 ISIN US87238Q1031 VOTE DEADLINE DATE: 14-May-2014
 AGENDA 933972843 Management TOTAL BALLOT SHARES: 393477
 LAST VOTE DATE: 13-May-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 ERIC J. DRAUT 2 FRANKLIN R. JOHNSON 3 PETER E. SCHWAB 4 HOWARD M. LEVKOWITZ 5 RAJNEESH VIG | For | None |
| 2 | TO AUTHORIZE THE COMPANY, WITH APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL SHARES OF THE COMPANY'S COMMON STOCK (DURING THE NEXT 12 MONTHS) AT A PRICE OR PRICES BELOW ITS THEN CURRENT NET ASSET VALUE PER SHARE IN ONE OR MORE OFFERINGS, SUBJECT TO CERTAIN LIMITATIONS SET FORTH IN THE PROXY STATEMENT | For | None |

 STONE CASTLE FINANCIAL

SECURITY: 861780104 MEETING TYPE: Annual
 TICKER: BANX MEETING DATE: 20-May-2014
 ISIN VOTE DEADLINE DATE: 19-May-2014
 AGENDA 934001645 Management TOTAL BALLOT SHARES: 127211
 LAST VOTE DATE: 16-May-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 CLARA MILLER 2 GEORGE SHILOWITZ | For | None |

 ANNALY CAPITAL MANAGEMENT, INC.

SECURITY: 035710409 MEETING TYPE: Annual
 TICKER: NLY MEETING DATE: 22-May-2014
 ISIN US0357104092 VOTE DEADLINE DATE: 21-May-2014
 AGENDA 933971310 Management TOTAL BALLOT SHARES: 367500
 LAST VOTE DATE: 10-Apr-2014

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: JONATHAN D. GREEN | For | None |
| 2 | ELECTION OF DIRECTOR: JOHN H. SCHAEFER | For | None |

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| | | | |
|---|---|-----|------|
| 3 | ELECTION OF DIRECTOR: FRANCINE J. BOVICH | For | None |
| 4 | THE PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | For | None |
| 5 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2014 FISCAL YEAR. | For | None |

SAFEGUARD SCIENTIFICS, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 786449207 | MEETING TYPE: | Annual |
| TICKER: | SFE | MEETING DATE: | 22-May-2014 |
| ISIN | US7864492076 | VOTE DEADLINE DATE: | 21-May-2014 |
| AGENDA | 933976156 Management | TOTAL BALLOT SHARES: | 97467 |
| LAST VOTE DATE: | 10-Apr-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 ANDREW E. LIETZ 2 STEPHEN T. ZARRILLI 3 JULIE A. DOBSON 4 KEITH B. JARRETT 5 GEORGE MACKENZIE 6 GEORGE D. MCCLELLAND 7 JACK L. MESSMAN 8 JOHN J. ROBERTS 9 ROBERT J. ROSENTHAL | For | None |
| 2 | ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | For | None |
| 3 | APPROVAL OF THE AMENDED AND RESTATED 2004 EQUITY COMPENSATION PLAN. | For | None |
| 4 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | For | None |

TPG SPECIALTY LENDING INC

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 87265K102 | MEETING TYPE: | Annual |
| TICKER: | TSLX | MEETING DATE: | 22-May-2014 |
| ISIN | US87265K1025 | VOTE DEADLINE DATE: | 21-May-2014 |
| AGENDA | 933996449 Management | TOTAL BALLOT SHARES: | 38528 |
| LAST VOTE DATE: | 20-May-2014 | | |

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| ITEM | PROPOSAL | DATION | VOTE |
|------|--|--------|------|
| 1 | DIRECTOR 1 JOSHUA EASTERLY 2 MICHAEL FISHMAN | For | None |
| 2 | TO RATIFY THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

MCG CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 58047P107 | MEETING TYPE: | Annual |
| TICKER: | MCGC | MEETING DATE: | 28-May-2014 |
| ISIN | US58047P1075 | VOTE DEADLINE DATE: | 27-May-2014 |
| AGENDA | 934005011 Management | TOTAL BALLOT SHARES: | 445089 |
| LAST VOTE DATE: | 23-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: KEITH KENNEDY | For | None |
| 2 | THE RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF OUR BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |
| 3 | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | For | None |

COMPASS DIVERSIFIED HOLDINGS

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 20451Q104 | MEETING TYPE: | Annual |
| TICKER: | CODI | MEETING DATE: | 29-May-2014 |
| ISIN | US20451Q1040 | VOTE DEADLINE DATE: | 28-May-2014 |
| AGENDA | 933982705 Management | TOTAL BALLOT SHARES: | 187109 |
| LAST VOTE DATE: | 16-Apr-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 JAMES J. BOTTIGLIERI 2 GORDON M. BURNS | For | None |
| 2 | TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF OUR EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. | For | None |
| 3 | TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS INDEPENDENT AUDITOR. | For | None |

