

Kayne Anderson MLP Investment CO  
Form N-PX  
August 15, 2011

OMB APPROVAL

OMB Number: 3235-0582

Expires: March 31, 2012

Estimated average burden  
hours per response 9.6

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)

717 Texas Avenue, Suite 3100 Houston, Texas  
(Address of principal executive offices)

77002  
(Zip code)

David J. Shladovsky, Esq.  
KA Fund Advisors, LLC  
717 Texas Avenue, Suite 3100  
Houston, Texas 77002  
(Name and address of agent for service)

Registrant's telephone number, including area code: (310) 284-6438

Date of fiscal year end: November 30

Date of reporting period: July 1, 2010 - June 30, 2011

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 Title)* | /s/ Kevin S. McCarthy<br>Kevin S. McCarthy,<br>Chairman of the Board of Directors, |
| Date                      | August 15, 2011<br>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 – Attached on behalf of Kayne Anderson MLP Investment Company

| Issuer                           | Symbol | CUSIP     | Meeting Date | Matter:  | Proposed by (D)ssuer or (S)hrhldr | Vote Cast? | How Voted | For/Against Mgmt |
|----------------------------------|--------|-----------|--------------|--|-----------------------------------|------------|-----------|------------------|
| CAPITAL PRODUCT PARTNERS L.P.    | CPLP   | Y11082107 | 7/22/2010    | ELECT:<br>CLASS III DIRECTOR UNTIL THE 2013 ANNUAL MEETING<br>NOMINEE: A. KEITH FORMAN   | I                                 | YES        | FOR       | FOR              |
|                                  |        |           |              | ELECT:<br>CLASS III DIRECTOR UNTIL THE 2013 ANNUAL MEETING<br>NOMINEE: A. EVANGELOS G. BAIRACTARIS   | I                                 | YES        | FOR       | FOR              |
| WILLIAMS PIPELINE PARTNERS L.P.  | WMZ    | 96950K103 | 8/31/2010    | APPROVE & ADOPT:<br>AGREEMENT AND PLAN OF MERGER DATED AS OF MAY 24, 2010 BY AND AMONG WILLIAMS PARTNERS L.P., WILLIAMS PARTNERS GP LLC, WILLIAMS PARTNERS OPERATING LLC, WPZ OPERATING COMPANY MERGER SUB LLC, WILLIAMS PIPELINE PARTNERS L.P. AND WILLIAMS PIPELINE GP, LLC, AS IT MAY BE AMENDED FROM TIME TO TIME AND THE MERGER OF THE MERGER SUB WITH AND INTO WILLIAMS PIPELINE PARTNERS L.P. CONTEMPLATED BY THE MERGER AGREEMENT. | I                                 | YES        | FOR       | FOR              |
| EAGLE ROCK ENERGY PARTNERS, L.P. | EROC   | 26985R104 | 9/17/2010    | APPROVE:   |                                   |            |           |                  |

|   |   |     |     |     |
|---|---|-----|-----|-----|
| THE TERMS OF THE<br>AMENDED AND RESTATED<br>EAGLE ROCK ENERGY<br>PARTNERS, L.P. LONG TERM<br>INCENTIVE PLAN | I | YES | FOR | FOR |
|---|---|-----|-----|-----|

BUCKEYE GP  
HOLDINGS

L.P. BGH 118167105 11/16/2010 APPROVE:

|  |   |     |     |     |
|--|---|-----|-----|-----|
| THE FIRST AMENDED AND<br>RESTATED AGREEMENT AND<br>PLAN OF MERGER BY AND<br>AMONG BUCKEYE<br>PARTNERS, L.P., BUCKEYE GP<br>LLC, THE GENERAL PARTNER<br>OF THE PARTNERSHIP,<br>GRAND OHIO, LLC, BUCKEYE<br>GP HOLDINGS L.P. AND<br>MAINLINE MANAGEMENT<br>LLC, THE MERGER AND THE<br>TRANSACTIONS<br>CONTEMPLATED THEREBY | I | YES | FOR | FOR |
|--|---|-----|-----|-----|

BUCKEYE  
PARTNERS,  
L.P.

