

KAYNE ANDERSON MIDSTREAM/ENERGY FUND, INC.  
Form N-PX  
August 20, 2012

OMB APPROVAL

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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 811-22467

Kayne Anderson Midstream/Energy Fund, Inc.  
(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, 2011 - June 30, 2012

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

CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

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

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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.
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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 Midstream/Energy Fund, Inc.

By (Signature and Title)*	/s/ Kevin S. McCarthy Kevin S. McCarthy, Chairman of the Board of Directors,
Date	August 20, 2012 President and Chief Executive Officer

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

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Item 1 – Proxy Voting Record

Kayne Anderson Midstream/Energy Fund, Inc.

7/1/2011 - 6/30/2012

Issuer	Symbol	CUSIP	Meeting Date	Matter:	Proposed by (Issuer) or (Shareholder)	Vote How	For/Against	Voted	Mgmt
CRUDE CARRIERS CORPORATION	CRUY	1820X1069	20/2011	ADOPT: THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 5, 2011, BY AND AMONG CAPITAL PRODUCT PARTNERS L.P., CAPITAL GP L.L.C., POSEIDON PROJECT CORP. ("CRUDE"), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	I	YES	FOR		FOR
				APPROVE: ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT AND APPROVE THE PROPOSED MERGER.	I	YES	FOR		FOR
KNIGHTSBRIDGE TANKERS LTD.	VLCC	05299G1069	23/2011	ELECT: OLA LORENTZON DOUGLAS C. WOLCOTT DAVID M. WHITE HANS PETER AAS HERMAN BILLUNG	I	YES	FOR		FOR
				RE-APPOINT AND AUTHORIZE: PRICEWATERHOUSECOOPERS AS THE COMPANY'S INDEPENDENT AUDITORS AND	I	YES	FOR		FOR

TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.

APPROVE:  
THE INCREASE OF THE COMPANY'S AUTHORISED SHARE CAPITAL FROM US\$350,000.00 DIVIDED INTO 35,000,000 COMMON SHARES OF US\$0.01 PAR VALUE EACH (OF WHICH 24,425,699 ARE IN ISSUE) TO US\$500,000.00 DIVIDED INTO 50,000,000 COMMON SHARES OF US\$0.01 PAR VALUE EACH BY THE CREATION OF 15,000,000 COMMON SHARES OF US\$0.01 PAR VALUE EACH.

I YES FOR FOR

APPROVE:  
THE REMUNERATION OF THE COMPANY'S BOARD OF DIRECTORS OF A TOTAL AMOUNT OF FEES NOT TO EXCEED US\$500,000.00 FOR THE YEAR ENDED DECEMBER 31, 2011.

I YES FOR FOR

CAPITAL PRODUCTS PARTNERS L.P.

CPLP1108210711/15/2011

ELECT:  
CLASS I DIRECTOR TO SERVE UNTIL THE 2014 ANNUAL MEETING OF LIMITED PARTNERS: P. DE DEMANDOLX-DEDONS.

I YES FOR FOR

NAVIOS MARITIME PARTNERS L.P.

NMM6226710211/22/2011

ELECT:  
CLASS III DIRECTOR TO SERVE UNTIL THE 2014 ANNUAL MEETING OF LIMITED PARTNERS: SERAFEIM KRIEMPARDIS.

I YES FOR FOR

RATIFY:  
THE APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY'S

I YES FOR FOR

INDEPENDENT PUBLIC  
ACCOUNTS FOR THE FISCAL  
YEAR.

REGENCY ENERGY

PARTNERS LP	RGP75885Y10712/16/2011	APPROVE: THE TERMS OF THE REGENECY ENERGY PARTNERS LP 2011 LONG-TERM INCENTIVE PLAN, WHICH PROVIDES FOR AWARDS OF OPTIONS TO PURCHASE THE PARTNERSHIP'S COMMON UNITS, AWARDS OF THE PARTNERSHIP'S RESTRICTED UNITS, AWARDS OF THE PARTNERSHIP'S PHANTOM UNITS, AWARDS OF THE PARTNERSHIP'S COMMON UNITS, AWARDS OF DISTRIBUTION EQUIVALENT RIGHTS (OR DERS), AWARDS OF COMMON UNIT APPRECIATION RIGHTS, AND OTHER UNIT-BASED AWARDS TO EMPLOYEES AND CONSULTANTS OF THE APRTNERSHIP, REGENCY GP LP, REGENCY GP LLC, A SUBSIDIARY OF THEIR AFFILIATES, AND MEMBERS OF THE BOARD OF DIRECTORS OF REGENCY GP LLC.	I	YES FOR	FOR
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NATIONAL FUEL  
GAS COMPANY

