SPECIAL OPPORTUNITIES FUND, INC.

Form N-PX August 27, 2018

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 811-07528

Special Opportunities Fund, Inc.

(Exact name of registrant as specified in charter)

615 East Michigan Street

Milwaukee, WI 53202

(Address of principal executive offices) (Zip code)

Andrew Dakos
Bulldog Investors, LLC
Park 80 West
250 Pehle Avenue, Suite 708
Saddle Brook, NJ 07663
(Name and address of agent for service)

Copy to:

Thomas R. Westle, Esq. Blank Rome LLP The Chrysler Building 405 Lexington Avenue New York, NY 10174

Registrant's telephone number, including area code: <u>1-877-607-0414</u>

Date of fiscal year end: December 31, 2018

Date of reporting period: July 1, 2017– June 30, 2018

Special Opportunities Fund, Inc. (SPE)

### Item 1. Proxy Voting Record.

Name of Fund:

**FOR** 

**FOR** 

July 1, 2017 -Period: June 30,2018 Company Name Meeting Date ISIN Ticker PROSPECT JAPAN 7/19/2017 GB00B011QL44 PJF LN **FUND LTD** Propose by Management issuer Vote Recommended Proposal orVote shareholder 1 -THAT: (A) FOR THE PURPOSE OF GIVING EFFECT TO THE SCHEME BETWEEN TPJF AND THE SCHEME SHAREHOLDERS, A PRINT OF WHICH HAS BEEN PRODUCED TO THIS MEETING, THE INDEPENDENT TPJF DIRECTORS ARE AUTHORISED TO TAKE ALL SUCH ACTION AS THEY MAY CONSIDER NECESSARY OR APPROPRIATE; (B) TPJF'S ARTICLES OF INCORPORATION BE AMENDED BY THE INCLUSION OF A NEW Control # Issuer **FOR FOR** ARTICLE 50, AS FURTHER SET OUT IN 0000085746303 THE NOTICE OF THE GENERAL MEETING IN PART TEN OF THE SCHEME DOCUMENT; AND (C) THE FOLLOWING **DEFINITION BE INSERTED IN TPJF'S** ARTICLES OF INCORPORATION WHICH SHALL REPLACE THE EXISTING **DEFINITION OF 'ORDINARY SHARES':** 

2- THAT THE SALES POLICY, THE SALES REQUEST POLICY AND THE **FOR FOR** 

TERMINATION SALES POLICY, ALL AS

ORDINARY SHARES THE ORDINARY SHARES OF USD 0.001 EACH IN THE

CAPITAL OF THE COMPANY

DEFINED IN THE SCHEME DOCUMENT,

BE HEREBY APPROVED 3 - THAT THE COMPANY BE APPOINTED

AS THE REPRESENTATIVE OF THE NO ACTION SHAREHOLDERS FOR THE

Issuer PURPOSES OF THE SETTLEMENT 0000085746303

ARRANGEMENTS DESCRIBED IN THE

SCHEME DOCUMENT

**FOR FOR** Issuer Control#

Control#

0000085746303

Issuer

1- THAT THE SCHEME BETWEEN TPJF AND THE SCHEME SHAREHOLDRES, IN ITS ORIGINAL FORM OR WITH OR SUBJECT TO ANY MODIFICATION, ADDITION OR CONDITION APPROVED OR IMPOSED BY THE COURT, BE APPROVED.

Control# 0000085758549

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2017 -June 30,2018

Company Name

Meeting Date **CUSIP** 

**BARINGTON/HILCO** 

Ticker

**ACQUISITION** 

7/31/2017

06759v101

**BHAC** 

Vote

Management

Recommended Proposal

Vote

issuer or

shareholder

Propose by

1. APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND

RESTATED CERTIFICATE OF

INCORPORATION TO EXTEND THE DATE

BY WHICH THE COMPANY HAS TO

For

**CONSUMMATE A BUSINESS** For

Issuer

COMBINATION (THE "EXTENSION") FOR AN ADDITIONAL TWENTY (20) WEEKS, FROM AUGUST 11, 2017 (THE "CURRENT TERMINATION DATE") TO DECEMBER 31, 2017 (THE "EXTENDED TERMINATION

DATE").

2. APPROVAL OF AN AMENDMENT TO ALLOW THE COMPANY'S BOARD OF DIRECTORS TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES TO PERMIT FURTHER SOLICITATION OF

For For PROXIES. THIS PROPOSAL WILL ONLY BE Issuer

PRESENTED TO THE COMPANY'S

STOCKHOLDERS IN THE EVENT, BASED ON THE TABULATED VOTES, THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE

PROPOSAL 1.

Against None 3. IF YOU INTEND TO EXERCISE YOUR Issuer

REDEMPTION RIGHTS, PLEASE CHECK THIS 'FOR' BOX. CHECKING THIS BOX, HOWEVER, IS NOT SUFFICIENT TO EXERCISE YOUR REDEMPTION RIGHTS.

YOU MUST COMPLY WITH THE

PROCEDURES SET FORTH IN THE PROXY

STATEMENT UNDER THE HEADING

| Edgar Filing: SPECIAL  | <b>OPPORTUNITIES FUN</b> | D. INC Form N-PX                     |
|------------------------|--------------------------|--------------------------------------|
| Lagar i ming. Or Lon L |                          | <b>5</b> , 11 <b>10</b> . 10111111 1 |

"SPECIAL MEETING OF

BARINGTON/HILCO ACQUISITION CORP.

STOCKHOLDERS - REDEMPTION

RIGHTS." MARK "FOR"= YES; "AGAINST"=

NO.

4. I HEREBY CERTIFY THAT I AM NOT ACTING IN CONCERT, OR AS A "GROUP" (AS DEFINED IN SECTION 13(D)(3) OF THE SECURITIES EXCHANGE ACT OF 1934, AS

AMENDED), WITH ANY OTHER

For None STOCKHOLDER WITH RESPECT TO THE Issuer

SHARES OF COMMON STOCK OF THE

COMPANY OWNED BY ME IN

CONNECTION WITH THE PROPOSALS. "FOR"= I CERTIFY THAT I AM NOT. "AGAINST"= I CERTIFY THAT I AM.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name CLOUGH GLOBAL EQUITY FUND Meeting Date CUSIP Ticker

8/3/2017 18914C100 GLQ

Management Propose by issuer

Recommended Proposal

Vote

Or

shareholder

1.Election of trustees: 1) EDMUND BURKE,

Mirror vote For 2) VINCENT VERSACI, 3) CLIFFORD Issuer

**WEBER** 

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

CLOUGH GLOBAL

OPPORTUNITIES 8/3/2017 18914E106 GLO

**FUND** 

Vote

Vote Management Propose by issuer Vote Recommended Proposal Vote Or Vote Vote Proposal Vote Proposal Vote Proposal Vote Or Vote Proposal Vote

shareholder

Mirror vote For 1.Election of trustees: 1) ROBERT BUTLER, 2) KAREN DIGRAVIO, 3) KEVIN MCNALLY Issuer

Mirror vote FOR 2. BE IT RESOLVED, THAT THE Issuer

SHAREHOLDERS OF CLOUGH GLOBAL DIVIDEND AND INCOME TRUST {SIC\*}

(THE "TRUST") HEREBY REQUEST THAT
THE BOARD OF TRUSTEES OF THE TRUST
(THE "BOARD") TAKE ALL NECESSARY
STEPS IN ITS POWER TO DECLASSIFY
THE BOARD SO THAT ALL DIRECTORS
ARE ELECTED ON AN ANNUAL BASIS
STARTING AT THE NEXT ANNUAL
MEETING OF SHAREHOLDERS. SUCH
DECLASSIFICATION SHALL BE

COMPLETED IN A MANNER THAT DOES NOT AFFECT THE UNEXPIRED TERMS OF THE PREVIOUSLY ELECTED TRUSTEES.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker PACIFIC SPECIAL

ACQUISITION 8/10/2017 G68588105 PAAC CORP.

Management Propose by

Vote Recommended Proposal Vote Shareholder

1. THE BUSINESS COMBINATION
PROPOSAL - TO CONSIDER AND VOTE
UPON A PROPOSAL (I) TO APPROVE AND
ADOPT THE MERGER AGREEMENT,
DATED AS OF DECEMBER 27, 2016, AS
AMENDED ON MAY 10, 2017 AND JUNE

For For 29, 2017, AND AS IT MAY BE FURTHER AMENDED, BY AND AMONG PACIFIC, Issuer

MERGER SUB, OUR SPONSOR AS THE PURCHASER REPRESENTATIVE, BORQS, SELLER REPRESENTATIVE, AND THE TRANSACTIONS CONTEMPLATED

THEREBY (THE "BUSINESS

COMBINATION").