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 MAIN STREET CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 56035L104 | MEETING TYPE: | Annual |
| TICKER: | MAIN | MEETING DATE: | 29-May-2014 |
| ISIN | US56035L1044 | VOTE DEADLINE DATE: | 28-May-2014 |
| AGENDA | 933940315 Management | TOTAL BALLOT SHARES: | 38932 |
| LAST VOTE DATE: | 27-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: MICHAEL APPLING, JR. | For | None |
| 2 | ELECTION OF DIRECTOR: JOSEPH E. CANON | For | None |
| 3 | ELECTION OF DIRECTOR: ARTHUR L. FRENCH | For | None |
| 4 | ELECTION OF DIRECTOR: J. KEVIN GRIFFIN | For | None |
| 5 | ELECTION OF DIRECTOR: JOHN E. JACKSON | For | None |
| 6 | ELECTION OF DIRECTOR: VINCENT D. FOSTER | For | None |
| 7 | PROPOSAL TO RATIFY THE APPOINTMENT OF GRANT THORNTON, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER 31, 2014. | For | None |
| 8 | ADVISORY NON-BINDING APPROVAL OF EXECUTIVE COMPENSATION. | For | None |

 ARES CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|--------------|
| SECURITY: | 04010L103 | MEETING TYPE: | Annual |
| TICKER: | ARCC | MEETING DATE: | 02-Jun-2014 |
| ISIN | US04010L1035 | VOTE DEADLINE DATE: | 30-May-2014 |
| AGENDA | 933989634 Management | TOTAL BALLOT SHARES: | 1201212.5878 |
| LAST VOTE DATE: | 30-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | ELECTION OF DIRECTOR: MICHAEL J. AROUGHETI | For | None |
| 2 | ELECTION OF DIRECTOR: ANN TORRE BATES | For | None |
| 3 | ELECTION OF DIRECTOR: STEVEN B. MCKEEVER | For | None |
| 4 | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |

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| | | | |
|---|--|-----|------|
| 5 | TO AUTHORIZE THE COMPANY, WITH THE APPROVAL OF ITS BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK AT A PRICE BELOW ITS THEN CURRENT NET ASSET VALUE PER SHARE SUBJECT TO THE LIMITATIONS SET FORTH IN THE PROXY STATEMENT FOR THE 2014 ANNUAL MEETING OF STOCKHOLDERS (INCLUDING, WITHOUT LIMITATION, THAT THE NUMBER OF SHARES ISSUED DOES NOT EXCEED 25% OF THE COMPANY'S THEN OUTSTANDING COMMON STOCK). | For | None |
|---|--|-----|------|

 THL CREDIT, INC.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 872438106 | MEETING TYPE: | Annual |
| TICKER: | TCRD | MEETING DATE: | 03-Jun-2014 |
| ISIN | US8724381061 | VOTE DEADLINE DATE: | 02-Jun-2014 |
| AGENDA | 934001051 Management | TOTAL BALLOT SHARES: | 510484 |
| LAST VOTE DATE: | 30-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 DAVID K. DOWNES 2 NANCY HAWTHORNE 3 KEITH W. HUGHES 4 JAMES K. HUNT 5 JOHN A. SOMMERS 6 DAVID P. SOUTHWELL | For | None |
| 2 | APPROVAL OF A PROPOSAL TO AUTHORIZE THE COMPANY TO SELL OR OTHERWISE ISSUE UP TO 25% OF THE COMPANY'S OUTSTANDING COMMON STOCK AT A PRICE BELOW THE COMPANY'S THEN CURRENT NAV. | For | None |
| 3 | APPROVAL OF A PROPOSAL TO AUTHORIZE THE COMPANY TO OFFER AND ISSUE DEBT WITH WARRANTS OR DEBT CONVERTIBLE INTO SHARES OF ITS COMMON STOCK AT AN EXERCISE OR CONVERSION PRICE THAT, AT THE TIME SUCH WARRANTS OR CONVERTIBLE DEBT ARE ISSUED, WILL NOT BE LESS THAN THE MARKET VALUE PER SHARES BUT MAY BE BELOW THE COMPANY'S THEN CURRENT NAV. | For | None |

 FIDUS INVT CORP

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 316500107 | MEETING TYPE: | Annual |
| TICKER: | FDUS | MEETING DATE: | 04-Jun-2014 |
| ISIN | US3165001070 | VOTE DEADLINE DATE: | 03-Jun-2014 |
| AGENDA | 933970584 Management | TOTAL BALLOT SHARES: | 7464 |
| LAST VOTE DATE: | 02-Jun-2014 | | |

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| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 EDWARD H. ROSS 2 RAYMOND L. ANSTISS, JR. | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, SUBJECT TO THE APPROVAL OF THE COMPANY'S BOARD OF DIRECTORS, TO SELL OR OTHERWISE ISSUE SHARES OF ITS COMMON STOCK DURING THE NEXT YEAR AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE, SUBJECT TO CERTAIN CONDITIONS AS SET FORTH IN THE PROXY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | For | None |

OFS CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 67103B100 | MEETING TYPE: | Annual |
| TICKER: | OFS | MEETING DATE: | 04-Jun-2014 |
| ISIN | US67103B1008 | VOTE DEADLINE DATE: | 03-Jun-2014 |
| AGENDA | 934009398 Management | TOTAL BALLOT SHARES: | 137559 |
| LAST VOTE DATE: | 02-Jun-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 ROBERT CRESCI 2 BILAL RASHID | For | None |
| 2 | TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

MEDALLION FINANCIAL CORP.