NFG636180101	3/8/2012	ELECT: PHILIP C. ACKERMAN R. DON CASH STEPHEN E. EWING	I	YES FOR	FOR
		RAITFY: PRICEWATERHOUSECOOPERS LLP AS OUR REGISTERED PUBLIC ACCOUNTING FIRM.	I	YES FOR	FOR
		APPROVE: THE COMPENSATION OF EXECUTIVES.	I	YES FOR	FOR
		APPROVE:	I	YES FOR	FOR

THE 2012 ANNUAL AT RISK  
COMPENSATION INCENTIVE  
PLAN.

APPROVE:  
THE 2012 PERFORMANCE  
INCENTIVE PROGRAM.

I YES FOR FOR

EL PASO  
CORPORATION

28336L109  
EP

3/9/2012

ADOPT:  
AGREEMENT AND PLAN OF  
MERGER, BY AND AMONG EL  
PASO CORPORATION ("EL  
PASO"), SIRIUS HOLDINGS  
MERGER CORPORATION,  
SIRIUS MERGER  
CORPORATION, KINDER  
MORGAN, INC., SHERPA  
MERGER SUB, INC. AND  
SHERPA ACQUISITION, LLC  
(MERGER AGREEMENT) AND  
AGREEMENT & PLAN OF  
MERGER BY AND AMONG EL  
PASO, SIRIUS HOLDINGS  
MERGER CORPORATION &  
SIRIUS MERGER CORPORATION  
(FIRST MERGER AGREEMENT).

I YES FOR FOR

APPROVE:  
ANY ADJOURNMENT OF THE  
SPECIAL MEETING, IF  
NECESSARY, TO SOLICIT  
ADDITIONAL PROXIES IN  
FAVOR OF THE PROPOSAL TO  
ADOPT THE MERGER  
AGREEMENT AND THE FIRST  
MERGER AGREEMENT.

I YES FOR FOR

APPROVE:  
ON AN ADVISORY (NON-  
BINDING) BASIS THE  
COMPENSATION THAT MAY BE  
PAID OR BECOME PAYABLE TO  
EL PASO'S NAMED EXECUTIVE  
OFFICERS THAT IS BASED ON  
OR OTHERWISE RELATES TO  
THE PROPOSED  
TRANSACTIONS.

I YES FOR FOR

PEMBINA  
PIPELINE

PBA706327103 3/27/2012

APPROVE:

I YES FOR FOR



CORPORATION

THE ISSUANCE OF UP TO 129,293,805 COMMON SHARES OF THE CORPORATION, PLUS SUCH NUMBER OF ADDITIONAL COMMON SHARES OF THE CORPORATION REQUIRED TO BE ISSUED TO ACCOUNT FOR THE ROUNDING OF FRACTIONAL SHARES, PURSUANT TO A PLAN OF ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) INVOLVING PROVIDENT ENERGY LTD. ("PROVIDENT"), HOLDERS OF COMMON SHARES OF PROVIDENT, THE CORPORATION AND PEMBINA ACQUISITION CO INC., A WHOLLY-OWNED SUBSIDIARY OF THE CORPORATION.

CONSIDER AND VOTE:  
A SPECIAL RESOLUTION APPROVING AN AMENDMENT TO THE CORPORATION'S ARTICLES TO INCREASE THE MAXIMUM NUMBER OF DIRECTORS OF THE CORPORATION FROM 9 TO 11, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING INFORMATION CIRCULAR.

I YES FOR FOR

PROVIDENT  
ENERGY LTD.

74386V100

PVX

3/27/2012

APPROVE:  
A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING JOINT MANAGEMENT INFORMATION CIRCULAR AND PROXY STATEMENT DATED FEBRUARY 17, 2012 OF PROVIDENT ENERGY LTD. ("PROVIDENT") AND PEMBINA PIPELINE CORPORATION ("PEMBINA") (THE

I YES FOR FOR

"CIRCULAR"), TO APPROVE A PLAN OF ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) INVOLVING PROVIDENT, PROVIDENT SHAREHOLDERS, PEMBINA AND PEMBINA ACQUISITION CO INC., A WHOLLY-OWNED SUBSIDIARY OF PEMBINA, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.