For NONE 1a. INTENTION TO EXERCISE Issuer

REDEMPTION RIGHTS: IF YOU INTEND TO EXERCISE YOUR REDEMPTION RIGHTS, PLEASE CHECK THE "FOR" BOX

CHECKING THIS BOX, HOWEVER, IS NOT

SUFFICIENT TO EXERCISE YOUR
REDEMPTION RIGHTS. YOU MUST
COMPLY WITH THE PROCEDURES SET
FORTH IN THE DEFINITIVE PROXY
STATEMENT UNDER THE HEADING
"MEETING OF PACIFIC SHAREHOLDERS -

6

| For | NONE | REDEMPTION RIGHTS." ("FOR"= YES; "AGAINST"= NO.)  1b. SHAREHOLDER CERTIFICATION: I HEREBY CERTIFY THAT I AM NOT ACTING IN CONCERT, OR AS A "GROUP" (AS DEFINED IN SECTION 13(D) (3) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED), WITH ANY OTHER SHAREHOLDER WITH RESPECT TO THE ORDINARY SHARES OF THE COMPANY OWNED BY ME IN CONNECTION WITH THE PROPOSED BUSINESS COMBINATION BETWEEN THE COMPANY AND BORQS. ("FOR"= I CERTIFY THAT I AM NOT. "AGAINST"= I CERTIFY THAT I AM.) 2. THE CHARTER AMENDMENT                  | Issuer |
|-----|------|--|--------|
| For | For  | PROPOSAL - TO APPROVE AND ADOPT, SUBJECT TO AND CONDITIONAL ON (BUT WITH IMMEDIATE EFFECT THEREFROM) THE CONSUMMATION OF THE BUSINESS COMBINATION, AN AMENDMENT AND RESTATEMENT OF PACIFIC'S CHARTER (MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY) CURRENTLY REGISTERED BY THE REGISTRAR OF CORPORATE AFFAIRS IN THE BRITISH VIRGIN ISLANDS, AS SET OUT IN THE DRAFT AMENDED AND RESTATED VERSION OF OUR CHARTER APPENDED TO THE PROXY STATEMENT AS ANNEX B(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Issuer |
| For | For  | 3. THE INCENTIVE PLAN PROPOSAL - TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AND ADOPT THE BORQS TECHNOLOGIES, INC. 2017 EQUITY INCENTIVE PLAN. 4. THE INCENTIVE PLAN PROPOSAL - TO  | Issuer |
| For | For  | CONSIDER AND VOTE UPON A<br>PROPOSAL TO APPROVE AND ADOPT<br>THE BORQS TECHNOLOGIES, INC. 2017   | Issuer |
| For | For  | EQUITY INCENTIVE PLAN. 5. THE ADJOURNMENT PROPOSAL - TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE MEETING OF SHAREHOLDERS BY THE CHAIRMAN THEREOF TO A LATER DATE, IF NECESSARY, TO PERMIT FURTHER   | Issuer |

SOLICITATION AND VOTE OF PROXIES IF, BASED UPON THE TABULATED VOTE AT THE TIME OF THE MEETING, THERE

Ticker

**DEX** 

shareholder

Issuer

or

ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSALS 1, 2, 3 AND 4.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name

Meeting Date CUSIP

**DELAWARE** 

**ENHANCED** 8/16/2017 246060107

GBL DIV & INC FD

Propose by Management issuer Vote Recommended Proposal or

Vote

1. DIRECTOR Mirror vote For

> THOMAS L. BENNETT ANN D. BOROWIEC JOSEPH W. CHOW

JOHN A. FRY SHAWN K. LYTLE F.A. SEVILLA-SACASA THOMAS K. WHITFORD LUCINDA S. LANDRETH JANET L. YEOMANS

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Meeting Date CUSIP Ticker Company Name

**DELAWARE INVEST** 

**DIVIDEND & INC** 8/16/2017 245915103 **DDF** 

**FUND** 

Propose by Management issuer Vote Recommended Proposal

Vote

shareholder Mirror vote 1. DIRECTOR For Issuer

> THOMAS L. BENNETT ANN D. BOROWIEC JOSEPH W. CHOW JOHN A. FRY SHAWN K. LYTLE

F.A. SEVILLA-SACASA THOMAS K. WHITFORD

LUCINDA S. LANDRETH JANET L. YEOMANS

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Ticker Company Name Meeting Date CUSIP LIBERTY ALL-STAR 8/24/2017 530158104 **USA** 

**EQUITY FUND** 

Propose by Management issuer Vote Recommended Proposal

or Vote

shareholder

1. Election of Directors: 1) THOMAS W. Mirror vote For Issuer **BROCK**, 2) GEIRGE GASPARI

> 3. IF PROPERLY PRESENTED AT THE MEETING, TO CONSIDER AND VOTE

UPON THE SHAREHOLDER PROPOSAL Mirror vote Against Issuer PRESENTED UNDER THE HEADING "

SHAREHOLDER PROPOSAL" IN THE ACCOMPANYING PROXY STATEMENT.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period:

June 30,2018

Company Name Meeting Date CUSIP Ticker **ANDINA** 

**ACQUISITION** 8/30/2017 G0441P104 ANDA

**CORP II** 

Propose by Management issuer Vote Recommended Proposal

or Vote

shareholder

1. EXTENSION OF CORPORATE LIFE:

AMEND THE COMPANY'S AMENDED AND

RESTATED MEMORANDUM AND

ARTICLES OF ASSOCIATION TO EXTEND

For For THE DATE THAT THE COMPANY HAS TO Issuer

**CONSUMMATE A BUSINESS** 

COMBINATION TO NOVEMBER 1, 2017 OR SUCH EARLIER DATE AS DESCRIBED IN

THE PROXY STATEMENT.

For For 2. APPROVAL OF CONVERSION: AMEND Issuer

THE COMPANY'S AMENDED AND RESTATED MEMORANDUM AND

ARTICLES OF ASSOCIATION TO ALLOW THE HOLDERS OF ORDINARY SHARES

ISSUED IN THE COMPANY'S INITIAL PUBLIC OFFERING TO ELECT TO

CONVERT THEIR PUBLIC SHARES INTO THEIR PRO RATA PORTION OF THE FUNDS HELD IN THE TRUST ACCOUNT ESTABLISHED AT THE TIME OF THE IPO IF THE EXTENSION IS IMPLEMENTED. 2A. ONLY IF YOU VOTE "FOR" PROPOSAL NUMBER 2 AND YOU HOLD ORDINARY SHARES OF THE COMPANY ISSUED IN THE COMPANY'S INITIAL PUBLIC OFFERING, OR PUBLIC SHARES, MAY YOU EXERCISE YOUR CONVERSION

RIGHTS WITH RESPECT TO ALL OR A PORTION OF YOUR PUBLIC SHARES BY

MARKING THE 'FOR' BOX, 'EXERCISE Issuer

CONVERSION RIGHT" AND INDICATING HOW MANY PUBLIC SHARES FOR WHICH

YOU ARE EXERCISING SUCH

CONVERSION RIGHTS IN THE SPACE PROVIDED. IF YOU EXERCISE MARK "FOR" = YES OR "AGAINST" = NO ...(DUE

TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

Name of Fund: Special Opportunities Fund, Inc. (SPE)

None

July 1, 2017 -Period: June 30,2018

Ticker Company Name Meeting Date CUSIP

**NEUBERGER** 

Against

**BERMAN** 9/7/2017 64190A103 **NRO** 

REAL EST SEC INC

Propose by Management issuer Vote Recommended Proposal or

Mirror vote For 1. DIRECTOR Issuer

> MARTHA C. GOSS JAMES G. STAVRIDIS CANDACE L. STRAIGHT

JOSEPH V. AMATO

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Vote

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date Ticker CUSIP

9/11/2017 G67789126 **OACQ** 

shareholder

ORIGO ACQUISITION CORP.

| Vote | Management<br>Recommended<br>Vote | Proposal   | Propose by issuer or shareholder |
|------|-----------------------------------|--|----------------------------------|
| FOR  | FOR                               | 1. EXTENSION AMENDMENT: AMEND ORIGO'S AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION TO EXTEND THE DATE THAT ORIGO HAS TO CONSUMMATE A BUSINESS COMBINATION TO MARCH 12, 2018 OR SUCH EARLIER DATE AS DETERMINED BY THE DIRECTORS.  | Issuer                           |
| FOR  | FOR                               | 2. EXERCISE REDEMPTION RIGHTS: YOU MAY EXERCISE YOUR REDEMPTION RIGHTS BY MARKING THE 'FOR' BOX, "EXERCISE REDEMPTION RIGHTS". IF YOU EXERCISE YOUR REDEMPTION RIGHTS, THEN YOU WILL BE EXCHANGING YOUR PUBLIC SHARES OF THE COMPANY FOR CASH AND YOU WILL NO LONGER OWN SUCH PUBLIC SHARES. YOU WILL ONLY BE ENTITLED TO RECEIVE CASH FOR THOSE PUBLIC SHARES IF YOU TENDER YOUR CERTIFICATES REPRESENTING SUCH REDEEMED PUBLIC SHARES TO THE COMPANY'S DULY APPOINTED AGENT PRIOR TO THE VOTE AT SUCH MEETING. MARK "FOR" = YES OR "AGAINST" = NO. | Issuer                           |
| FOR  | FOR                               | 3. EXERCISE REDEMPTION RIGHTS: YOU MAY EXERCISE YOUR REDEMPTION RIGHTS BY MARKING THE 'FOR' BOX, "EXERCISE REDEMPTION RIGHTS". IF YOU EXERCISE YOUR REDEMPTION RIGHTS, THEN YOU WILL BE EXCHANGING YOUR PUBLIC SHARES OF THE COMPANY FOR CASH AND YOU WILL NO LONGER OWN SUCH PUBLIC SHARES. YOU WILL ONLY BE ENTITLED TO RECEIVE CASH FOR THOSE PUBLIC SHARES IF YOU TENDER YOUR CERTIFICATES REPRESENTING SUCH REDEEMED PUBLIC SHARES TO THE COMPANY'S DULY APPOINTED AGENT PRIOR TO THE VOTE AT SUCH MEETING. MARK "FOR" = YES OR "AGAINST" = NO. | Issuer                           |