BPL 118230101 11/17/2010 APPROVE:

|   |   |     |     |     |
|---|---|-----|-----|-----|
| THE FIRST AMENDED AND<br>RESTATED AGREEMENT AND<br>PLAN OF MERGER BY AND<br>AMONG BUCKEYE<br>PARTNERS, L.P., BUCKEYE GP<br>LLC, THE GENERAL PARTNER<br>OF THE PARTNERSHIP,<br>GRAND OHIO, LLC, BUCKEYE<br>GP HOLDINGS L.P. AND<br>MAINLINE MANAGEMENT<br>LLC, DATED AS OF AUGUST<br>18, 2010 AND THE<br>TRANSACTIONS<br>CONTEMPLATED THEREBY,<br>ALL AS MORE FULLY<br>DESCRIBED IN THE PROXY<br>STATEMENT | I | YES | FOR | FOR |
|---|---|-----|-----|-----|

|  |   |     |     |     |
|--|---|-----|-----|-----|
| Approval:<br>THE AMENDED AND<br>RESTATED AGREEMENT OF<br>LIMITED PARTNERSHIP OF<br>THE PARTNERSHIP | I | YES | FOR | FOR |
|--|---|-----|-----|-----|

NRGP 45661Q107 11/2/2010 APPROVE:

INERGY  
HOLDINGS,  
L.P.

|  |                                     |
|--|-------------------------------------|
| <p>FIRST AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER BY AND AMONG INERGY, L.P., INERGY GP, LLC, THE MANAGING GENERAL PARTNER OF INERGY, HOLDINGS, INERGY HOLDINGS GP, LLC, THE GENERAL PARTNER OF HOLDINGS, NRGP LIMITED PARTNER, LLC, A WHOLLY OWNED SUBSIDIARY OF HOLDINGS GP AND NRGP MS, LLC A WHOLLY OWNED SUBSIDIARY OF HOLDINGS GP DATED AS OF SEPTEMBER 3, 2010, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, PURSUANT TO WHICH, AMONG OTHER THINGS, MERGERCO WILL MERGE WITH AND INTO HOLDINGS, THE SEPARATE EXISTENCE OF MERGERCO WILL CEASE AND HOLDINGS WILL SURVIVE AND CONTINUE TO EXIST AS A DELAWARE LIMITED PARTNERSHIP, SUCH THAT IMMEDIATELY FOLLOWING CONSUMMATION OF THE MERGER, HOLDINGS GP WILL CONTINUE TO BE THE SOLE GENERAL PARTNER OF HOLDINGS, AND HOLDINGS GP AND NEW NRGP LP WILL REMAIN AS THE ONLY HOLDERS OF LIMITED PARTNER INTERESTS IN HOLDINGS.</p> | <p>I      YES      FOR      FOR</p> |
|--|-------------------------------------|

|   |                                     |
|---|-------------------------------------|
| <p>TRANSACT:<br/>OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE SPECIAL MEETING AND ANY ADJOURNMENT OF POSTPONEMENT THEREOF</p> | <p>I      YES      FOR      FOR</p> |
|---|-------------------------------------|

COPANO  
ENERGY,  
L.L.C.

CPNO 217202100 11/17/2010 APPROVE:

I YES FOR FOR

CHANGES TO THE TERMS OF  
SERIES A CONVERTIBLE  
PREFERRED UNITS TO  
PROVIDE FOR FULL VOTING  
RIGHTS FOR SUCH UNITS  
AND FULL CONVERTIBILITY  
OF SUCH UNITS INTO  
COMMON UNITS ON A  
ONE-FOR-ONE BASIS AND  
THE ISSUANCE OF  
ADDITIONAL COMMON  
UNITS UPON CONVERSION OF  
SERIES A CONVERTIBLE  
PREFERRED UNITS

PENN  
VIRGINIA GP  
HOLDINGS,  
L.P.

PVG 70788P105 2/16/2011 CONSIDER AND VOTE:

I YES FOR FOR

ON THE APPROVAL AND  
ADOPTION OF (A) THE  
AGREEMENT AND PLAN OF  
MERGER BY AND AMONG  
PENN VIRGINIA RESOURCE  
PARTNERS, L.P., PENN  
VIRGINIA RESOURCE G.P.,  
LLC, PVR RADNOR, LLC,  
PENN VIRGINIA GP  
HOLDINGS, L.P. AND PVG GP,  
LLC, THE GENERAL PARTNER  
OF HOLDINGS, (B) MERGER &  
(C) TRANSACTIONS  
CONTEMPLATED THEREBY,  
ALL AS MORE FULLY  
DESCRIBED IN THE PROXY  
STATEMENT.