KIRBY CORPORATION	497266106 KEX	4/24/2012	ELECT: DIRECTOR: BOB G. GOWER DIRECTOR: MONTE J. MILLER DIRECTOR: JOSEPH H. PYNE  APPROVE: AMENDMENTS TO KIRBY CORPORATION'S ("KIRBY") 2005 STOCK AND INCENTIVE PLAN.  APPROVE: AN AMENDMENT TO KIRBY'S 2000 NONEMPLOYEE DIRECTOR STOCK PLAN.  RATIFY: THE SELECTION OF KPMG LLP AS KIRBY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.  VOTE: ADVISORY VOTE ON THE APPROVAL OF THE COMPENSATION OF KIRBY'S NAMED EXECUTIVE OFFICERS.	I I I  I  I  I  I	YES YES YES  YES  YES  YES  YES	FOR FOR FOR  FOR  FOR  FOR  FOR	FOR FOR FOR  FOR  FOR  FOR  FOR
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CENTERPOINT ENERGY, INC.	15189T107 CNP	4/26/2012	ELECT: DIRECTOR: DONALD R. CAMPBELL DIRECTOR: MILTON CARROLL DIRECTOR: O. HOLCOMBE CROSSWELL DIRECTOR: MICHAEL P. JOHNSON	I I I I I	YES YES YES YES YES	FOR FOR FOR FOR FOR	FOR FOR FOR FOR FOR
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DIRECTOR: JANIECE M.  
 LONGORIA  
 DIRECTOR: DAVID M.  
 MCCLANAHAN I YES FOR FOR  
 DIRECTOR: SUSAN O. RHENEY I YES FOR FOR  
 DIRECTOR: R.A. WALKER I YES FOR FOR  
 DIRECTOR: PETER S. WAREING I YES FOR FOR  
 DIRECTOR: SHERMAN M.  
 WOLFF I YES FOR FOR

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF  
 DELOITTE & TOUCHE LLP AS  
 INDEPENDENT AUDITORS FOR  
 2012.

APPROVE: I YES FOR FOR  
 THE ADVISORY RESOLUTION  
 ON EXECUTIVE  
 COMPENSATION.

SPECTRA ENERGY 847560109  
 CORP. SE 5/1/2012 ELECT: I YES FOR FOR  
 WILLIAM T. ESREY  
 GREGORY L. EBEL  
 AUSTIN A. ADAMS  
 JOSEPH ALVARADO  
 PAMELA L. CARTER  
 F. ANTHONY COMPER  
 PETER B. HAMILTON  
 DENNIS R. HENDRIX  
 MICHAEL MCSHANE  
 JOSEPH H. NETHERLAND  
 MICHAEL E.J. PHELPS

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF  
 DELOITTE & TOUCHE LLP AS  
 SPECTRA ENERGY CORP'S  
 INDEPENDENT REGISTERED  
 PUBLIC ACCOUNTING FIRM  
 FOR FISCAL YEAR 2012.

VOTE: I YES FOR FOR  
 AN ADVISORY RESOLUTION TO  
 APPROVE EXECUTIVE  
 COMPENSATION.

SUNOCO, INC. SUN86764P109 5/3/2012 ELECT: I YES FOR FOR  
 I.C. BRITT  
 C.C. CASCIATO

W.H. EASTER, III  
 G.W. EDWARDS  
 U.O. FAIRBAIRN  
 J.P. JONES, III  
 J.G. KAISER  
 B.P. MACDONALD  
 J.K. WULFF

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF ERNST  
 & YOUNG LLP AS  
 INDEPENDENT REGISTERED  
 PUBLIC ACCOUNTING FIRM  
 FOR THE FISCAL YEAR 2012.

VOTE: I YES FOR FOR  
 ADVISORY VOTE TO APPROVE  
 NAMED EXECUTIVE OFFICER  
 COMPENSATION.

APPROVE: S YES AGAINST FOR  
 SHAREHOLDER PROPOSAL  
 REGARDING EQUITY AWARDS,  
 IF SUCH PROPOSAL IS  
 PROPERLY PRESENTED AT THE  
 MEETING.