Ticker

Propose by

shareholder

Propose by

or

GRR

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name **CUSIP** Meeting Date 9/15/2017 Asia Tigers Fund Inc. 04516T105

Management

issuer Recommended Proposal Vote or Vote

Mirror vote For 1. DIRECTOR Issuer

Leslie H. Gelb

Nancy Yao Maasbach

Luis F. Rubio

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date **CUSIP** Ticker Royce Value Trust 9/28/2017 **RVT** 780910105

Management

issuer Vote Recommended Proposal or

Vote

shareholder Mirror vote For 1. DIRECTOR Issuer

> Stephen L. Isaacs Christofer D. Clark Christopher C. Grisanti

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Meeting Date CUSIP Ticker Company Name

MFS CHARTER

**INCOME** 10/5/2017 **MCR** 552727109

**TRUST** 

Vote

Propose by Management issuer Recommended Proposal

Vote

shareholder 1. DIRECTOR Mirror vote For Issuer

> 01. Steven E. Buller 02. Michael Hegarty 03. John P. Kavaugh

Special Opportunities Fund, Inc. (SPE) Name of Fund:

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date **CUSIP** The Asia Pacific Fund 10/10/2017 044901106

Propose by Management issuer Vote Recommended Proposal

> Vote shareholder

1.1 Director: Michael J Downey (Term Expiring Issuer Mirror vote For

1.1 Director: Duncan M. McFarland (Term Mirror vote For Issuer Expiring in 2020)

2, To approve, on an Advisory basis, the steps

Ticker

**ABP** 

Issuer

necessary to narrow materially or eliminate the Mirror vote

For Issuer fund's discount to net asset value, including

through a merger or liquidation.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Ticker Company Name Meeting Date ISIN TERRA CATALYST

10/31/2017

KYG8761F1431 TCF ln **FUND** 

Propose by Management issuer Vote Recommended Proposal or Vote

shareholder

Receive and adopt the audited financial For For Issuer

statements

Re-appointment of Martin Adams as a Director

Against For of the company.

Re-appointment of KPMG Audit LLC as For For Issuer

Auditors of the company

Authorisation for the Directors to fix the For For Issuer

renumeration of the Auditors.

To fix the fees of the Directors for the year For For Issuer

To cancel the admission of the ordinary shares

For in the capital of the company to trading on AIM Issuer Against

ended 30 march 2018

and TISE.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date **CUSIP** Ticker MVC Capital, Inc. 10/31/2017 553829102 **MVC** 

> Propose by Management issuer Recommended Proposal

or Vote shareholder

For For 1. DIRECTOR Issuer

> **EMILIO DOMINIANNI** PHILLIP GOLDSTEIN **GERALD HELLERMAN** WARREN HOLTSBERG

ROBERT KNAPP WILLIAM TAYLOR MICHAEL TOKARZ

2. TO RATIFY THE SELECTION OF GRANT

THORNTON LLP AS THE FUND'S

For For INDEPENDENT REGISTERED PUBLIC Issuer

ACCOUNTING FIRM FOR FISCAL YEAR

2017.

3. SHARHOLDER PROPOSAL TO CEASE TO MAKE ANY NEW INVESTMENTS, AND FOR THE COMPANY TO RETURN ANY CAPITAL IN EXCESS OF THE COMPANY'S

NORMAL WORKING CAPITAL Against Against Issuer

> REQUIREMENTS TO SHAREHOLDERS IN THE MOST TAX-EFFICENT MANNER AS LONG AS THE STOCK PRICE DISCOUNT TO NET ASSET VALUE EXCEEDS 10%

> > Ticker

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date CUSIP **ANDINA** 

**ACQUISITION ANDA** 10/31/2017 G0441P104

**CORP II** 

Vote

Propose by Management issuer Vote Recommended Proposal or Vote

shareholder

1. EXTENSION OF CORPORATE LIFE: AMEND THE COMPANY'S AMENDED AND

RESTATED MEMORANDUM AND

For For ARTICLES OF ASSOCIATION TO EXTEND Issuer

THE DATE THAT THE COMPANY HAS TO

**CONSUMMATE A BUSINESS** 

COMBINATION TO FEBRUARY 1, 2018

1A. ONLY IF YOU HOLD ORDINARY SHARES OF THE COMPANY ISSUED IN THE COMPANY'S INITIAL PUBLIC OFFERING, OR PUBLIC SHARES, MAY YOU EXERCISE YOUR CONVERSION

Against None RIGHTS WITH RESPECT TO ALL OR A Issuer

PORTION OF YOUR PUBLIC SHARES BY MARKING THE "FOR" BOX BELOW AND INDICATING HOW MANY PUBLIC ...(DUE

Ticker

Ticker

TO SPACE LIMITS, SEE PROXY

STATEMENT FOR FULL PROPOSAL).

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Meeting Date CUSIP

Period: July 1, 2017 - June 30,2018

Company Name GREAT ELM

CAPITAL 11/2/2017 39030109 GECC

CORP.

Vote Management Propose by issuer or

Vote

shareholder
Mirror vote For DIRECTOR Issuer

Mirror vote For DIRECTOR
MICHAEL C. SPELLER

RANDALL REVELL HORSEY MARK KUPERSCHMID

2. TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE

Mirror vote For COMPANY'S REGISTERED INDEPENDENT Issuer

ACCOUNTING FIRM FOR THE YEAR

ENDING DECEMBER 31, 2017

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Meeting Date CUSIP

Period: July 1, 2017 - June 30 2018

June 30,2018

Company Name The Herzfeld

Caribbean 11/6/2017 42804T106 CUBA

Basin Fund, Inc.

Management Propose by issuer

Vote Recommended Proposal

Vote shareholder

Mirror Vote For 1. Directors: 01- Thomas J Herzfeld Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP

**BROOKFIELD DTLA** 

FD 11/10/2017 112714209 DTLA

OFFICE TR

Management Propose by issuer

Vote Recommended Proposal or

Vote shareholder

Ticker

**TKF** 

1. ELECTION OF TWO PREFERRED

For N/A DIRECTORS. 1A. PHILLIP GOLDSTEIN 1B. Shareholder

ANDREW DAKOS

For N/A 2. TO ADJORN THE SPECIAL MEETING Shareholder

IFA QUORUM IS NOT PRESENT

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

JAPAN SMALL

CAPITALIZATION 11/15/2017 47109U104 JOF

FD

Management Propose by issuer

Vote Recommended Proposal or

ote shareholder

Mirror vote For DIRECTOR Issuer

Yutaka Itabashi

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 -

June 30,2018

Company Name Meeting Date CUSIP Ticker

THE TURKISH
INVESTMENT 11/16/2017 900145103

FUND, INC.

Vote Management Propose by issuer

Vote or shareholder

1. To liquidate and dissolve the Fund pursuant

FOR For to the Plan of Liquidation adopted by the Board Issuer

of Directors of the Fund

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name

**STELLAR** 

**ACOISITION III** 

**INC** 

Vote

For

Meeting Date **CUSIP** 

11/28/2017 Y8172W107 **STLR** 

Ticker

Management

Recommended Proposal

Vote

Propose by issuer

shareholder

1. DIRECTOR

**ALEXANDROS ARGYROS** TIZIANO PARAVAGNA

For For ELEONORA (LIONA) BACHA Issuer

Issuer

2. RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF WITHUM

SMITH+BROWN, PC TO SERVE AS OUR For

INDEPENDENT REGISTERED PUBLIC

ACCOUNTING FIRM FOR THE YEAR

ENDING NOVEMBER 30, 2017.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name

THE THAI FUND,

**INC** 

Vote

Meeting Date **CUSIP** 

12/14/2017 882904105 Ticker

TTF

Management

Recommended Proposal

Vote

or

shareholder

issuer

Propose by

1. To liquidate and dissolve the Fund pursuant

For

to the Plan of Liquidation adopted by the Board Issuer For

of Directors of the Fund

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period:

June 30,2018

Meeting Date

Company Name **NEXTDECADE** CORP. WTS

12/15/2017

**CUSIP** 

Ticker

65342K113 **NEXTW** 

Proposal Vote Management

Recommended

Vote

Propose by issuer

|                             |                                   |   | or<br>shareholder    |
|-----------------------------|-----------------------------------|---|----------------------|
|                             |                                   | 1. TO ADOPT THE NEXTDECADE<br>CORPORATION 2017 OMNIBUS<br>INCENTIVE PLAN (THE "2017 EQUITY<br>PLAN PROPOSAL").  |                      |
| Against                     | For                               | 2. TO APPROVE THE ADJOURNMENT OF<br>THE SPECIAL MEETING TO A LATER  | Issuer               |
| Against                     | For                               | 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 2017 EQUITY PLAN PROPOSAL (THE "ADJOURNMENT PROPOSAL"). |                      |
| Name of Fund:               | Special Opport                    | unities Fund, Inc. (SPE)  |                      |
| Period:                     | July 1, 2017 -<br>June 30,2018    |   |                      |
| Company Name                | Meeting Date                      | ISIN  | Ticker               |
| BRITISH EMPIRE<br>TRUST PLC | 12/20/2017                        | GB0001335081  | BTEM LN              |
| Vote                        | Management<br>Recommended<br>Vote | Proposal  | Propose by issuer or |
| For                         | For                               | 1.TO RECEIVE AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2017 TOGETHER WITH THE STRATEGIC REPORT AND THE REPORTS OF THE DIRECTORS AND AUDITOR                                   | shareholder          |
| For                         | For                               | 2. TO APPROVE A FINAL ORDINARY<br>DIVIDEND OF 10.0P PER ORDINARY<br>SHARE   | Issuer               |
| Against                     | For                               | 3. TO ELECT CALUM THOMSON AS DIRECTOR OF THE COMPANY  | Issuer               |
| Against                     | For                               | 4. TO ELECT STEVEN BATES AS DIRECTOR OF THE COMPANY   | Issuer               |
| Against                     | For                               | 5. TO ELECT SUSAN NOBLE AS<br>DIRECTOR OF THE COMPANY   | Issuer               |
| Against                     | For                               | 6. TO ELECT NIGEL RICH AS DIRECTOR OF THE COMPANY   | Issuer               |
| For                         | For                               | 7. TO APPOINT KPMG LLP AS THE COMPANY'S AUDITOR   | Issuer               |
| For                         | For                               | 8. TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE  | Issuer               |