CONSIDER AND VOTE:

I YES FOR FOR

UPON ANY PROPOSAL THAT  
MAY BE PRESENTED TO  
ADJOURN THE PARTNERSHIP  
SPECIAL MEETING TO A  
LATER DATE, IF NECESSARY,  
TO SOLICIT ADDITIONAL  
PROXIES IN THE EVENT THAT  
THERE ARE INSUFFICIENT  
VOTES IN FAVOR OF ANY OF



## THE FOREGOING PROPOSALS

PENN  
VIRGINIA  
RESOURCE  
PARTNERS,  
L.P.

PVR 707884102 2/16/2011

CONSIDER AND VOTE:  
ON THE APPROVAL AND  
ADOPTION OF (A) THE  
AGREEMENT AND PLAN OF  
MERGER BY AND AMONG  
PENN VIRGINIA RESOURCE  
PARTNERS, L.P., PENN  
VIRGINIA RESOURCE G.P.,  
LLC, PVR RADNOR, LLC,  
PENN VIRGINIA GP  
HOLDINGS, L.P. AND PVG GP,  
LLC, THE GENERAL PARTNER  
OF HOLDINGS, (B) MERGER &  
(C) TRANSACTIONS  
CONTEMPLATED THEREBY,  
ALL AS MORE FULLY  
DESCRIBED IN THE PROXY  
STATEMENT.

I YES FOR FOR

CONSIDER AND VOTE:  
UPON THE APPROVAL AND  
ADOPTION OF THE FOURTH  
AMENDED AND RESTATED  
AGREEMENT OF LIMITED  
PARTNERSHIP OF THE  
PARTNERSHIP

I YES FOR FOR

CONSIDER AND VOTE:  
UPON ANY PROPOSAL THAT  
MAY BE PRESENTED TO  
ADJOURN THE PARTNERSHIP  
SPECIAL MEETING TO A  
LATER DATE, IF NECESSARY,  
TO SOLICIT ADDITIONAL  
PROXIES IN THE EVENT THAT  
THERE ARE INSUFFICIENT  
VOTES IN FAVOR OF ANY OF  
THE FOREGOING PROPOSALS

I YES FOR FOR

MAGELLAN  
MIDSTREAM  
PARTNERS

L.P. MMP 559080106 4/27/2011

ELECT:  
JAMES C. KEMPNER  
MICHAEL N. MEARS

I YES FOR FOR

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

|   |          |           |           |                      |
|---|----------|-----------|-----------|----------------------|
| JAMES R. MONTAGUE   |          |           |           |                      |
|   | AMEND:   | I         | YES       | FOR FOR              |
| LONG TERM INCENTIVE PLAN  |          |           |           |                      |
|   | VOTE:    | I         | YES       | FOR FOR              |
| ON EXECUTIVE COMPENSATION   |          |           |           |                      |
|   | VOTE:    | I         | 3YR       | AGAINST 1 YEAR       |
| FREQUENCY OF VOTE TO APPROVE COMPENSATION OF EXECUTIVES   |          |           |           |                      |
| ONEOK, INC.   | OKE      | 682680103 | 5/25/2011 | ELECT: I YES FOR FOR |
| JAMES C. DAY  |          |           |           |                      |
| JULE H. EDWARDS   |          |           |           |                      |
| WILLIAM L. FORD   |          |           |           |                      |
| JOHN W. GIBSON  |          |           |           |                      |
| BERT H. MACKIE  |          |           |           |                      |
| JIM W. MOGG   |          |           |           |                      |
| PATTYE L. MOORE   |          |           |           |                      |
| GARY D. PARKER  |          |           |           |                      |
| EDUARDO A. RODRIGUEZ  |          |           |           |                      |
| GERAL B. SMITH  |          |           |           |                      |
| DAVID J. TIPPECONNIC  |          |           |           |                      |
|   | RATIFY:  | I         | YES       | FOR FOR              |
| PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR YE DEC 31, 2011 |          |           |           |                      |
|   | APPROVE: | I         | YES       | FOR FOR              |
| ADVISORY VOTE ON EXECUTIVE COMPENSATION   |          |           |           |                      |
|   | APPROVE: | I         | 1 YEAR    | FOR FOR              |
| ADVISORY VOTE ON THE FREQUENCY OF HOLDING THE ADVISORY VOTE ON EXECUTIVE COMPENSATION               |          |           |           |                      |
| LEGACY RESERVES LP  | LGCY     | 524707304 | 5/11/2011 | ELECT: I YES FOR FOR |
| CARY D. BROWN   |          |           |           |                      |
| KYLE A. MCGRAW  |          |           |           |                      |
| DALE A . BROWN  |          |           |           |                      |