KEYERA CORP. KEY493271100 5/8/2012 ELECT: I YES FOR FOR  
 JAMES V. BERTRAM  
 ROBERT B. CATELL  
 MICHAEL B.C. DAVIES  
 NANCY M. LAIRD  
 HON E. PETER LOUGHEED  
 DONALD J. NELSON  
 H. NEIL NICHOLS  
 WILLIAM R. STEDMAN

APPOINT: I YES FOR FOR  
 DELOITTE & TOUCHE LLP AS  
 AUDITORS OF KEYERA CORP.  
 FOR A TERM EXPIRING AT THE  
 CLOSE OF THE NEXT ANNUAL  
 MEETING OF SHAREHOLDERS.

KINDER MORGAN, 49456B101  
 INC. KMI 5/9/2012 ELECT: I YES FOR FOR  
 RICHARD D. KINDER  
 C. PARK SHAPER  
 STEVEN J. KEAN  
 HENRY CORNELL  
 DEBORAH A. MACDONALD

MICHAEL MILLER  
 MICHAEL C. MORGAN  
 KENNETH A. PONTARELLI  
 FAYEZ SAROFIM  
 JOEL V. STAFF  
 JOHN STOKES  
 R. BARAN TEKKORA  
 GLENN A. YOUNGKIN

RATIFY: I YES FOR FOR  
 THE SELECTION OF  
 PRICEWATERHOUSECOOPERS  
 LLP AS OUR INDEPENDENT  
 REGISTERED PUBLIC  
 ACCOUNTING FIRM FOR 2012.

APPROVE: I YES FOR FOR  
 ON AN ADVISORY BASIS, OF  
 THE COMPENSATION OF OUR  
 NAMED EXECUTIVE OFFICERS.

APPROVE: I YES YEAR<sup>1</sup> AGAINST  
 THE FREQUENCY WITH WHICH  
 WE WILL HOLD AN ADVISORY  
 VOTE ON THE COMPENSATION  
 OF OUR NAMED  
 EXECUTIVE OFFICERS.

SUNCOKE 86722A103  
 ENERGY, INC. SXC 5/10/2012

ELECT: I YES FOR FOR  
 FREDERICK A. HENDERSON  
 ALVIN BLEDSOE

VOTE: I YES FOR FOR  
 ADVISORY APPROVAL OF THE  
 COMPANY'S EXECUTIVE  
 COMPENSATION.

APPROVE: I YES YEAR<sup>1</sup> FOR  
 PROPOSAL TO RECOMMEND  
 THE FREQUENCY OF  
 ADVISORY STOCKHOLDER  
 VOTES TO APPROVE THE  
 COMPANY'S EXECUTIVE  
 COMPENSATION.

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF ERNST  
 & YOUNG LLP AS THE

COMPANY'S INDEPENDENT  
REGISTERED PUBLIC  
ACCOUNTING FIRM FOR 2012.

NISOURCE INC.	NI 65473P1055/15/2012	ELECT: DIRECTOR: RICHARD A. ABDOO DIRECTOR: ARISTIDES S. CANDRIS DIRECTOR: SIGMUND L. CORNELIUS DIRECTOR: MICHAEL E. JESANIS DIRECTOR: MARTY R. KITTRELL DIRECTOR: W. LEE NUTTER DIRECTOR: DEBORAH S. PARKER DIRECTOR: IAN M. ROLLAND DIRECTOR: ROBERT C. SKAGGS, JR. DIRECTOR: TERESA A. TAYLOR DIRECTOR: RICHARD L. THOMPSON DIRECTOR: CAROLYN Y. WOO	I YES FOR FOR
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RATIFY: THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	I YES FOR FOR
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CONSIDER: ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	I YES FOR FOR
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CONSIDER: AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN.	I YES FOR FOR
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CONSIDER: A STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING.	S YES AGAINST FOR
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OGE ENERGY CORP.	670837103 OGE	5/17/2012	ELECT: WAYNE H. BRUNETTI JOHN D. GROENDYKE	I YES FOR FOR
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KIRK HUMPHREYS  
 ROBERT KELLEY  
 ROBERT O. LORENZ  
 JUDY R. MCREYNOLDS  
 LEROY C. RICHIE

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF ERNST  
 & YOUNG LLP AS THE  
 COMPANY'S PRINCIPAL  
 INDEPENDENT ACCOUNTANTS  
 FOR 2012.

VOTE: I YES FOR FOR  
 ADVISORY VOTE TO APPROVE  
 NAMED EXECUTIVE OFFICER  
 COMPENSATION.

APPROVE: S YEAGAINSTFOR  
 SHAREHOLDER PROPOSAL  
 REGARDING SIMPLE MAJORITY  
 VOTE.