|                                |  | AUDITORS RENUMERATION.   |                                  |
|--------------------------------|--|--|----------------------------------|
| For                            | For  | 9. TO RECEIVE AND ADOPT THE DIRECTORS REMUNERATION IMPLEMENTATION REPORT   | Issuer                           |
| For                            | For  | 10. TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES  | Issuer                           |
| For                            | For  | 11. TO AUTHORISE THE DIRECTORS TO ALLOT OR SELL A LIMITED NUMBER OF ORDINARY SHARES OUTSIDE OF PRE-EMPTION RIGHTS  | Issuer                           |
| For                            | For  | 12. TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES  | Issuer                           |
| Against                        | For  | 13. TO ADOPT NEW ARTICLES OF ASSOCIATION   | Issuer                           |
| Name of Fund:<br>Period:       | Special Opport<br>July 1, 2017 -<br>June 30,2018 | unities Fund, Inc. (SPE)   |                                  |
| Company Name                   | Meeting Date                                     | CUSIP  | Ticker                           |
| BARINGTON/HILCO<br>ACQUISITION | 12/28/2017                                       | 06759V101  | ВНАС                             |
| Vote                           | Management<br>Recommended<br>Vote                | Proposal   | Propose by issuer or shareholder |
| For                            | For  | 1. APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EXTEND THE DATE BY WHICH THE COMPANY HAS TO CONSUMMATE A BUSINESS COMBINATION (THE "EXTENSION") FOR AN ADDITIONAL TWENTY-SIX (26) WEEKS, FROM DECEMBER 31, 2017 (THE "CURRENT TERMINATION DATE") TO JUNE 30, 2018 (THE "EXTENDED TERMINATION DATE").                           | Issuer                           |
| For                            | None   | 2. APPROVAL OF AN AMENDMENT TO ALLOW THE COMPANY'S BOARD OF DIRECTORS TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES TO PERMIT FURTHER SOLICITATION OF PROXIES. THIS PROPOSAL WILL ONLY BE PRESENTED TO THE COMPANY'S STOCKHOLDERS IN THE EVENT, BASED ON THE TABULATED VOTES, THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1. |                                  |

3. INTENTION TO EXERCISE

REDEMPTION RIGHTS: IF YOU INTEND TO EXERCISE YOUR REDEMPTION RIGHTS, PLEASE CHECK "FOR" BOX. CHECKING THIS BOX, HOWEVER, IS NOT

SUFFICIENT TO EXERCISE YOUR

For None REDEMPTION RIGHTS. YOU MUST Issuer

COMPLY WITH THE PROCEDURES SET FORTH IN THE PROXY STATEMENT UNDER THE HEADING "SPECIAL MEETING OF BARINGTON/HILCO

ACQUISITION CORP. STOCKHOLDERS -

REDEMPTION RIGHTS."

4. SHAREHOLDER CERTIFICATION: I
HEREBY CERTIFY THAT I AM NOT

ACTING IN CONCERT, OR AS A "GROUP" (AS DEFINED IN SECTION 13(D) (3) OF

THE SECURITIES EXCHANGE ACT OF Issuer

1934, AS AMENDED), WITH ANY OTHER STOCKHOLDER WITH RESPECT TO THE

COMPANY OWNED BY ME IN

CONNECTION WITH THE PROPOSALS.

SHARES OF COMMON STOCK OF THE

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 -

For

June 30,2018

None

Company Name Meeting Date CUSIP Ticker

Aberdeen Chile Fund, 1/19/2018 00301WA00 (Dummy cusip) CH

Inc.

Management Propose by
Vote Recommended Proposal issuer

Vote or shareholder

1.1 ELECTION OF CLASS I DIRECTOR TO

For For SERVE FOR A TERM EXPIRING IN 2021: Issuer

NANCY YAO MAASBACH

1.2 ELECTION OF CLASS II DIRECTOR TO

For SERVE FOR A TERM EXPIRING IN 2019: C. Issuer

WILLIAM MAHER

1.3 ELECTION OF CLASS I DIRECTOR TO

For SERVE FOR A TERM EXPIRING IN 2021: Issuer

RAHN PORTER

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

| Aberdeen chile fund, inc.        | 1/19/2018  | 00301W105   | СН                               |
|----------------------------------|--|---|----------------------------------|
| Vote                             | Management<br>Recommended<br>Vote                | Proposal  | Propose by issuer or shareholder |
| For                              | For  | 1. TO APPROVE AN AMENDMENT TO THE FUND'S ARTICLES OF INCORPORATION TO INCREASE THE TOTAL NUMBER OF SHARES OF CAPITAL STOCK.   |                                  |
| For                              | For  | 2. TO APPROVE THE ISSUANCE OF<br>ADDITIONAL SHARES OF COMMON<br>STOCK OF THE FUND IN CONNECTION<br>WITH THE REORGANIZATIONS OF<br>CERTAIN OTHER CLOSED-END FUNDS<br>INTO THE FUND.              | Issuer                           |
| For                              | For  | 3. TO APPROVE THE ELIMINATION OF<br>THE FUND'S FUNDAMENTAL<br>INVESTMENT POLICY TO INVEST<br>PRIMARILY IN CHILEAN SECURITIES.   | Issuer                           |
| For                              | For  | 4. TO APPROVE THE ELIMINATION OF THE FUND'S FUNDAMENTAL INVESTMENT POLICY TO INVEST PRIMARILY IN CHILEAN SECURITIES.  | Issuer                           |
| For                              | For  | 5. TO APPROVE AN AMENDMENT TO THE FUND'S INVESTMENT ADVISORY AGREEMENT TO PROVIDE THAT FEES PAYABLE THEREUNDER WILL BE CALCULATED AT A LOWER ANNUAL RATE BASED SOLELY ON NET ASSETS.            | Issuer                           |
| Name of Fund:<br>Period:         | Special Opport<br>July 1, 2017 -<br>June 30,2018 | unities Fund, Inc. (SPE)  |                                  |
| Company Name<br>ANDINA           | Meeting Date                                     | CUSIP   | Ticker                           |
| ANDINA<br>ACQUISITION<br>CORP II | 1/31/2018  | G0441P104   | ANDA                             |
| Vote                             | Management<br>Recommended<br>Vote                | Proposal  | Propose by issuer or shareholder |
| For                              | For  | 1. EXTENSION OF CORPORATE LIFE:<br>AMEND THE COMPANY'S AMENDED AND<br>RESTATED MEMORANDUM AND<br>ARTICLES OF ASSOCIATION TO EXTEND<br>THE DATE THAT THE COMPANY HAS TO<br>CONSUMMATE A BUSINESS | Issuer                           |

COMBINATION TO APRIL 1, 2018

1a. TO CONVERT ORDINARY SHARES OF For None Issuer

THE COMPANY

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Ticker Meeting Date **CUSIP** FORUM Merger Corp 2/20/2018 **FMCI** 34985B202

Propose by Management issuer Recommended Proposal Vote

or Vote

shareholder

1. Pre-Merger Charter Amendment Proposal-to approve and adopt, an amendment of Forum's

amended and restated certificate of

incorporation (the "Charter") to increase the For For Issuer

number of authorized shares of Class A

Common Stock from 40,000,000 to 200,000,000 shares for the purpose of carrying out the Business Combination (as defined below). 2. To adopt and approve, the merger agreement (the "Merger Agreement"), dated November 30, 2017, by and among Forum, FMC Merger Subsidiary Corp., (the "Merger Sub I"), FMC Merger SUBSIDIARY LLC, (THE "MERGER SUB II"), ON THE ONE HAND, AND C1

INVESTMENT COP., ("C1") AND

For For CLEARLAKE CAPITAL MANAGEMENT III, Issuer

> L.P. ("CLEARLAKE"), IN THE CAPACITY AS THE SELLER REPRESENTATIVE, ON THE OTHER HAND, AND APPROVE THE TRANSACTIONS CONTEMPLATED

> THEREBY, INCLUDING THE MERGER OF MERGER SUB I WITH AND INTO C1 (THE

"BUSINESS COMBINATION").

3.TO APPROVE THE SPONSOR EARNOUT LETTER AND AMENDMENT TO ESCROW AGREEMENT, DATED NOVEMBER 30, 2017, WHICH AMENDS THE ESCROW AGREEMENT DATED APRIL 6, 2017, BY

AND AMONG FORUM INVESTORS I, LLC, For For Forum's sponsor (the "Sponsor"), Forum and

Continental Stock Transfer & Trust Company, to release 4,312,500 shares of Class F Common Stock of Forum ("Founders Shares") purchased by the Sponsor prior to Forum's IPO from

escrow.

