

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

Kayne Anderson MLP Investment CO  
Form N-PX  
August 11, 2015

OMB APPROVAL

OMB Number: 3235-0582

Expires: March 31, 2018

Estimated average burden hours per response 7.2

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 811-21593

Kayne Anderson MLP Investment Company  
(Exact name of registrant as specified in charter)

811 Main Street, 14th Floor                      Houston, Texas 77002  
(Address of principal executive offices)                      (Zip code)

David J. Shladovsky, Esq.  
KA Fund Advisors, LLC  
1800 Avenue of the Stars, Third Floor  
Los Angeles, California 90067

(Name and address of agent for service)

Registrant's telephone number, including area code: (310) 282-7905

Date of fiscal year end: November 30

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

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

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

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 collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

---

ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
  - (b) The exchange ticker symbol of the portfolio security;
  - (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
  - (d) The shareholder meeting date;
  - (e) A brief identification of the matter voted on;
  - (f) Whether the matter was proposed by the issuer or by a security holder;
  - (g) Whether the registrant cast its vote on the matter;
  - (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
  - (i) Whether the registrant cast its vote for or against management.
-

SIGNATURES

[See General Instruction F]

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Kayne Anderson MLP Investment Company

By (Signature and /s/ Kevin S. McCarthy  
Title)\*

Kevin S. McCarthy,  
Chairman of the Board of Directors,

Date August 10, 2015 President and Chief Executive Officer

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

---

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

Item 1 – Proxy Voting Record  
 Kayne Anderson MLP Investment Company  
 July 1, 2014 - June 30, 2015

Issuer	Ticker Symbol	CUSIP	Meeting Date	Matter:	Proposed by (I)ssuer or (S)hareholder	Vote Cast?	How Voted
KNOT OFFSHORE PARTNERS LP	KNOP	Y48125101	8/13/2014	TO ELECT:  EDWARD A. WARYAS, JR. AS A CLASS I DIRECTOR, WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES	FOR
GOLAR LNG PARTNERS LP	GMLP	Y2745C102	9/19/2014	TO ELECT:  CARL E. STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES	FOR
CAPITAL PRODUCT PARTNERS L.P.	CPLP	Y11082107	8/21/2014	ELECTION:  OF ONE CLASS I DIRECTOR UNTIL THE 2017 ANNUAL MEETING: PIERRE DE DEMANDOLX-DEDONS.	I	YES	FOR
				PROPOSAL TO APPROVE: THE FOURTH AMENDMENT TO THE SECOND AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP TO REVISE THE TARGET DISTRIBUTIONS TO HOLDERS OF INCENTIVE DISTRIBUTION RIGHTS.	I	YES	FOR
				PROPOSAL TO APPROVE: AN AMENDMENT AND RESTATEMENT OF THE 2008 OMNIBUS INCENTIVE COMPENSATION PLAN AMENDED JULY 22, 2010 TO INCREASE THE MAXIMUM	I	YES	FOR

NUMBER OF RESTRICTED  
UNITS AUTHORIZED FOR  
ISSUANCE THEREUNDER  
FROM 800,000 TO 1,650,000.

SEADRILL PARTNERS LLC	SDLP	Y7545W109 9/26/2014	TO ELECT:  HARALD THORSTEIN AS A CLASS I DIRECTOR OF THE COMPANY WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF MEMBERS.	I	YES FOR
HOEGH LNG PARTNERS LP	HMLP	Y3262R100 9/24/2014	TO ELECT:  ANDREW JAMIESON AS A CLASS I DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2015 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
			TO ELECT: ROBERT SHAW AS A CLASS II DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2016 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
			TO ELECT: DAVID SPIVAK AS A CLASS III DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2017 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
			TO ELECT: MORTTEN W. HOEGHAS A CLASS IV DIRECTOR WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	I	YES FOR
DYNAGAS LNG PARTNERS LP	DLNG	Y2188B108 10/23/2014	DIRECTOR:  EVANGELOS VLAHOULIS	I	YES FOR
			DIRECTOR: ALEXIOS RODOPOULOS	I	YES FOR
			DIRECTOR:	I	YES FOR

LEVON DEDEGIAN

TO APPROVE: I YES FOR  
 THE APPOINTMENT OF ERNST  
 & YOUNG (HELLAS)  
 CERTIFIED AUDITORS  
 ACCOUNTANTS S.A. AS THE  
 PARTNERSHIP'S  
 INDEPENDENT AUDITORS FOR  
 THE FISCAL YEAR ENDING  
 DECEMBER 31, 2014.

NAVIOS  
 MARITIME NMM Y62267102 11/21/2014  
 PARTNERS L.P.