THE WILLIAMS  
 COMPANIES, INC. WMBD694571005/17/2012

ELECT:  
 DIRECTOR: ALAN S.  
 ARMSTRONG I YES FOR FOR  
 DIRECTOR: JOSEPH R.  
 CLEVELAND I YES FOR FOR  
 DIRECTOR: IRL F.  
 ENGELHARDT I YES FOR FOR  
 DIRECTOR: JOHN A. HAGG I YES FOR FOR  
 DIRECTOR: JUANITA H.  
 HINSHAW I YES FOR FOR  
 DIRECTOR: FRANK T.  
 MACINNIS I YES FOR FOR  
 DIRECTOR: STEVEN W. NANCE I YES FOR FOR  
 DIRECTOR: MURRAY D. SMITH I YES FOR FOR  
 DIRECTOR: JANICE D. STONEY I YES FOR FOR  
 DIRECTOR: LAURA A. SUGG I YES FOR FOR

RATIFY: I YES FOR FOR  
 ERNST & YOUNG LLP AS  
 AUDITORS FOR 2012.

APPROVE: I YES FOR FOR  
 BY NONBINDING ADVISORY  
 VOTE, THE COMPANY'S  
 EXECUTIVE COMPENSATION.

PBA706327103 5/22/2012 FIX: I YES FOR FOR

PEMBINA  
PIPELINE  
CORPORATION

THE NUMBER OF DIRECTORS  
OF THE CORPORATION TO BE  
ELECTED AT THE MEETING AT  
NINE (9).

ELECT:	I	YES	FOR	FOR
THOMAS W. BUCHANAN				
RANDALL J. FINDLAY				
ROBERT B. MICHALESKI				
LESLIE A. O'DONOGHUE				
GRANT D. BILLING				
ALLAN L. EDGEWORTH				
DAVID M.B. LEGRESLEY				
LORNE B. GORDON				
JEFFREY T. SMITH				

APPOINT:	I	YES	FOR	FOR
KPMG LLP, CHARTERED				
ACCOUNTANTS, AS THE				
AUDITORS OF THE				
CORPORATION FOR THE				
ENSUING FINANCIAL YEAR AT				
A REMUNERATION TO BE				
FIXED BY THE BOARD OF				
DIRECTORS.				

ONEOK, INC.

OKE682680103 5/23/2012

ELECT:	I	YES	FOR	FOR
DIRECTOR: JAMES C. DAY	I	YES	FOR	FOR
DIRECTOR: JULIE H. EDWARDS	I	YES	FOR	FOR
DIRECTOR: WILLIAM L. FORD	I	YES	FOR	FOR
DIRECTOR: JOHN W. GIBSON	I	YES	FOR	FOR
DIRECTOR: BERT H. MACKIE	I	YES	FOR	FOR
DIRECTOR: STEVEN J.				
MALCOLM	I	YES	FOR	FOR
DIRECTOR: JIM W. MOGG	I	YES	FOR	FOR
DIRECTOR: PATTYE L. MOORE	I	YES	FOR	FOR
DIRECTOR: GARY D. PARKER	I	YES	FOR	FOR
DIRECTOR: EDUARDO A.				
RODRIGUEZ	I	YES	FOR	FOR
DIRECTOR: GERALD B. SMITH	I	YES	FOR	FOR
DIRECTOR: DAVID J.				
TIPPECONNIC	I	YES	FOR	FOR
RATIFY:	I	YES	FOR	FOR
THE SELECTION OF				
PRICEWATERHOUSECOOPERS				
LLP AS THE INDEPENDENT				
REGISTERED PUBLIC				



ACCOUNTING FIRM OF ONEOK,  
INC. FOR THE YEAR ENDING  
DECEMBER 31, 2012.

VOTE: I YES FOR FOR  
A PROPOSAL TO APPROVE  
ADDITIONAL SHARES FOR  
ISSUANCE UNDER THE ONEOK,  
INC. EMPLOYEE STOCK  
AWARD PROGRAM.

APPROVE: I YES FOR FOR  
A PROPOSAL TO AMEND AND  
RESTATE THE ONEOK, INC.  
EMPLOYEE STOCK PURCHASE  
PLAN TO INCREASE THE  
NUMBER OF SHARES  
AUTHORIZED FOR ISSUANCE  
UNDER THE PLAN.

APPROVE: I YES FOR FOR  
A PROPOSAL TO AMEND THE  
ONEOK, INC. CERTIFICATE OF  
INCORPORATION TO INCREASE  
THE NUMBER OF AUTHORIZED  
SHARES OF COMMON STOCK.