For For Issuer

For

| ٦٢ | ECIAL OPPORTUNITIES FUND, INC For  | m IN-P |
|----|--|--------|
|    | 4.Nasdaq Proposal-to approve, for purposes of complying with applicable listing rules of The Nasdaq Stock Market Listing Rule 5635(d), the issuance of 17,959,375 shares of Class A Common Stock, par value \$0.0001 per share, of Forum pursuant to the subscription agreements, dated November 30, 2017 by and among Forum and the investors named therein, in connection with the closing of the Business Combination. 5.Post-Merger Charter Amendment Proposal-to approve and adopt, subject to and conditional on |        |
|    | Proposal and the consummation of the Business<br>Combination, the following amendments and<br>restatements of Forum's amended and restated<br>certificate of incorporation.  | Issuer |
|    | 5A.To divide the Combined Entity's board of directors into three classes with staggered  | Issuer |
|    | three-year terms. 5B.To provide that any amendment to provisions of proposed Charter will require approval of the holders of a majority of all of the Combined Entity's entitled to vote generally in the election of directors so long as Clearlake holds at least a majority of the Combined Entity's entitled to vote generally at an election  | 100001 |
|    | of directors, and otherwise any such amendment will require the approval of the holders of at least 66 2/3% of the Combined Entity's entitled to vote generally at an election of directors. 5c. To provide that the Combined Entity opts out of Section 203 of the Delaware General Corporation Law, which prevents certain Delaware corporations, under certain circumstances, from engaging in a "business"   |        |
|    | combination" with certain "interested stockholders" and their affiliates; for more information on Section 203 of the Delaware General Corporation Law, see the section of this proxy statement/prospectus.   | Issuer |
|    | 5D.To provide that we may not engage in certain "business combinations" with any "interested stockholder" for a three- year period following the time that the stockholder became an interested stockholder, unless (1) prior to the date of the transaction, the Combined Entity's board approved either the business combination or the transaction; (2) the interested stockholder owned at least 85% of the Combined Entity's  | Issuer |

owned at least 85% of the Combined Entity's

| voting stock; or (3) on or subsequent to     |
|--|
| consummation of transaction, business        |
| combination is approved by Combined Entity's |
| board.                                       |

5E.To provide that we may not engage in certain "business combinations" with any "interested stockholder" for a three- year period following the time that the stockholder became an interested stockholder, unless (1) prior to the date of the transaction, the Combined Entity's

board approved either the business combination Issuer or the transaction; (2) the interested stockholder owned at least 85% of the Combined Entity's voting stock; or (3) on or subsequent to consummation of transaction, business combination is approved by Combined Entity's board.

5F.To provide that we may not engage in certain "business combinations" with any "interested stockholder" for a three- year period following the time that the stockholder became an interested stockholder, unless (1) prior to the date of the transaction, the Combined Entity's

board approved either the business combination Issuer or the transaction; (2) the interested stockholder owned at least 85% of the Combined Entity's voting stock; or (3) on or subsequent to consummation of transaction, business combination is approved by Combined Entity's board.

5G.To provide that any action to be taken by the Combined Entity's stockholders may be taken by written consent or electronic transmission

pursuant to Section 228 of the Delaware General Issuer Corporation Law only so long as Clearlake

holds a majority of the Combined Entity's then-outstanding shares of capital stock entitled to vote generally at an election of directors.

5H.To amend the name of the new public entity

to "ConvergeOne Holdings, Inc." from "Forum Issuer

Merger Corporation".

5I.To amend the name of the new public entity

to "ConvergeOne Holdings, Inc." from "Forum Issuer

Merger Corporation".

For 5J.To increase the authorized shares of Common Issuer

Stock to 1,000,000,000.

5KTo increase the authorized shares of preferred stock that the Combined Entity's board of

directors could issue to increase the number of Issuer

outstanding shares to discourage a takeover

attempt to 10,000,000

For

| For                            | For                               | 5L.To make the Combined Entity's corporate existence perpetual as opposed to Forum's corporate existence terminating 24 months following the closing if its initial public offering, and to remove from the proposed Charter the various provisions applicable only to specified purpose acquisition corporations contained in Forum's current amended and restated certificate of incorporation. | Issuer                |
|--------------------------------|-----------------------------------|---|-----------------------|
| For                            | For                               | 6.Incentive Plan Proposal-to approve the 2018 Equity Incentive Plan, a copy of which is appended to this proxy statement/prospectus as Annex D, in connection with the Business Combination. 7.ESPP Proposal-to approve the 2018 Employee   |                       |
| For                            | For                               | Stock Purchase Plan, a copy of which is appended to this proxy statement/prospectus as Annex E, in connection with the Business Combination.  |                       |
| For                            | For                               | 8.ESPP Proposal-to approve the 2018 Employee Stock Purchase Plan, a copy of which is appended to this proxy statement/prospectus as Annex E, in connection with the Business Combination.   |                       |
| Name of Fund:                  | Special Opport                    | unities Fund, Inc. (SPE)  |                       |
| Period:                        | July 1, 2017 -<br>June 30,2018    |   |                       |
| Company Name<br>JPMORGAN ASIAN | Meeting Date                      | CUSIP   | Ticker                |
| INVESTMENT<br>TRUST PLC        | 2/26/2018                         | GB0001320778  | JAI LN                |
|                                |                                   | Voted 12/15/17  |                       |
| Vote                           | Management<br>Recommended<br>Vote |   | Propose by issuer or  |
| FOR                            | FOR                               | AUDITORS REPORT FOR THE YEAR  | shareholder<br>Issuer |
| FOR                            | FOR                               | ENDED 30TH SEPTEMBER 2017 2. TO APPROVE THE DIRECTORS REMUNERATION POLICY   | Issuer                |
| FOR                            | FOR                               | 3. TO APPROVE THE DIRECTORS<br>REMUNERATION REPORT FOR THE YEAR<br>ENDED 30TH SEPTEMBER 2017  | Issuer                |
| FOR                            | FOR                               | 4.TO REAPPOINT MRS BRONWYN CURTIS<br>AS A DIRECTOR  | Issuer                |
| FOR                            | FOR                               | 5.5TO REAPPOINT MR DEAN BUCKLEY AS A DIRECTOR   | Issuer                |

| FOR                      | FOR                            | 6. TO REAPPOINT MR RONALD GOULD  | Issuer                                |
|--------------------------|--------------------------------|--|---------------------------------------|
| FOR                      | FOR                            | AS A DIRECTOR 7. TO REAPPOINT MR PETER MOON AS A   | Issuer                                |
| 1011                     | 1011                           | DIRECTOR   | 1550001                               |
| FOR                      | FOR                            | 8. TO REAPPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS TO THE COMPANY  | Issuer                                |
|                          |                                | 9. TO AUTHORISE THE DIRECTORS TO   |                                       |
| FOR                      | FOR                            | DETERMINE THE REMUNERATION OF THE AUDITORS   | Issuer                                |
| FOR                      | FOR                            | 10. TO GRANT AUTHORITY TO ALLOT<br>NEW SHARES  | Issuer                                |
| FOR                      | FOR                            | 11. TO GRANT AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS ON ALLOTMENT OF RELEVANT SECURITIES  | Issuer                                |
| FOR                      | FOR                            | 12. TO GRANT AUTHORITY TO REPURCHASE THE COMPANY'S SHARES  | Issuer                                |
| Name of Fund:            | Special Opport                 | unities Fund, Inc. (SPE)   |                                       |
| Period:                  | July 1, 2017 -<br>June 30,2018 |  |                                       |
| Company Name             | Meeting Date                   | CUSIP  | Ticker                                |
| M III ACQUISTION<br>CORP | 2/28/2018                      | 55378T104  | MIII                                  |
|                          |                                |  |                                       |
|                          |                                |  | Proposa by                            |
|                          | Management                     |  | Propose by                            |
| Vote                     | Recommended                    | Proposal   | issuer                                |
| Vote                     | _                              | Proposal   |                                       |
| Vote                     | Recommended                    | Proposal  1. Business Combination Proposal: To consider and vote upon a proposal to adopt the  | issuer<br>or                          |
| Vote                     | Recommended                    | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of  | issuer<br>or<br>shareholder           |
| Vote                     | Recommended                    | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment  | issuer<br>or<br>shareholder           |
| Vote                     | Recommended                    | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15,   | issuer<br>or<br>shareholder           |
|                          | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and  | issuer<br>or<br>shareholder<br>Issuer |
|                          | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be   | issuer<br>or<br>shareholder<br>Issuer |
|                          | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and   | issuer<br>or<br>shareholder<br>Issuer |
|                          | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be   | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby.  | issuer<br>or<br>shareholder<br>Issuer |
|                          | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business  | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.   | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and  | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended Vote  For          | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and restated certificate of incorporation to provide   | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended<br>Vote            | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and  | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended Vote  For          | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and restated certificate of incorporation to provide for the classification of its board of directors  | issuer<br>or<br>shareholder<br>Issuer |
| For                      | Recommended Vote  For          | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and restated certificate of incorporation to provide for the classification of its board of directors into three classes of directors with staggered terms of office.  4. To consider and act upon a proposal to amend | issuer or shareholder  Issuer  Issuer |
| For<br>For               | Recommended Vote  For  For     | 1. Business Combination Proposal: To consider and vote upon a proposal to adopt the Agreement and Plan of Merger, dated as of November 3, 2017 (as amended by Amendment Nos. 1, 2, 3 and 4 thereto, dated November 15, 2017, December 27, 2017, January 9, 2018 and February 7, 2018, respectively, and as it may be further amended from time to time), and approve the transactions contemplated thereby. 2. To consider and vote upon a proposal to authorize an additional 65,000,00 shares of Common Stock in connection with the Business Combination.  3. To amend the Company's amended and restated certificate of incorporation to provide for the classification of its board of directors into three classes of directors with staggered terms of office.  | issuer or shareholder  Issuer  Issuer |