DIRECTOR: I YES FOR  
 SERAFEIM KRIEMPARDIS

RATIFY: I YES FOR  
 THE APPOINTMENT OF  
 PRICEWATERHOUSECOOPERS  
 AS THE COMPANY'S  
 INDEPENDENT PUBLIC  
 ACCOUNTANTS FOR THE  
 FISCAL YEAR ENDING  
 DECEMBER 31, 2014.

EL PASO  
 PIPELINE EPB 283702108 11/20/2014  
 PARTNERS, L.P.

TO APPROVE: I YES FOR  
 THE EPB MERGER  
 AGREEMENT.

TO APPROVE: I YES FOR  
 THE EPB ADJOURNMENT  
 PROPOSAL.

KINDER  
 MORGAN, INC. KMI 49456B101 11/20/2014

TO APPROVE: I YES FOR  
 AN AMENDMENT OF THE  
 CERTIFICATE OF  
 INCORPORATION OF KMI TO  
 INCREASE THE NUMBER OF  
 AUTHORIZED SHARES OF  
 CLASS P COMMON STOCK,  
 PAR VALUE \$0.01 PER SHARE,  
 OF KMI FROM 2,000,000,000 TO  
 4,000,000,000.

TO APPROVE: I YES FOR  
 THE ISSUANCE OF SHARES OF  
 KMI COMMON STOCK IN THE

Edgar Filing: Kayne Anderson MLP Investment CO - Form N-PX

PROPOSED KMP, KMR AND  
EPB MERGERS.

TO APPROVE: I YES FOR  
THE ADJOURNMENT OF THE  
SPECIAL MEETING, IF  
NECESSARY TO SOLICIT  
ADDITIONAL PROXIES IF  
THERE ARE NOT SUFFICIENT  
VOTES TO ADOPT THE  
FOREGOING PROPOSALS AT  
THE TIME OF THE SPECIAL  
MEETING.

KINDER  
MORGAN  
ENERGY  
PARTNERS, L.P.

KMP 494550106 11/20/2014

TO APPROVE: I YES FOR  
THE KMP MERGER  
AGREEMENT.

TO APPROVE: I YES FOR  
THE KMP ADJOURNMENT  
PROPOSAL.

KINDER  
MORGAN  
MANAGEMENT,  
LLC

KMR 49455U100 11/20/2014

TO APPROVE: I YES FOR  
THE KMR MERGER  
AGREEMENT.

TO APPROVE: I YES FOR  
THE KMR ADJOURNMENT  
PROPOSAL.

TO APPROVE: I YES FOR  
THE KMP MERGER  
AGREEMENT.

TO APPROVE: I YES FOR  
THE KMP ADJOURNMENT  
PROPOSAL.

ENERGY  
TRANSFER  
PARTNERS, L.P.

ETP 29273R109 11/20/2014

TO APPROVE: I YES FOR  
THE SECOND AMENDED AND  
RESTATED ENERGY  
TRANSFER PARTNERS, L.P.  
2008 LONG-TERM INCENTIVE



PLAN (AS IT HAS BEEN AMENDED FROM TIME TO TIME, THE "LTIP"), WHICH, AMONG OTHER THINGS, PROVIDES FOR AN INCREASE IN THE MAXIMUM NUMBER OF COMMON UNITS RESERVED AND AVAILABLE FOR DELIVERY WITH RESPECT TO AWARDS UNDER THE LTIP TO 10,000,000 COMMON UNITS (THE "LTIP PROPOSAL").

TO APPROVE: I YES FOR  
 THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL.

TARGA  
 RESOURCES  
 CORP.

TRGP 87612G101 1/20/2015

TO CONSIDER AND VOTE UPON: I YES AGAINST

A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF TARGA RESOURCES CORP. ("TRC") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 13, 2014, BY AND AMONG TRC, TRIDENT GP MERGER SUB LLC, ATLAS ENERGY, L.P. AND ATLAS ENERGY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

TO APPROVE: I YES AGAINST  
 ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING IF

NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE TRC STOCK ISSUANCE PROPOSAL.

