

REAVES UTILITY INCOME FUND  
Form N-PX/A  
December 22, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM N-PX-A**

**AMENDED ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number: 811-21432

REAVES UTILITY INCOME FUND  
(Exact name of registrant as specified in charter)

1625 Broadway, Suite 2200, Denver, Colorado  
(Address of principal executive offices)

80202  
(Zip code)

Erin E. Douglas  
Reaves Utility Income Fund  
1625 Broadway, Suite 2200  
Denver, Colorado 80202  
(Name and address of agent for service)

Registrant's telephone number, including area code: (303) 623-2577

Date of fiscal year end: October 31

Date of reporting period: July 1, 2004 - June 30, 2005

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Item 1 Proxy Voting Record.

	Issuer	Symbol	Cusip	Meeting Date	Description of Matter	Proposed By	Voted	How Voted	With or Against Mgmnt
1	Alltel	AT	020039103	4/21/2005	Ratification of Auditors	Issuer	VOTED	FOR	WITH
2	Alltel				Directors	Issuer	VOTED	FOR	WITH
3	Altria Group	MO	02209S103	4/28/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
4	Altria Group				Performance Incentive Plan	Issuer	VOTED	FOR	WITH
5	Altria Group				Ratification of independent auditors	Issuer	VOTED	FOR	WITH
6	Altria Group				Stock Compensation Plan for non-employee directors	Issuer	VOTED	FOR	WITH
7	Altria Group				Elimination of Animal Testing	Shareholder	VOTED	AGAINST	WITH
8	Altria Group				Ways to More Adequately Warn Pregnant women	Shareholder	VOTED	AGAINST	WITH
9	Altria Group				To Cease promoting Light and ultra-light brands	Shareholder	VOTED	AGAINST	WITH
10	Altria Group				Extend NY State fire-safe products nationally	Shareholder	VOTED	AGAINST	WITH
11	Ameren	AEE	023608102	4/26/2005	Ratification of Auditors	Issuer	VOTED	FOR	WITH
12	Ameren				Storage of Fuel Rods	Issuer	VOTED	FOR	WITH
13	Ameren				Independent Director	Issuer	VOTED	FOR	WITH
14	Ameren				Directors	Issuer	VOTED	FOR	WITH
15	AT&T	T	001957505	6/30/2005	Merger w/ SBC	Issuer	VOTED	FOR	WITH
16	AT&T				Permit solicitation	Issuer	VOTED	FOR	WITH
17	AT&T				Ratification of Auditors	Issuer	VOTED	FOR	WITH
18	AT&T				No future stock options	Issuer	VOTED	FOR	WITH
19	AT&T				Link restricted stock	Issuer	VOTED	FOR	AGAINST
20	AT&T				Executive Compensation	Issuer	VOTED	FOR	WITH
21	AT&T				Poison Pill	Issuer	VOTED	FOR	WITH
22	AT&T				Shareholder Approval of future serps	Shareholder	VOTED	FOR	WITH
23	AT&T				Shareholder Ratification of Severance	Shareholder	VOTED	FOR	WITH
24	AT&T				Directors	Issuer	VOTED	FOR	WITH
25	BCE	BCE	05534B109	5/25/2005	Appt Deloitte as Auditor	Issuer	VOTED	FOR	WITH
26	BCE				Forbid relationship with external auditors	Issuer	VOTED	AGAINST	WITH
27	BCE				Implement voting mechanism	Issuer	VOTED	AGAINST	WITH
28	BCE				Limit number years independent may serve	Issuer	VOTED	AGAINST	WITH
29	BCE				Directors	Issuer	VOTED	FOR	WITH
30	BCE				Replace stock option plan	Issuer	VOTED	AGAINST	WITH
31	BellSouth	BLS	079860102	4/25/2005	Ratify appt of independent accounting firm	Issuer	VOTED	FOR	WITH
32	BellSouth				Disclosure of political Contributions	Shareholder	VOTED	AGAINST	WITH
33	BellSouth				Directors	Issuer	VOTED	FOR	WITH
34	BP ADR	BP	055622104	4/14/2005	Re-appt Ernst as auditors	Issuer	VOTED	FOR	WITH