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

G. LARRY LAWRENCE  
 WILLIAM D. SULLIVAN  
 WILLIAM R. GRANBERRY  
 KYLE D. VANN

APPROVE: I YES FOR FOR  
 EXECUTIVE COMPENSATION

VOTE: I 3 YEAR AGAINST 1 YEAR  
 ON FREQUENCY OF  
 ADVISORY VOTES ON  
 EXECUTIVE COMPENSATION

RATIFY: I YES FOR FOR  
 APPOINTMENT OF BDO USA,  
 LLP AS INDEPENDENT  
 REGISTERED PUBLIC  
 ACCOUNTING FIRM FOR THE  
 FY ENDING DECEMBER 31,  
 2011

BUCKEYE  
 PARTNERS,  
 L.P.

BPL 118230101 6/7/2011 ELECT: I YES FOR FOR

FORREST E. WYLIE  
 JOSEPH A. LASALA, JR.  
 MARTIN A. WHITE

RATIFY: I YES FOR FOR  
 DELOITTE & TOUCHE LLP

VOTE: I YES FOR FOR  
 ADVISORY RESOLUTION ON  
 EXECUTIVE COMPENSATION

VOTE: I 3 YEAR FOR FOR  
 FREQUENCY OF FUTURE  
 ADVISORY VOTES ON  
 EXECUTIVE COMPENSATION

COPANO  
 ENERGY,  
 L.L.C.

CPNO 217202100 5/18/2011 ELECT: I YES FOR FOR

JAMES G. CRUMP  
 ERNIE L. DANNER  
 SCOTT A. GRIFFITHS  
 MICHAEL L. JOHNSON  
 MICHAEL G. MACDOUGALL  
 R. BRUCE NORTHCUTT  
 T. WILLIAM PORTER  
 WILLIAM L. THACKER

|   |     |           |           |   |   |                |        |     |
|---|-----|-----------|-----------|---|---|----------------|--------|-----|
|   |     |           |           | RATIFY:   | I | YES            | FOR    | FOR |
|   |     |           |           | DELOITTE & TOUCHE LLP AS<br>OUR INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2011  |   |                |        |     |
|   |     |           |           | APPROVE:  | I | YES            | FOR    | FOR |
|   |     |           |           | AMENDMENT TO THE<br>COMPANY'S LONG-TERM<br>INCENTIVE PLAN TO<br>INCREASE THE NUMBER OF<br>COMMON UNITS FROM<br>5,000,000 TO 6,200,000         |   |                |        |     |
|   |     |           |           | APPROVE:  | I | YES            | FOR    | FOR |
|   |     |           |           | AMENDMENT TO THE<br>COMPANY'S LONG-TERM<br>INCENTIVE PLAN TO EXTEND<br>THE TERM OF THE PLAN<br>FROM NOVEMBER 15, 2014 TO<br>NOVEMBER 15, 2019 |   |                |        |     |
|   |     |           |           | VOTE:   | I | YES            | FOR    | FOR |
|   |     |           |           | ON THE COMPENSATION<br>PHILOSOPHY, POLICIES AND<br>PROCEDURES AND THE<br>EXECUTIVE COMPENSATION<br>DISCLOSED IN THIS PROXY<br>STATEMENT.      |   |                |        |     |
|   |     |           |           | VOTE:   | I | 3 YEAR AGAINST | 1 YEAR |     |
|   |     |           |           | ON THE FREQUENCY OF THE<br>ADVISORY VOTE ON<br>EXECUTIVE COMPENSATION   |   |                |        |     |
| PENN<br>VIRGINIA<br>RESOURCE<br>PARTNERS,<br>L.P. | PVR | 707884102 | 6/22/2011 | ELECT:  | I | YES            | FOR    | FOR |
|   |     |           |           | EDWARD B. CLOUES, II  |   |                |        |     |
|   |     |           |           | JAMES L. GARDNER  |   |                |        |     |
|   |     |           |           | ROBERT J. HALL  |   |                |        |     |
|   |     |           |           | THOMAS W. HOFMANN   |   |                |        |     |
|   |     |           |           | JAMES R. MONTAGUE   |   |                |        |     |
|   |     |           |           | MARSHA R. PERELMAN  |   |                |        |     |
|   |     |           |           | WILLIAM H. SHEA, JR.  |   |                |        |     |
|   |     |           |           | JOHN C. VAN RODEN, JR.  |   |                |        |     |
|   |     |           |           | JONATHAN B. WELLER  |   |                |        |     |