For

For

For

For

For

For

For

For

Proposals.

required to amend certain provisions of the post-combination company's proposed certificate of incorporation and bylaws. 5. To consider and act upon a proposed amendment to the Company's amended and restated certificate of incorporation to elect not to be governed by Section 203 of the DGCL and, instead, to include provisions in our certificate of incorporation that are substantially similar to Section 203 of the DGCL, but exclude Issuer our Sponsors, Oaktree Capital Management, L.P. and IEA LLC and each of their respective successors, certain affiliates and each of their respective transferees from the definition of "interested stockholder," and to make certain related changes. 6. To consider and act upon a proposed amendment to provide for certain additional changes to the certificate of incorporation, including but not limited to changing the post-combination company's corporate name from "M III Acquisition Corp." to "Infrastructure and Energy Alternatives, Inc.," Issuer and eliminating certain provisions specific to our status as a blank check company, which our Board believes are necessary to adequately address the needs of the post-combination company, subject to approval by our stockholders at the Special Meeting. 7. The Incentive Plan Proposal: To consider and vote on a proposal to adopt and approve the Infrastructure and Energy Alternatives, Inc. 2018 Equity Incentive Plan (the "Incentive Plan"), including the authorization of the initial Issuer share reserve under the Incentive Plan and also for purposes of complying with Section 162(m) of the Internal Revenue Code of 1986, as amended. 8. The Adjournment Proposal: To consider and vote upon a proposal to approve the adjournment of the Special Meeting to a later date or dates, if necessary, to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of the Business Issuer Combination Proposal and the Charter Amendment Proposals. This proposal will only be presented at the Special Meeting if there are not sufficient votes to approve the Business Combination Proposal and Charter Amendment

27

Ticker

Ticker

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Meeting Date CUSIP

Period: July 1, 2017 - June 30,2018

Company Name CENTRAL

SECURITIES 3/2/2018 155123102 CET

CORP.

Management Propose by
Vote Recommended Proposal issuer

Vote or shareholder

Mirror Vote For 1. DIRECTOR Issuer

L. Price Blackford Simms C. Browning Donald G. Calder David C. Colander Jay R. Inglis Wilmot H. Kidd Wilmot H. Kidd IV

2. Ratification of the appointment of KPMG

Mirror Vote For LLP as independent registered public Issuer

accounting firm for 2018.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 -

Period: June 30,2018

Company Name Meeting Date CUSIP ORIGO

ACQUISITION 3/12/2018 G67789126 OACQF

CORP.

Vote Management Propose by issuer or

Vote Shareholder

1. Amend Origo's amended and restated memorandum and articles of association to

For For extend the date that Origo has to consummate a Issuer

business combination to June 12, 2018 or such earlier date as determined by the Directors.

2. To direct the chairman of the Meeting to adjourn the Meeting to a later date or dates, if

For For necessary, to permit further solicitation and vote of proxies if, based upon the tabulated vote at

the time of the Meeting, there are not sufficient votes to approve the Extension Amendment.

For None Issuer

2a. Only if you vote "FOR" or "AGAINST" Proposal 1 and you hold ordinary shares of the Company issued in the Company's initial public offering, or public shares, may you exercise your conversion rights with respect to all or a portion of your public shares by marking the "FOR" box. If you exercise your conversion rights, then you will be exchanging your public shares for cash and you will no longer own such public shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

ALPINE GLOBAL

PREMIER 3/14/2018 02083A103 AWP

PROPERTIES FUND

Vote Management Propose by issuer or

Vote shareholder

DIRECTORS

JOHN SIEVWRIGHT GERALD MALONE

Mirror Vote For NANCY YAO MAASBACH Issuer

Mirror Vote

1. To approve a sub-advisort agreement between Issuer

the fund and Aberdeen Asset Managers Limited <sup>188</sup>

Ticker

2. To approve a sub-advisort agreement by and

Mirror Vote For among the fund, Aberdeen Asset Management Issuer

Inc. and Aberdeen Asset Managers Limited

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 -

June 30,2018

Company Name Meeting Date CUSIP
ABERDEEN

SINGAPORE 3/16/2018 003244100 SGF

**FUND** 

shareholder

For For 1.To approve an Agreement and Plan of Issuer

Reorganization between Aberdeen Singapore Fund, Inc. (SGF) and Aberdeen Chile Fund, Inc. (CH), pursuant to which SGF will transfer

substantially all of its assets, subject to all stated liabilities, to CH in exchange for shares of CH, which SGF will distribute to shareholders in

liquidation of SGF.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name ABERDEEN ISRAEL

**FUND** 

For

Meeting Date **CUSIP** Ticker

3/16/2018 00301L109 ISL

Management Vote Recommended Proposal

Vote

issuer or

shareholder

Propose by

1.To approve an Agreement and Plan of Reorganization between Aberdeen Israel Fund,

Inc. (ISL) and Aberdeen Chile Fund, Inc. (CH), pursuant to which ISL will transfer substantially

For all of its assets, subject to all stated liabilities, to Issuer

> CH in exchange for shares of CH, which ISL will distribute to shareholders in liquidation of

ISL.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period:

June 30,2018

Company Name

**ABERDEEN** 

**GREATER** 3/16/2018

**CHINA FUND** 

Vote

003031101 **GCH** 

Management

Recommended Proposal

Meeting Date CUSIP

Vote

Ticker

issuer or

Issuer

Propose by

shareholder

1.To approve an Agreement and Plan of Reorganization between Aberdeen Greater China Fund, Inc. (GCH) and Aberdeen Chile

Fund, Inc. (CH), pursuant to which GCH will For For

transfer substantially all of its assets, subject to all stated liabilities, to CH in exchange for shares of CH, which GCH will distribute to

shareholders in liquidation of GCH.

Name of Fund:

Period:

Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -June 30,2018

3/16/2018

Company Name

ABERDEEN LATIN

AMERICA EQUITY

**FUND** 

Vote

For

Meeting Date CUSIP

00306K106

LAQ

Ticker

Management

Recommended Proposal

Vote

For

or

shareholder

Propose by

issuer

1. To approve an Agreement and Plan of Reorganization between Aberdeen Latin

America Equity Fund, Inc. (LAQ) and Aberdeen Chile Fund, Inc. (CH), pursuant to which LAQ Issuer

will transfer substantially all of its assets,

subject to all stated liabilities, to CH in exchange for shares of CH, which LAQ will distribute to shareholders in liquidation of LAQ.

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2017 -June 30,2018

Company Name

Meeting Date CUSIP

Ticker

ABERDEEN EMERG

MKTS SMALLER CO 3/16/2018

**OPP FUND** 

003017102

**ABE** 

Management Vote

Recommended Proposal

Vote

Propose by issuer or

shareholder

Issuer

1.To approve an Agreement and Plan of Reorganization between Aberdeen Emerging Markets Smaller Company Opportunities Fund, Inc. (ABE) and Aberdeen Chile Fund, Inc.

For For (CH), pursuant to which ABE will transfer

substantially all of its assets, subject to all stated liabilities, to CH in exchange for shares of CH, which ABE will distribute to shareholders in

liquidation of ABE.

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2017 -June 30,2018

Company Name

**FRANKLIN** UNIVERAL Meeting Date **CUSIP** 3/16/2018

355145103

Ticker FT

shareholder

Issuer

**TRUST** 

Vote Management Propose by issuer or

Vote

Mirror vote For 1. DIRECTOR

Harris J. Ashton
Terrence J. Checki
Mary C. Choksi
Edith E. Holiday
Gregory E. Johnson
Rupert H. Johnson, Jr.
J. Michael Luttig
Larry D. Thompson
John B. Wilson

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

ABERDEEN

INDONESIA 3/16/2018 00305P106 IF

**FUND** 

Vote Management Propose by issuer or

Vote Shareholder

1.To approve an Agreement and Plan of Reorganization between Aberdeen Indonesia Fund, Inc. (IF) and Aberdeen Chile Fund, Inc.

For For (CH), pursuant to which IF will transfer Issuer

substantially all of its assets, subject to all stated

liabilities, to CH in exchange for shares of CH, which IF will distribute to shareholders in

liquidation of IF.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker
ASIA TIGERS FUND
3/16/2018 0/4516T105

ASIA TIGERS FOND 3/16/2018 04516T105 GRR INC.

Vote Management Propose by issuer or

Vote shareholder

1. To approve an Agreement and Plan of Reorganization between The Asia Tigers Fund, Inc. (GRR) and Aberdeen Chile Fund, Inc.

MIRROR VOTE For (CH), pursuant to which GRR will transfer

substantially all of its assets, subject to all stated Issuer liabilities, to CH in exchange for shares of CH,

which GRR will distribute to shareholders in

liquidation of GRR.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name

Meeting Date CUSIP

Ticker

**ALLIANCE** 

**CALIFORNIA** 

3/28/2018 018546101 **AKP** 

**MUNI INCOME** 

Management Recommended Proposal

issuer or shareholder

Issuer

Propose by

Vote

Mirror vote For 1. DIRECTOR

> Marshall C. Turner, Jr. Garry L. Moody Earl D. Weiner

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

Vote

July 1, 2017 -June 30,2018

Company Name

TRI-CONTINENTAL

CORP.