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 583928106 | MEETING TYPE: | Annual |
| TICKER: | TAXI | MEETING DATE: | 06-Jun-2014 |
| ISIN | US5839281061 | VOTE DEADLINE DATE: | 05-Jun-2014 |
| AGENDA | 934006974 Management | TOTAL BALLOT SHARES: | 250553 |
| LAST VOTE DATE: | 04-Jun-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 HENRY L. AARON 2 HENRY D. JACKSON 3 ALVIN MURSTEIN | For | None |
| 2 | PROPOSAL TO RATIFY THE APPOINTMENT | For | None |

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OF WEISERMAZARS LLP AS MEDALLION
FINANCIAL CORP.'S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM

| | | | |
|---|---|-----|------|
| 3 | PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | For | None |
|---|---|-----|------|

HARVEST CAPITAL CREDIT CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 41753F109 | MEETING TYPE: | Annual |
| TICKER: | HCAP | MEETING DATE: | 09-Jun-2014 |
| ISIN | US41753F1093 | VOTE DEADLINE DATE: | 06-Jun-2014 |
| AGENDA | 934002990 Management | TOTAL BALLOT SHARES: | 8699 |
| LAST VOTE DATE: | 06-Jun-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 DORIAN B. KLEIN 2 JACK G. LEVIN | For | None |
| 2 | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

HORIZON TECHNOLOGY FINANCE CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 44045A102 | MEETING TYPE: | Annual |
| TICKER: | HRZN | MEETING DATE: | 13-Jun-2014 |
| ISIN | US44045A1025 | VOTE DEADLINE DATE: | 12-Jun-2014 |
| AGENDA | 934003360 Management | TOTAL BALLOT SHARES: | 223222 |
| LAST VOTE DATE: | 12-Jun-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 JAMES J. BOTTIGLIERI 2 GERALD A. MICHAUD | For | None |
| 2 | TO RATIFY THE SELECTION OF MCGLADREY LLP TO SERVE AS HORIZON TECHNOLOGY FINANCE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | For | None |

ARES COMMERCIAL REAL ESTATE CORP

| | | | |
|-----------|-----------|---------------|-------------|
| SECURITY: | 04013V108 | MEETING TYPE: | Annual |
| TICKER: | ACRE | MEETING DATE: | 26-Jun-2014 |

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| | | | |
|-----------------|----------------------|----------------------|-------------|
| ISIN | US04013V1089 | VOTE DEADLINE DATE: | 25-Jun-2014 |
| AGENDA | 934010579 Management | TOTAL BALLOT SHARES: | 20012 |
| LAST VOTE DATE: | 09-May-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|--|---------------------|-----------------|
| 1 | DIRECTOR 1 CAROLINE E. BLAKELY 2 JOHN HOPE BRYANT 3 ROBERT L. ROSEN | For | None |
| 2 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | For | None |

MONROE CAPITAL CORPORATION

| | | | |
|-----------------|----------------------|----------------------|-------------|
| SECURITY: | 610335101 | MEETING TYPE: | Annual |
| TICKER: | MRCC | MEETING DATE: | 27-Jun-2014 |
| ISIN | US6103351010 | VOTE DEADLINE DATE: | 26-Jun-2014 |
| AGENDA | 934009728 Management | TOTAL BALLOT SHARES: | 5114 |
| LAST VOTE DATE: | 23-Jun-2014 | | |

| ITEM | PROPOSAL | RECOMMEN- DATION | DEFAULT VOTE |
|------|---|---------------------|-----------------|
| 1 | DIRECTOR 1 JEFFREY A. GOLMAN 2 JORDE M. NATHAN 3 AARON D. PECK | For | None |
| 2 | TO APPROVE A PROPOSAL TO AUTHORIZE THE COMPANY, PURSUANT TO APPROVAL OF BOARD OF DIRECTORS OF THE COMPANY, TO SELL SHARES OF ITS COMMON STOCK OR WARRANTS, OPTIONS OR RIGHTS TO ACQUIRE ITS COMMON STOCK DURING NEXT TWELVE MONTHS AT A PRICE BELOW THE COMPANY'S THEN CURRENT NET ASSET VALUE PER SHARE, SUBJECT TO CERTAIN CONDITIONS AS SET FORTH IN THIS PROXY STATEMENT. | For | None |

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.

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(Registrant) FIRST TRUST SPECIALTY FINANCE
AND FINANCIAL OPPORTUNITIES FUND

By (Signature and Title)* /s/ Mark R. Bradley

Mark R. Bradley, President

Date July 24, 2014

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