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35	<b>BP ADR</b>				Directors	Issuer	VOTED	FOR	WITH
36	<b>BP ADR</b>				Give authority to allot limited shares for cash	Issuer	VOTED	FOR	WITH
37	<b>BP ADR</b>				Give authority to allot shares up to a specified amount	Issuer	VOTED	FOR	WITH
38	<b>BP ADR</b>				Give limited authority for purchase of its own shares	Issuer	VOTED	FOR	WITH
39	<b>BP ADR</b>				Approve directors remuneration report	Issuer	VOTED	FOR	WITH
40	<b>BP ADR</b>				Approve renewal of directors plan	Issuer	VOTED	FOR	WITH
41	<b>BP ADR</b>				Receive directors annual report	Issuer	VOTED	FOR	WITH
42	<b>Citizens Comm</b>	CZN	<b>17453B101</b>	5/26/2005	Amendment to citizens Communication Co	Issuer	VOTED	FOR	WITH
43	<b>Citizens Comm</b>				Ratify appt of KPMG LLP	Issuer	VOTED	FOR	WITH
44	<b>Citizens Comm</b>				Transact any business that may be brought before meeting	Issuer	VOTED	FOR	WITH
45	<b>Citizens Comm</b>				Directors	Issuer	VOTED	FOR	WITH
46	<b>Consol Edison</b>	ED	<b>209115104</b>	5/16/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
47	<b>Consol Edison</b>				Ratification of independent Accountants	Issuer	VOTED	FOR	WITH
48	<b>Consol Edison</b>				Additional Compensation Information	Shareholder	VOTED	AGAINST	WITH
49	<b>Constellation Energy</b>	CEG	<b>210371100</b>	5/20/2005	Ratification of Pricewaterhouse as accountants for 2005	Issuer	VOTED	FOR	WITH
50	<b>Constellation Energy</b>				Directors	Issuer	VOTED	FOR	WITH
51	<b>Duke Energy</b>	DUK	<b>264399106</b>	5/12/2005	Approval of Amends to Duke Energy	Issuer	VOTED	FOR	WITH
52	<b>Duke Energy</b>				Directors	Issuer	VOTED	FOR	WITH
53	<b>Duke Energy</b>				Ratification of Deloitte as Duke auditors	Issuer	VOTED	FOR	WITH
54	<b>Enel Spa ADR</b>	EN	<b>29265W108</b>	5/26/2005	Approval of Financial Statement and report of auditors	Issuer	VOTED	FOR	WITH
55	<b>Enel Spa ADR</b>				Approval of allocation of net income	Issuer	VOTED	FOR	WITH
56	<b>Enel Spa ADR</b>				Appointment of external auditors for 2005, 2006 & 2007	Issuer	VOTED	FOR	WITH
57	<b>Enel Spa ADR</b>				Procedure for electing Board of Directors	Issuer	VOTED	FOR	WITH
58	<b>Enel Spa ADR</b>				Delegation to Board to increase share capital in connection w/ stock option plan	Issuer	VOTED	FOR	WITH
59	<b>Energy East</b>	EAS	<b>29266M109</b>	6/9/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
60	<b>Energy East</b>				Appointment of Pricewaterhouse-Accountants	Issuer	VOTED	FOR	WITH
61	<b>Exxon Mobil</b>	XOM	<b>30231G102</b>	5/25/2005	Ratification of independent auditors	Issuer	VOTED	FOR	WITH
62	<b>Exxon Mobil</b>				Directors	Issuer	VOTED	FOR	WITH
63	<b>Exxon Mobil</b>				Political Contributions	Issuer	VOTED	AGAINST	WITH
64	<b>Exxon Mobil</b>				Board Compensation	Issuer	VOTED	AGAINST	WITH
65	<b>Exxon Mobil</b>				Industry Experience	Issuer	VOTED	AGAINST	WITH
66	<b>Exxon Mobil</b>				ACEH security report	Issuer	VOTED	AGAINST	WITH
67	<b>Exxon Mobil</b>				Amendment of EEO Policy	Issuer	VOTED	AGAINST	WITH
68	<b>Exxon Mobil</b>				Biodiversity impact report	Issuer	VOTED	AGAINST	WITH
69	<b>Exxon Mobil</b>				Kyoto Complianc report	Issuer	VOTED	AGAINST	WITH
70	<b>Exxon Mobil</b>				Climate Science report	Issuer	VOTED	AGAINST	WITH