ATLAS PIPELINE PARTNERS, L.P.	APL	049392103	1/22/2015	<p>PROPOSAL TO APPROVE AND ADOPT: THE AGREEMENT AND PLAN OF MERGER (THE "APL MERGER AGREEMENT"), DATED AS OF OCTOBER 13, 2014, BY AND AMONG TARGA RESOURCES CORP., TARGA RESOURCES PARTNERS LP, TARGA RESOURCES GP LLC, TRIDENT MLP MERGER SUB LLC, ATLAS ENERGY, L.P., ATLAS PIPELINE PARTNERS, L.P. AND ATLAS PIPELINE PARTNERS GP, LLC, AND TO APPROVE THE MERGER CONTEMPLATED BY THE APL MERGER AGREEMENT.</p>	I	NO	DID NOT VOTE
				<p>PROPOSAL TO APPROVE: ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION PAYMENTS THAT WILL OR MAY BE PAID BY ATLAS PIPELINE PARTNERS, L.P. TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.</p>	I	NO	DID NOT VOTE
MAGELLAN MIDSTREAM PARTNERS, L.P.	MMP	559080106	4/23/2015	<p>DIRECTOR: ROBERT G. CROYLE</p>	I	YES	FOR
				<p>DIRECTOR: STACY P. METHVIN</p>	I	YES	FOR
				<p>DIRECTOR: BARRY R. PEARL</p>	I	YES	FOR
				<p>PROPOSAL TO APPROVE: EXECUTIVE COMPENSATION.</p>	I	YES	FOR

					RATIFY APPOINTMENT: INDEPENDENT AUDITOR.	I		YES	FOR
REGENCY ENERGY PARTNERS LP	RGP	75885Y107	4/28/2015		PROPOSAL:  TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 25, 2015, AS AMENDED BY AMENDMENT NO. 1 THERETO, DATED AS OF FEBRUARY 18, 2015, BY AND AMONG ENERGY TRANSFER PARTNERS, L.P., ENERGY TRANSFER PARTNERS GP, L.P., THE GENERAL PARTNER OF ETP, RENDEZVOUS I LLC, .. (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL.	I		NO	<b>DID NOT VOTE</b>
					PROPOSAL:  TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	I		NO	<b>DID NOT VOTE</b>
					PROPOSAL:  TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE PAYMENTS THAT WILL OR MAY BE PAID BY REGENCY TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	I		NO	<b>DID NOT VOTE</b>
KINDER MORGAN, INC.	KMI	49456B101	5/7/2015	1	DIRECTOR:  RICHARD D. KINDER STEVEN J. KEAN	I		YES	FOR

TED A. GARDNER  
 ANTHONY W. HALL, JR.  
 GARY L. HULTQUIST  
 RONALD L. KUEHN, JR.  
 DEBORAH A. MACDONALD  
 MICHAEL J. MILLER  
 MICHAEL C. MORGAN  
 ARTHUR C. REICHSTETTER  
 FAYEZ SAROFIM  
 C. PARK SHAPER  
 WILLIAM A. SMITH  
 JOEL V. STAFF  
 ROBERT F. VAGT  
 PERRY M. WAUGHTAL

- |   |  |   |             |
|---|--|---|-------------|
| 2 | APPROVAL:<br>OF THE KINDER MORGAN,<br>INC. 2015 AMENDED AND<br>RESTATE STOCK INCENTIVE<br>PLAN.  | I | YES FOR     |
| 3 | APPROVAL:<br>OF THE AMENDED AND<br>RESTATE ANNUAL<br>INCENTIVE PLAN OF KINDER<br>MORGAN, INC.  | I | YES FOR     |
| 4 | ADVISORY VOTE TO:<br>APPROVE EXECUTIVE<br>COMPENSATION.  | I | YES FOR     |
| 5 | RATIFICATION:<br>OF THE SELECTION OF<br>PRICEWATERHOUSECOOPERS<br>LLP AS OUR INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2015. | I | YES FOR     |
| 6 | APPROVAL:<br>OF THE AMENDED AND<br>RESTATE CERTIFICATE OF<br>INCORPORATION OF KINDER<br>MORGAN, INC.                                       | I | YES FOR     |
| 7 | STOCKHOLDER PROPOSAL:<br>RELATING TO A REPORT ON<br>OUR COMPANY'S RESPONSE<br>TO CLIMATE CHANGE.   | S | YES AGAINST |
| 8 | STOCKHOLDER PROPOSAL:  | S | YES AGAINST |

RELATING TO A REPORT ON  
METHANE EMISSIONS.

9 STOCKHOLDER PROPOSAL: S YES AGAINST  
RELATING TO AN ANNUAL  
SUSTAINABILITY REPORT.

LEGACY  
RESERVES LP

LGCY 524707304 5/13/2015 1

DIRECTOR: I

YES FOR

CARY D. BROWN  
KYLE A. MCGRAW  
DALE A. BROWN  
G. LARRY LAWRENCE  
WILLIAM D. SULLIVAN  
WILLIAM R. GRANBERRY  
KYLE D. VANN  
PAUL T. HORNE

APPROVAL: I YES FOR  
OF THE AMENDMENT TO THE  
AMENDED AND RESTATED  
LEGACY RESERVES LP  
LONG-TERM INCENTIVE  
PLAN.