VOTE: I YES FOR FOR  
ADVISORY VOTE TO APPROVE  
THE COMPANY'S EXECUTIVE  
COMPENSATION.

THE SOUTHERN  
COMPANY

842587107  
SO 5/23/2012

ELECT:  
DIRECTOR: J.P. BARANCO I YES FOR FOR  
DIRECTOR: J.A. BOSCIA I YES FOR FOR  
DIRECTOR: H.A. CLARK III I YES FOR FOR  
DIRECTOR: T.A. FANNING I YES FOR FOR  
DIRECTOR: H.W.  
HABERMEYER, JR. I YES FOR FOR  
DIRECTOR: V.M. HAGEN I YES FOR FOR  
DIRECTOR: W.A. HOOD, JR. I YES FOR FOR  
DIRECTOR: D.M. JAMES I YES FOR FOR  
DIRECTOR: D.E. KLEIN I YES FOR FOR  
DIRECTOR: W.G. SMITH, JR. I YES FOR FOR  
DIRECTOR: S.R. SPECKER I YES FOR FOR  
DIRECTOR: L.D. THOMPSON I YES FOR FOR  
DIRECTOR: E.J. WOOD III I YES FOR FOR

RATIFY: I YES FOR FOR

THE APPOINTMENT OF  
DELOITTE & TOUCHE LLP AS  
THE COMPANY'S  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM  
FOR 2012.

VOTE:  
ADVISORY VOTE TO APPROVE  
NAMED EXECUTIVE OFFICERS'  
COMPENSATION.

I YES FOR FOR

APPROVE:  
STOCKHOLDER PROPOSAL ON  
COAL COMBUSTION  
BYPRODUCTS  
ENVIRONMENTAL REPORT.

S YESAGAINSTFOR

APPROVE:  
STOCKHOLDER PROPOSAL ON  
LOBBYING CONTRIBUTIONS  
AND EXPENDITURES REPORT.

S YESAGAINSTFOR

TARGA 87612G101  
RESOURCES CORP. TRGP 5/25/2012

ELECT:  
IN SEON HWANG  
JOE BOB PERKINS  
ERSHEL C. REDD, JR.

I YES FOR FOR

RATIFY:  
THE SELECTION OF  
PRICEWATERHOUSECOOPERS  
LLP AS THE COMPANY'S  
INDEPENDENT REGISTERED  
PUBLIC ACCOUNTANTS FOR  
2012.

I YES FOR FOR

MARKWEST  
ENERGY  
PARTNERS, L.P. MWE570759100 6/1/2012

ELECT:  
FRANK M. SEMPLE  
DONALD D. WOLF  
KEITH E. BAILEY  
MICHAEL L. BEATTY  
CHARLES K. DEMPSTER  
DONALD C. HEPPERMAN  
RANDALL J. LARSON  
ANNE E. FOX MOUNSEY  
WILLIAM P. NICOLETTI

I YES FOR FOR

APPROVE:

I YES FOR FOR

AN AMENDMENT TO THE PARTNERSHIP'S 2008 LONG-TERM INCENTIVE PLAN TO INCREASE THE NUMBER OF COMMON UNITS AVAILABLE FOR ISSUANCE UNDER THE PLAN FROM 2.5 MILLION TO 3.7 MILLION.

RATIFY: I YES FOR FOR  
 DELOITTE & TOUCHE LLP AS THE PARTNERSHIP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.

PENN VIRGINIA RESOURCE PARTNERS, L.P. PVR 707884106/6/2012

ELECT: I YESFOR FOR  
 JAMES L. GARDNER  
 THOMAS W. HOFMANN  
 WILLIAM H. SHEA, JR.

VOTE: I YES FOR FOR  
 ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION.

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2012 FISCAL YEAR.

BREITBURN ENERGY PARTNERS L.P. BBEP06776107 6/21/2012

ELECT: I YES FOR FOR  
 JOHN R. BUTLER, JR.  
 GREGORY J. MORONEY

RATIFY: I YES FOR FOR  
 THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.

GLOBAL  
PARTNERS LP

37946R109

GLP

6/22/2012

APPROVE:

I YES FOR FOR

AN AMENDMENT AND  
RESTATEMENT OF THE  
GLOBAL PARTNERS LP  
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 4,300,000 COMMON UNITS  
(THE "LTIP PROPOSAL").

APPROVE:

I YES FOR 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.