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71	FirstEnergy	FE	337932107	5/17/2005	Ratification of public accounting firm	Issuer	VOTED	FOR	WITH
72	FirstEnergy				Directors	Issuer	VOTED	FOR	WITH
73	FirstEnergy				Disclosure of political contributions	Shareholder	VOTED	AGAINST	WITH
74	FirstEnergy				Elimination of supermajority voting provisions	Shareholder	VOTED	AGAINST	WITH
75	FirstEnergy				Change in executive deferred comp plan	Shareholder	VOTED	AGAINST	WITH
76	Great Plains Energy	GXP	391164100	5/3/2005	Ratification of Appt of Deloitte as auditor	Issuer	VOTED	FOR	WITH
77	Great Plains Energy				Directors	Issuer	VOTED	FOR	WITH
78	Loomis Sayles I Hi Yld Fxd	LSHIX	543495600	6/22/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
79	Loomis Sayles I Hi Yld Fxd				Approval of Amended & Restated Declaration of Trust	Issuer	VOTED	FOR	WITH
80	NSTAR	NST	67019E107	4/28/2005	Ratify appt pricewaterhouse accountants	Issuer	VOTED	FOR	WITH
81	NSTAR				Amend Section 28 of Co s declaration	Issuer	VOTED	FOR	WITH
82	OGE Energy	OGE	670837103	5/19/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
83	OGE Energy				Ratify Ernst & Young as Independent Auditors	Issuer	VOTED	FOR	WITH
84	ONEOK	OKE	682680103	5/19/2005	Approve ONEOK compensation plan	Issuer	VOTED	FOR	WITH
85	ONEOK				Directors	Issuer	VOTED	FOR	WITH
86	ONEOK				Approve amendment to stock plan	Issuer	VOTED	FOR	WITH
87	ONEOK				Ratify selection of KPMG as auditor	Issuer	VOTED	FOR	WITH
88	ONEOK				Directors	Issuer	VOTED	FOR	WITH
89	Peoples Energy	PGL	711030106	2/25/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
90	Peoples Energy				Redeem the 1996 shareholder rights plan unless the plan is approved by a majority of shareholders	Shareholder	VOTED	FOR	N/A
93	Royal Dutch Petr ADR	RD	780257804	6/28/2005	Annual accounts 2004	Issuer	VOTED	FOR	WITH
94	Royal Dutch Petr ADR				Declaration of dividends for year 2004	Issuer	VOTED	FOR	WITH
95	Royal Dutch Petr ADR				Discharge of Directors responsibility	Issuer	VOTED	FOR	WITH
96	Royal Dutch Petr ADR				Discharge of Supervisory Board	Issuer	VOTED	FOR	WITH
97	Royal Dutch Petr ADR				Appt of Mr. LR Ricciardi as member	Issuer	VOTED	FOR	WITH
98	Royal Dutch Petr ADR				Authorization for acquisition of shares	Issuer	VOTED	FOR	WITH
99	Royal Dutch Petr ADR				Cancellation of shares held by Company	Issuer	VOTED	FOR	WITH
100	Royal Dutch Petr ADR				Approval of implementation Agreement	Issuer	VOTED	FOR	WITH
101	Royal Dutch Petr ADR				Proposal to amend articles of association	Issuer	VOTED	FOR	WITH
102	Royal Dutch Petr ADR				Appt of Non-executive Directors	Issuer	VOTED	FOR	WITH
103	Royal Dutch Petr ADR				Appt of Mr. A.G. Jacobs as Non-Ex.	Issuer	VOTED	FOR	WITH
104	Royal Dutch Petr ADR				Appt of Mr. AA London as Non-Executive	Issuer	VOTED	FOR	WITH
105	Royal Dutch Petr ADR				Appt of Mr. L Ricciardi as Non-Executive	Issuer	VOTED	FOR	WITH
106	Royal Dutch Petr ADR				Adopt of remuneration policy for the board	Issuer	VOTED	FOR	WITH
107						Issuer	VOTED	FOR	WITH

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	<b>Royal Dutch Petr ADR</b>	Approval of amended long-term Plan				
108	<b>Royal Dutch Petr ADR</b>	Approval of amended Restricted Plan	Issuer	VOTED	FOR	WITH