|  |  |   |     |     |     |
|--|--|---|-----|-----|-----|
|  | APPROVE:   | I | YES | FOR | FOR |
|  | BY ADVISORY (NON-BINDING) VOTE, EXECUTIVE COMPENSATION |   |     |     |     |

|  |  |   |                |         |  |
|--|--|---|----------------|---------|--|
|  | RECOMMEND:   | I | 1 YEAR AGAINST | 3 YEARS |  |
|  | BY ADVISORY (NON-BINDING) VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION |   |                |         |  |

MARKWEST  
ENERGY  
PARTNERS,  
L.P.

MWE 570759100 6/1/2011

|                      |   |     |     |     |
|----------------------|---|-----|-----|-----|
| ELECT:               | I | YES | FOR | FOR |
| FRANK M. SEMPLE      |   |     |     |     |
| DONALD D. WOLF       |   |     |     |     |
| KEITH E. BAILEY      |   |     |     |     |
| MICHAEL L. BEATTY    |   |     |     |     |
| CHARLES K. DEMPSTER  |   |     |     |     |
| DONALD C. HEPPERMAN  |   |     |     |     |
| WILLIAM A. KELLSTROM |   |     |     |     |
| ANNE E. FOX MOUNSEY  |   |     |     |     |
| WILLIAM P. NICOLETTI |   |     |     |     |

|  |   |   |     |     |     |
|--|---|---|-----|-----|-----|
|  | APPROVE:  | I | YES | FOR | FOR |
|  | ON AN ADVISORY BASIS THE COMPENSATION OF THE PARTNERSHIP'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PARTNERSHIP'S PROXY STATEMENT FOR THE 2011 ANNUAL MEETING OF COMMON UNITHOLDERS |   |     |     |     |

|  |  |   |         |     |         |
|--|--|---|---------|-----|---------|
|  | RECOMMEND:   | I | 3 YEARS | FOR | 3 YEARS |
|  | ON AN ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF THE PARTNERSHIP'S NAMED EXECUTIVE OFFICERS |   |         |     |         |

|  |  |   |     |     |     |
|--|--|---|-----|-----|-----|
|  | RATIFY:  | I | YES | FOR | FOR |
|  | DELOITTE & TOUCHE LLP AS THE PARTNERSHIP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR |   |     |     |     |

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

THE FY ENDING DECEMBER  
31, 2011

EAGLE ROCK  
ENERGY  
PARTNERS,  
L.P.

EROC 26985R104 6/7/2011

ELECT: I YES FOR FOR  
WILLIAM K. WHITE

APPROVE: I YES FOR FOR  
ADVISORY VOTE ON  
COMPENSATION OF OUR  
NAMES EXECUTIVE  
OFFICERS

APPROVE: I 1 YEAR FOR 1 YEAR  
ADVISORY VOTE ON THE  
FREQUENCY OF FUTURE  
ADVISORY VOTES ON  
COMPENSATION OF THE  
COMPANY'S NAMED  
EXECUTIVE OFFICERS

TEEKAY  
TANKERS  
LTD.

TNK Y8565N102 6/10/2011

ELECT: I YES FOR FOR  
C. SEAN DAY  
BJORN MOLLER  
PETER EVENSEN  
RICHARD T. DU MOULIN  
RICHARD J.F. BRONKS  
WILLIAM LAWES