Meeting Date CUSIP

4/16/2018 895436103 Ticker

TY

Management

Vote Recommended Proposal

Vote

issuer or

shareholder Issuer

Issuer

Propose by

1. DIRECTOR Mirror vote For

> George S. Batejan Kathleen Blatz

Edward J. Boudreau, Jr. Pamela G. Carlton To ratify the selection of

Mirror vote For PricewaterhouseCoopers LLP as the

Corporation's independent registered public

accounting firm

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2017 -June 30,2018

| Company Name    | Meeting D |
|-----------------|-----------|
| THE TAIWAN FUND | 4/17/2019 |
| INC.            | 4/1//2016 |

Meeting Date

**CUSIP** 874036106 Ticker

**TWN** 

Vote

Management Recommended Proposal

Vote

Propose by issuer or

Issuer

shareholder

Mirror vote

For

1. DIRECTOR William C. Kirby Shelley Rigger Anthony S. Clark

Thomas G. Kamp Warren J. Olsen

Mirror vote

For

2. To amend the Fund's by-laws to remove a fundamental policy that restricts the Fund from investing more than 10% of the Fund's total

assets (taken at current value) in a single issuer. 3. To amend the Fund's by-laws to amend a

Mirror vote

For

fundamental policy to require the Fund to invest Issuer more than 25% of its total assets (taken at

current value) in the semi-conductor industry.

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2017 -June 30,2018

Company Name **GENERAL** 

**AMERICAN** 

**INVESTORS** 

4/18/2018

Meeting Date CUSIP

368802104

Ticker

**GAM** 

COMPANY, INC.

Management

Vote Recommended Proposal

Vote

Propose by issuer

Issuer

or

shareholder

MIRROR VOTE

For

DIRECTOR

Mr. Berens Mr. Cullman

Mr. Davidson Ms. Del Villar Mr. Gordan Ms. Gotbaum

Mr. Knafel

Ms. Lynch Mr. Priest Mr. Schirmer

MIRROR VOTE For 2. Ratification of the selection of Ernst & Young Issuer

LLP as auditors.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Meeting Date CUSIP

Period: July 1, 2017 - June 30,2018

Company Name

**ADAMS** 

DIVERSIFIED 4/19/2018 006212104

**EQUITY FUND** 

Management Propose by
Vote Recommended Proposal issuer

Vote or or vote

Ticker

ADX

Ticker

shareholder MIRROR VOTE For 1. DIRECTOR Issuer

Enrique R. Arzac Kenneth J. Dale Frederic A. Escherich Roger W. Gale

Lauriann C. Kloppenburg Kathleen T. McGahran

Craig R. Smith Mark E. Stoeckle

MIRROR VOTE For 2. The selection of PricewaterhouseCoopers Issuer

LLP as independent public auditors.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

June 30,2010

Company Name Meeting Date CUSIP LAZARD WORLD

DIVIDEND 4/20/2018 521076109 LOR

& INCOME FUND

Vote Management Propose by issuer or

Vote

shareholder
Mirror vote For 1. DIRECTOR Issuer

Franci J. Blassberg Richard Reiss, Jr. Ashish Bhutani

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date CUSIP Ticker

LAZARD GLOBAL

**TOTAL** 

RETURN & INCOME 4/20/2018 52106w103 LGI

**FUND** 

Propose by Management issuer Vote

Recommended Proposal Vote

shareholder Mirror Vote For 1. DIRECTOR Issuer

Robert M. Solmson

Nathan A. Paul

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name Meeting Date CUSIP Ticker

**PUTNAM HIGH** 

**INCOME** 4/27/2018 746779107 **PCF** 

SECURITIES FUND

Propose by Management issuer Vote Recommended Proposal or

Vote

shareholder For 1A. Fixing the number of trustees at twelve. Shareholder Against For

Against 1B. DIRECTOR Shareholder Phillip Goldstein Rajeev Das

Andrew Dakos Richard Davan Gerald Hellerman Ben H. Harris Moritz Sell

2. A non-binding proposal to request that the

board of trustees authorize a self-tender offer for Shareholder For Against

at least 50% of the outstanding common shares

of the fund at or close to net asset value (NAV).

3. To fix the number of trustees at seven. For Against Shareholder

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period:

June 30,2018

Ticker Company Name Meeting Date CUSIP

**GREAT ELM** 

CAPITAL 5/3/2018 390320109 GECC

**CORP** 

Against

Management Propose by issuer

Vote Recommended Proposal

Vote or shareholder

Against For 1. DIRECTOR Issuer

Randall Revell Horsey

John E. Stuart

2. To ratify the selection of Deloitte & Touche LLP as the Company's registered independent

For For public accounting firm for the year ending Issuer

December 31, 2018

3. To reduce the Company's required minimum

For asset coverage ratio from 200% to 150% as

permitted under the Small Business Credit

Availability Act

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 -

June 30,2018

Company Name Meeting Date CUSIP Ticker

SOURCE CAPITAL, 5/14/2018 836144105 SOR

INC 3/14/2018 830144103 SOK

Vote Recommended Proposal issuer or

Vote Shareholder

Mirror vote For 1. DIRECTOR Issuer

Atwood Brown Lipson Osborne Pisano Purcell Rudnick

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

GABELLI GBL SML

& 5/14/2018 36249W104 GGZ

MID CAP VAL

Vote Management Proposal

Propose by

Recommended Propose by Vote issuer

or

Ticker

shareholder

Mirror vote For 1. DIRECTOR Issuer

Anthony J. Covavita

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period: June 30,2018

Company Name

**STEWART** 

**INFORMATION SERVICES** 

Meeting Date **CUSIP** 

**STC** 5/22/2018 860372101

Propose by Management issuer

Vote Recommended Proposal Vote

shareholder 1. DIRECTOR For For Issuer

Arnaud Ajdler Thomas G. Apel C. Allen Bradley, Jr. James Chadwick Glenn C. Christenson Robert L. Clarke Frederick H. Eppinger

Matthew W. Morris Clifford Press

2. Approval of the compensation of Stewart For For Issuer

Information Services Corporation's named

executive officers (Say-on-Pay). 3. Approval of the compensation of Stewart

For For Information Services Corporation's named Issuer

executive officers (Say-on-Pay).

4. Approval of the compensation of Stewart

For Information Services Corporation's named For Issuer

executive officers (Say-on-Pay).

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2017 -Period:

June 30,2018

Company Name Ticker Meeting Date CUSIP

**STELLAR** 

**ACQUISTION III** 5/22/2018 Y8172W107 **STLR** 

**INC** 

Vote Management **Proposal** 

|                                | Recommended<br>Vote                               |  | Propose by issuer or shareholder |
|--------------------------------|---|--|----------------------------------|
| For                            | For   | 1. Extension Amendment Proposal: Amend the Company's second amended and restated articles of incorporation to extend the date that the Company has to consummate a business combination from May 24, 2018 to November 26, 2018 or such earlier date as determined by the Board.                | Issuer                           |
| For                            | For   | 2. Extension Amendment Proposal: Amend the Company's second amended and restated articles of incorporation to extend the date that the Company has to consummate a business combination from May 24, 2018 to November 26, 2018 or such earlier date as determined by the Board.                | Issuer                           |
| For                            | For   | 3. Adjournment Proposal: Adjourn the Special Meeting of shareholders to a later date or dates, if necessary, to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of Proposal 1 or Proposal 2. | Issuer                           |
| For                            | None  | 4. Adjournment Proposal: Adjourn the Special Meeting of shareholders to a later date or dates, if necessary, to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of Proposal 1 or Proposal 2. | Issuer                           |
| Name of Fund:<br>Period:       | Special Opportu<br>July 1, 2017 -<br>June 30,2018 | unities Fund, Inc. (SPE)   |                                  |
| Company Name                   | Meeting Date                                      | CUSIP  | Ticker                           |
| Tropicana<br>Entertainment Inc | 5/24/2018   | 89708x105  | TPCA                             |
| Vote                           | Management<br>Recommended<br>Vote                 | Proposal   | Propose by issuer or shareholder |
| For                            | For   | 1. DIRECTOR Daniel A. Cassella Hunter C. Gary Carl C. Icahn William A. Leidesdorf Daniel H. Scott Anthony P. Rodio Keith Cozza   | Issuer                           |