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109	<b>Royal Dutch Petr ADR</b>				Approval of amended Deferred Bonus Plan	Issuer	VOTED	FOR	WITH
110	<b>SBC</b>	SBC	<b>78387G103</b>	4/29/2005	Approval of appointment of independent auditors	Issuer	VOTED	FOR	WITH
111	<b>SBC</b>				Approval of stock purchase & deferral plan	Issuer	VOTED	FOR	WITH
112	<b>SBC</b>				Directors	Issuer	VOTED	FOR	WITH
113	<b>SBC</b>				Disclosure of Political Contributions	Shareholder	VOTED	AGAINST	WITH
114	<b>SBC</b>				Disclosure of Details of Compensation Packages	Shareholder	VOTED	AGAINST	WITH
115	<b>SBC</b>				Executive Performance Measurements	Shareholder	VOTED	AGAINST	WITH
116	<b>SBC</b>				Adopt Simple Majority Vote	Shareholder	VOTED	AGAINST	WITH
117	<b>Sempra Energy</b>	SRE	<b>816851109</b>	4/5/2005	Ratification of independent auditors	Issuer	VOTED	FOR	WITH
118	<b>Sempra Energy</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
119	<b>Sempra Energy</b>				Proposal regarding stock option expensing	Issuer	VOTED	AGAINST	WITH
120	<b>Sempra Energy</b>				Proposal regarding election of directors	Issuer	VOTED	AGAINST	WITH
121	<b>Sempra Energy</b>				Proposal regarding based-stock options	Issuer	VOTED	AGAINST	WITH
122	<b>Sempra Energy</b>				Proposal regarding shareholder rights plan	Issuer	VOTED	AGAINST	WITH
123	<b>South Jersey Indus</b>	SJI	<b>838518108</b>	4/21/2005	Approve proposal to increase shares	Issuer	VOTED	FOR	WITH
124	<b>South Jersey Indus</b>				Directors	Issuer	VOTED	FOR	WITH
125	<b>South Jersey Indus</b>				Approve an amendment 1997 stock plan	Issuer	VOTED	FOR	WITH
126	<b>South Jersey Indus</b>				Ratify the appt of Deloitte auditors 2005	Issuer	VOTED	FOR	WITH
127	<b>Southern Union Co</b>	SUG	<b>844030106</b>	5/9/2005	Eliminate the classification of directors	Issuer	VOTED	FOR	WITH
128	<b>Southern Union Co</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
129	<b>Southern Union Co</b>				Eliminate the requirement that directors may be removed only for cause	Issuer	VOTED	FOR	WITH
130	<b>Southern Union Co</b>				To eliminate cumulative voting	Issuer	VOTED	FOR	WITH
131	<b>Southern Union Co</b>				Approve to add director qualification	Issuer	VOTED	FOR	WITH
132	<b>Southern Union Co</b>				Remove all directors without cause	Issuer	VOTED	FOR	WITH
133	<b>Southern Union Co</b>				To elect David Brodsky	Issuer	VOTED	FOR	WITH
134	<b>Southern Union Co</b>				To elect Herbert H. Jacobi	Issuer	VOTED	FOR	WITH
135	<b>Southern Union Co</b>				To elect Thomas Karam	Issuer	VOTED	FOR	WITH
136	<b>Southern Union Co</b>				To elect George Lindemann	Issuer	VOTED	FOR	WITH
137	<b>Southern Union Co</b>				Amend the company s 2003 plan	Issuer	VOTED	FOR	WITH
138	<b>Statoil ADR</b>	STO	<b>85771P102</b>	5/11/2005	Election of Chair of Meeting	Issuer	VOTED	FOR	WITH
139	<b>Statoil ADR</b>				Election of person to co-sign Minutes w/ Chair	Issuer	VOTED	FOR	WITH
140	<b>Statoil ADR</b>				Approval of Notice & Agenda	Issuer	VOTED	FOR	WITH
141	<b>Statoil ADR</b>				Approval of Annual Report and dividend proposal	Issuer	VOTED	FOR	WITH
142	<b>Statoil ADR</b>				Determination of Remuneration for auditor	Issuer	VOTED	FOR	WITH
143	<b>Statoil ADR</b>				Authorize: acquire more shares to implement employee	Issuer	VOTED	FOR	WITH