RATIFICATION: I YES FOR  
OF THE APPOINTMENT OF  
BDO USA, LLP AS OUR  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM  
FOR THE FISCAL YEAR  
ENDING DECEMBER 31, 2015.

TARGA  
RESOURCES  
CORP.

TRGP 87612G101 5/18/2015 1

DIRECTOR: I

YES FOR

JOE BOB PERKINS  
ERSHEL C. REDD, JR.

RATIFICATION: I YES FOR  
OF THE SELECTION OF  
INDEPENDENT AUDITORS.

SHAREHOLDER PROPOSAL: S YES AGAINST  
REGARDING PUBLICATION OF  
A REPORT ON METHANE  
EMISSIONS.

ONEOK, INC.

OKE 682680103 5/20/2015 1A

ELECTION OF DIRECTOR: I

YES FOR

JAMES C. DAY

1B ELECTION OF DIRECTOR: JULIE H. EDWARDS	I	YES FOR
1C ELECTION OF DIRECTOR: LIAM L. FORD	I	YES FOR
1D ELECTION OF DIRECTOR: JOHN W. GIBSON	I	YES FOR
1E ELECTION OF DIRECTOR: STEVEN J. MALCOLM	I	YES FOR
1F ELECTION OF DIRECTOR: JIM W. MOGG	I	YES FOR
1G ELECTION OF DIRECTOR: PATTYE L. MOORE	I	YES FOR
1H ELECTION OF DIRECTOR: GARY D. PARKER	I	YES FOR
1I ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	I	YES FOR
1J ELECTION OF DIRECTOR: TERRY K. SPENCER	I	YES FOR
2 RATIFICATION OF: THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2015.	I	YES FOR
3 ADVISORY VOTE: TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION.	I	YES FOR

THE WILLIAMS  
COMPANIES,  
INC.

WMB 969457100 5/21/2015

1A ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	I	YES FOR
1B ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND	I	YES FOR
1C ELECTION OF DIRECTOR: KATHLEEN B. COOPER	I	YES FOR

1D	ELECTION OF DIRECTOR: JOHN A. HAGG	I	YES FOR
1E	ELECTION OF DIRECTOR: JUANITA H. HINSHAW	I	YES FOR
1F	ELECTION OF DIRECTOR: RALPH IZZO	I	YES FOR
1G	ELECTION OF DIRECTOR: FRANK T. MACINNIS	I	YES FOR
1H	ELECTION OF DIRECTOR: ERIC W. MANDELBLATT	I	YES FOR
1I	ELECTION OF DIRECTOR: KEITH A. MEISTER	I	YES FOR
1J	ELECTION OF DIRECTOR: STEVEN W. NANCE	I	YES FOR
1K	ELECTION OF DIRECTOR: MURRAY D. SMITH	I	YES FOR
1L	ELECTION OF DIRECTOR: JANICE D. STONEY	I	YES FOR
1M	ELECTION OF DIRECTOR: LAURA A. SUGG	I	YES FOR
2	RATIFICATION OF: ERNST & YOUNG LLP AS AUDITORS FOR 2015.	I	YES FOR
3	APPROVAL, BY NONBINDING ADVISORY VOTE: OF THE COMPANY'S EXECUTIVE COMPENSATION.	I	YES FOR

BUCKEYE PARTNERS, L.P.	BPL	118230101	6/2/2015	1	DIRECTOR:  PIETER BAKKER BARBARA M. BAUMANN MARK C. MCKINLEY DONALD W. NIEMIEC	I	YES FOR
				2	RATIFICATION OF: OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS, L.P.'S	I	YES FOR

INDEPENDENT REGISTERED  
PUBLIC ACCOUNTANTS FOR  
2015.

MARKWEST  
ENERGY  
PARTNERS, L.P.

MWE 570759100 6/3/2015 1

DIRECTOR:

I

YES FOR

FRANK M. SEMPLE  
DONALD D. WOLF  
MICHAEL L. BEATTY  
WILLIAM A BRUCKMANN III  
DONALD C. HEPPERMAN  
RANDALL J. LARSON  
ANNE E. FOX MOUNSEY  
WILLIAM P. NICOLETTI

2

RATIFICATION OF:  
DELOITTE & TOUCHE LLP AS  
THE PARTNERSHIP'S  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTANTS FOR  
THE FISCAL YEAR ENDING  
DECEMBER 31, 2015.

I

YES FOR