2. To ratify the appointment of Grant Thornton LLP as the Company's independent registered For For public accounting firm for the fiscal year ending December 31, 2018. 3. To vote on an advisory resolution to approve executive compensation of the Company's For For Issuer named executive officers, as disclosed in the **Proxy Statement** Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Ticker Company Name Meeting Date **CUSIP EMERGENT** 5/31/2018 29102N105 **EMGC** CAPITAL, INC. Propose by Management issuer Vote Recommended Proposal Vote shareholder For For 1. DIRECTOR Issuer Patrick J. Curry Matthew Epstein James Hua Robert Knapp Roy J. Patterson Joseph E. Sarachek 2. Proposal to approve, by non-binding advisory Issuer For For vote, executive compensation. 3. Proposal to increase the size of the Board of For For Issuer Directors to nine (9) directors. 4. Proposal to amend the Bylaws to modify the For requirements for changing the size of the Board Issuer For of Directors. 5. Proposal to ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for the fiscal year ending Issuer For For December 31, 2018. Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Company Name Meeting Date **CUSIP** Ticker THE NEW IRELAND 6/11/2018 **IRL** FUND, 645673104 INC. Vote Management Propose by **Proposal** 

issuer

Recommended or

Vote shareholder

Mirror Vote For 1. DIRECTOR Issuer

1- Michael Pignataro

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

JURIDICA

INVESTMENTS 6/12/2018 G5215N102 JIL LN

Management Propose by

Vote Recommended Proposal issuer or

Vote shareholder

1. THAT EACH OF THE ANNUAL REPORT AND ACCOUNTS FOR THE PERIOD FROM

For For THE DESIGN PERSONS AND THE ISSUE

THE DIRECTOR'S REPORT AND THE

AUDITOR'S REPORT BE RECEIVED AND

ADOPTED

2. THAT THE TOTAL AGGREGATE

REMUNERATION OF THE DIRECTORS OF

For For THE COMPANY BEING USD 176,074.00 IN Issuer

RESPECT OF THE YEAR ENDED 31 DECEMBER 2017, BE APPROVED 3.THAT MR RICHARD BATTEY BE

For For RE-ELECTED AS A DIRECTOR OF THE Issuer

**COMPANY** 

4. THAT PRICEWATERHOUSECOOPERS CI

For For LLP BE RE-APPOINTED AS AUDITORS OF Issuer

THE COMPANY

5. THAT THE DIRECTORS BE

For For AUTHORISED TO FIX THE Issuer

REMUNERATION OF THE AUDITORS
6. THAT THE COMPANY GENERALLY BE
AND IS HEREBY AUTHORISED FOR THE
PURPOSES OF SECTION 315 OF THE

Issuer

For For ACOMPANIES LAW TO MAKE ONE OR

MORE MARKET ACQUISITIONS (AS DEFINED IN THE COMPANIES LAW) OF ORDINARY SHARES IN THE CAPITAL OF

THE COMPANY.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

| Edgar Filing: SPECIAL OPPORTUNITIES FUND, INC Form N-PX |  |   |                                  |  |
|---|--|---|----------------------------------|--|
| TRINITY PLACE<br>HOLDINGS,<br>INC.                      | 6/14/2018                              | 89656D101   | TPHS                             |  |
| Vote  | Management<br>Recommended<br>Vote      |   | Propose by issuer or shareholder |  |
| For   | For                                    | 1. Directors: 01.Alexander C. Matina, 02.Jeffrey B. Citrin  | Issuer                           |  |
| For   | For                                    | 2. To ratify the appointment of BDO USA, LLP as the independent registered public accounting firm for the fiscal year ending December 31, 2018. | Issuer                           |  |
| For   | For                                    | 3. To approve, on an advisory basis, the compensation of the Company's named executive officers.  | Issuer                           |  |
| Name of Fund:   | Special Opportunities Fund, Inc. (SPE) |   |                                  |  |
| Period:   | July 1, 2017 -<br>June 30,2018         |   |                                  |  |
| Company Name  | Meeting Date                           | CUSIP   | Ticker                           |  |
| M I ACQUISTIONS,<br>INC                                 | 6/15/2018                              | 55304A104   | MACQ                             |  |
| Vote  | Management<br>Recommended<br>Vote      | Proposal  | Propose by issuer or shareholder |  |
| For   | For                                    | 1. Directors: 01.Alexander C. Matina, 02.Jeffrey  |                                  |  |
| - 5.  | - 0.                                   | B. Citrin 2. APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EXTEND THE DATE                     | 23000                            |  |
| For   | For                                    | BY WHICH THE COMPANY HAS TO CONSUMMATE A BUSINESS COMBINATION (THE "EXTENSION") FOR AN ADDITIONAL 90 DAYS, TO SEPTEMBER 17, 2018.               | Issuer                           |  |
| For   | For                                    | 3. APPROVAL OF AN AMENDMENT TO THE COMPANY'S EXISTING INVESTMENT MANAGEMENT TRUST AGREEMENT TO MAKE CHANGES NECESSARY TO                        | Issuer                           |  |

MAKE CHANGES NECESSARY TO
REFLECT THE
EXTENSION.RATIFICATION OF THE
APPOINTMENT OF MARCUM LLP AS THE
COMPANY'S INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM FOR THE
FISCAL YEAR ENDING DECEMBER 31,

2018.

4. RATIFICATION OF THE APPOINTMENT OF MARCUM LLP AS THE COMPANY'S

For For INDEPENDENT REGISTERED PUBLIC Issuer

ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2018.
4A.Intention to Exercise Conversion Rights. If you intend to exercise your conversion rights, please check For box. Checking this For box,

For For however, is not sufficient to exercise your Issuer

conversion rights. You must comply with the procedures set forth in the proxy statement under the heading "Conversion Rights."

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

THE SWISS

HELVETIA 6/19/2018 870875101 SWZ

FUND, INC

Vote Management Propose by issuer or

Vote shareholder

For 1.ELECTION OF TWO DIRECTOR Shareholder

1- Phillip Goldstein2- Gerald Hellerman

2. To ratify Tait, Weller & Baker, LLP as the

For Fund's independent registered public accounting Shareholder

firm for 2018.

3. To approve a non-binding proposal to amend

the fund's bylaws "to give holders in the

Abstain aggregate of 10% of our outstanding common Shareholder

stock the power to call a special shareowner

meeting."

4. To request a self-tender offer for at least 50%

For of the outstanding common shares of the fund at Shareholder

or close to net asset value.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP

ABERDEEN JAPAN

EQUITY 6/20/2018 00306J109 JEQ

FUND, INC.

Ticker

Propose by Management issuer Vote Recommended Proposal or Vote shareholder 1. Class I DIRECTOR Mirror Vote Issuer For 1- Radhika Ajmera Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Company Name Meeting Date CUSIP Ticker **MORGAN STANLEY** ASIA-PACIFIC FD, 6/21/2018 **APF** 61744U106 **INC** Propose by Management issuer Vote Recommended Proposal or Vote shareholder Mirror Vote For 1. Class II DIRECTOR Issuer Nancy C. Everett Michael F. Klein W. Allen Reed Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Ticker Company Name Meeting Date CUSIP **NEXTPOINT STRATEGIC** 6/22/2018 65340G205 **NHF OPPORTUNITIES FUND** Propose by Management issuer Vote Recommended Proposal or Vote shareholder MIRROR VOTE 1. Directors: 01. John Honis, 02. Dustin Norris Issuer For Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Company Name Ticker Meeting Date CUSIP **DIVIDEND AND INCOME** DNI 6/25/2018 25538A204 **FUND** 

Vote

Management

**Proposal** 

Recommended Propose by Vote issuer or shareholder Mirror Vote For 1. DIRECTOR Issuer 1- Roger Atkinson Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Meeting Date CUSIP Ticker Company Name **EQUUS TOTAL** RETURN, 6/26/2018 294766100 **EQS** INC. Propose by Management issuer Vote Recommended Proposal or Vote shareholder Mirror Vote For 1. DIRECTOR Issuer Fraser Atkinson Kenneth I. Denos Henry W. Hankinson John A. Hardy Robert L. Knauss 2. To ratify the selection of BDO USA, LLP as the Company's independent registered public Mirror Vote For Issuer accounting firm for the fiscal year ending December 31, 2018. 3. To approve, in a non-binding vote, the compensation paid to the Company's executive officers in 2017, as disclosed pursuant to item Mirror Vote For Issuer 402 of Regulation S-K, including the Compensation Discussion and Analysis, compensation tables and narrative discussion Name of Fund: Special Opportunities Fund, Inc. (SPE) July 1, 2017 -Period: June 30,2018 Meeting Date CUSIP Ticker Company Name **AMERICAN CAPITAL** 6/28/2018 02504D108 **ACSF** SENIOR FLOATING LTD

Management

Vote

Recommended Proposal

Vote

45

Propose by

shareholder

issuer

1. To consider and vote upon a proposal to approve the Plan of Complete Liquidation and

Mirror Vote For Dissolution of the Company (the "Plan"),

including the sale of all or substantially all of the Company's assets and the dissolution of the

Issuer

Ticker

Issuer

Company pursuant to the Plan.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP

AVISTA

HEALTHCARE 6/28/2018 G0726L125 AHPA

PUBLIC ACQ. CORP

Management Propose by issuer

Vote Recommended Proposal or Vote

shareholder

For For Ratify Marcum LLP as the independent auditors

of the Company for 2018

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2017 - June 30,2018

Company Name Meeting Date CUSIP Ticker

**BROOKFIELD DTLA** 

FD N/A 112714209 DTLA

OFFICE TR

Vote Management Propose by issuer or

Vote Shareholder

1. THE UNDERSIGNED HOLDER OF SHARES OF THE 7.625% SERIES A

CUMULATIVE REDEEMABLE PREFERRED STOCK OF BROOKFIELD DTLA FUND OFFICE TRUST INVESTOR INC. ("THE COMPANY") HEREBY AUTHORIZES

For N/A BULLDOG INVESTORS, LLC, PHILLIP Shareholder

GOLDSTEIN AND ANDREW DAKOS TO REQUEST THAT A SPECIAL MEETING OF HOLDERS OF THE SERIES A PREFERRED

STOCK BE HELD TO ELECT TWO

PREFERRED DIRECTORS.

# **SIGNATURES**

| Pursuant to the requirements of the Investment Company Act of 1940, the registra signed on its behalf by the undersigned, thereunto duly authorized. | ant has duly caused this report to be |
|--|---------------------------------------|
| (Registrant) Special Opportunities Fund, Inc.  |                                       |
| By (Signature and Title)* /s/ Andrew Dakos Andrew Dakos, President   |                                       |

Date August 23, 2018
\* Print the name and title of each signing officer under his or her signature.