share savings plan



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144	<b>TDC</b>	TLD	<b>87236N102</b>	3/17/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
145	<b>TDC</b>				Adoption of Annual Report	Issuer	VOTED	FOR	WITH
146	<b>TDC</b>				Discharge to the Board and the Executive Committee	Issuer	VOTED	FOR	WITH
147	<b>TDC</b>				Appropriation of Profit according to Annual Report as adopted	Issuer	VOTED	FOR	WITH
148	<b>TDC</b>				Reduce company's share capital by cancellation of company held shares	Issuer	VOTED	FOR	WITH
149	<b>TDC</b>				lifting provision where no shareholder could hold more than 9.5%	Issuer	VOTED	FOR	WITH
150	<b>TDC</b>				In Future one stated authorized auditor is elected	Issuer	VOTED	FOR	WITH
151	<b>TDC</b>				Chairman to be elected by Board of Directors	Issuer	VOTED	FOR	WITH
152	<b>TDC</b>				Election of Auditor: Pricewaterhousecoopers	Issuer	VOTED	FOR	WITH
153	<b>TDC</b>				Allow Company to acquire own shares	Issuer	VOTED	FOR	WITH
154	<b>TECO Energy</b>	TE	<b>872375100</b>	4/27/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
155	<b>TECO Energy</b>				Ratification of independent auditors	Issuer	VOTED	FOR	WITH
156	<b>TODCO</b>	THE	<b>88889T107</b>	5/10/2005	Approval of Todco long term incentive plan	Issuer	VOTED	FOR	WITH
157	<b>TODCO</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
158	<b>TODCO</b>				Approval of 2005 Todco long Term plan	Issuer	VOTED	FOR	WITH
159	<b>TransAlta</b>	TAC	<b>89346D107</b>	4/29/2005	Appointment of Ernst & Young	Issuer	VOTED	FOR	WITH
160	<b>TransAlta</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
161	<b>Transocean</b>	RIG	<b>G90078109</b>	5/12/2005	Approval of Ernst& Young	Issuer	VOTED	FOR	WITH
162	<b>Transocean</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
163	<b>Transocean</b>				Approval employee stock plan increase	Issuer	VOTED	FOR	WITH
164	<b>TXU</b>	TXU	<b>873168108</b>	5/20/2005	Approval of 2005 Omnibus Incentive Plan	Issuer	VOTED	AGAINST	AGAINST
165	<b>TXU</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
166	<b>TXU</b>				Approval of Auditors Deloitte & Touche	Issuer	VOTED	FOR	WITH
167	<b>UniSource Energy</b>	UNS	<b>909205106</b>	5/6/2005	DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
172	<b>Vectren</b>	VVC	<b>92240G101</b>	4/27/2005	Ratify the appt of Deloitte auditors 2005	Issuer	VOTED	FOR	WITH
173	<b>Vectren</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
174	<b>Verizon Comm</b>	VZ	<b>92343V104</b>	5/5/2005	Ratification of public accounting firm	Issuer	VOTED	FOR	WITH
175	<b>Verizon Comm</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
176	<b>Verizon Comm</b>				Cumulative Voting	Issuer	VOTED	AGAINST	WITH
177	<b>Verizon Comm</b>				Majority vote for election of directors	Issuer	VOTED	AGAINST	WITH
178	<b>Verizon Comm</b>				Board Composition	Issuer	VOTED	AGAINST	WITH
179	<b>Verizon Comm</b>				Separate chairman and CEO	Issuer	VOTED	AGAINST	WITH
180	<b>Verizon Comm</b>				Report on political contributions	Issuer	VOTED	AGAINST	WITH
181	<b>WPS Resources</b>	WPS	<b>92931B106</b>	5/19/2005	Ratify selection of Deloitte & Touche	Issuer	VOTED	FOR	WITH
182	<b>WPS Resources</b>				DIRECTORS VOTE	Issuer	VOTED	FOR	WITH
183	<b>WPS Resources</b>				Approve 2005 Omnibus Compensation Plan	Issuer	VOTED	FOR	WITH
184	<b>WPS Resources</b>				Approve deferred Compensation Plan	Issuer	VOTED	AGAINST	AGAINST



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185	<b>Xcel Energy</b>	XEL	<b>98389B100</b>	5/25/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
91	<b>PPL Corporation</b>	PPL	<b>69351T106</b>	4/22/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
92	<b>PPL Corporation</b>				Ratification of Appointment of Independnet Auditor	Issuer	VOTED	FOR	WITH
168	<b>UST Inc.</b>	UST	<b>902911106</b>	5/3/2005	DIRECTORS	Issuer	VOTED	FOR	WITH
169	<b>UST Inc.</b>				Approval of Long-Term Incentive Plan	Issuer	VOTED	FOR	WITH
170	<b>UST Inc.</b>				Ratify & Approve Independent Auditors (Ernst & Young)	Issuer	VOTED	FOR	WITH
171	<b>UST Inc.</b>				Submit Internet Advertising to an Independent Academic Panel	Shareholder	VOTED	AGAINST	WITH

**SIGNATURE**

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.

**Reaves Utility Income Fund**

By: */s/ Edmund J. Burke*  
**Edmund J. Burke**  
**President**

Date: December 22, 2005