

TORTOISE PIPELINE & ENERGY FUND, INC.

Form N-PX

August 26, 2016

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 811-22585

Tortoise Pipeline & Energy Fund, Inc.
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211
(Address of Principal Executive Offices) (Zip code)

Terry C. Matlack
Diane Bono
11550 Ash Street, Suite 300, Leawood, KS 66211
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: July 1, 2015 - June 30, 2016

Item 1. Proxy Voting Record

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|---|--------------|-----------|--------|--|------|------------------------|----------------|
| Fidelity® Institutional Money Market Funds Money Market Portfolio Class I | 11/18/2015 | 316175207 | FMPXX | A vote for election of the following nominees: 1. Elizabeth S. Acton 2. John Engler 3. Albert R. Gamper, Jr. 4. Robert F. Gartland 5. Abigail P. Johnson 6. Arthur E. Johnson 7. Michael E. Kenneally 8. James H. Keyes 9. Marie L. Knowles 10. Geoffrey A. von Kuhn | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|-----------------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Markwest Energy Partners LP | 12/1/2015 | 570759100 | MWE | Proposal to approve the Agreement and Plan of Merger, dated as of July 11, 2015, as such agreement may be amended from time to time, by and among MPLX LP, MPLX GP LLC, Marathon Petroleum Corporation, Sapphire HoldCo LLC and Markwest Energy Partners, L.P., and the transactions contemplated thereby. | For | For | Issuer |
| | | | | Proposal to approve, on an advisory, non-binding basis, the merger-related compensation payments that may become payable to Markwest Energy Partners, L.P.'s named executive officers in connection with the merger. | For | For | Issuer |
| | | | | Proposal to approve the adjournment of the Special Meeting, if necessary to solicit additional proxies if there are not sufficient votes to approve Proposal 1 at the time of the Special Meeting. | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|--------------------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Sunoco Logistics Partners L.P. | 12/1/2015 | 86764L108 | SXL | Approval of the Sunoco Partners LLC Long-Term Incentive Plan, as proposed to be amended and restated, 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 Sunoco Partners LLC Long-Term Incentive Plan, as amended and restated as of October 24, 2012, by 10,000,000 common units (the "LTIP Proposal"). | For | For | Issuer |
| | | | | Approval of 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 | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|-----------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Targa Resources Corp. | 2/12/2016 | 87612G101 | TRGP | To consider and vote upon a proposal to approve the issuance of shares of common stock of Targa Resources Corp. (the "Company") in connection with the merger contemplated by the Agreement and Plan of Merger, dated as of November 2, 2015, by and among the Company, Spartan Merger Sub LLC, Targa Resources Partners LP and Targa Resources GP LLC ("TRP GP"); | For | For | Issuer |
| | | | | To consider and vote upon a proposal to approve 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 | For | For | Issuer |

Edgar Filing: TORTOISE PIPELINE & ENERGY FUND, INC. - Form N-PX

Company's stock issuance proposal.

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|------------------------------|--------------|-----------|--------|---|------|------------------------|----------------|
| Targa Resources Partners, LP | 2/12/2016 | 87611X105 | NGLS | To consider and vote upon a proposal to approve the Agreement and Plan of Merger, dated as of November 2, 2015. | For | For | Issuer |
| | | | | To consider and vote upon, on an advisory, non-binding basis, the compensation payments that may be paid or become payable to the Partnership's named executive officers in connection with the Merger which is referred to as "TRP Compensation Proposal." | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|-----------------|--------------|-----------|--------|--|------|------------------------|----------------|
| EQT Corporation | 4/20/2016 | 26884L109 | EQT | Election of Directors: Vicky A. Bailey | For | For | Issuer |
| | | | | Election of Directors: Philip G. Behrman, Ph.D. | For | For | Issuer |
| | | | | Election of Directors: Kenneth M. Burke | For | For | Issuer |
| | | | | Election of Directors: A. Bray Cary, Jr. | For | For | Issuer |
| | | | | Election of Directors: Margaret K. Dorman | For | For | Issuer |
| | | | | Election of Directors: David L. Porges | For | For | Issuer |
| | | | | Election of Directors: James E. Rohr | For | For | Issuer |
| | | | | Election of Directors: Stephen A. Thorington | For | For | Issuer |
| | | | | Election of Directors: Lee T. Todd, Jr. Ph.D. | For | For | Issuer |
| | | | | Election of Directors: Christine J. Toretta | For | For | Issuer |
| | | | | Approval of a Non-Binding Resolution regarding the Compensation of Company's Named Executive Officers for 2015 (Say-on-Pay). | For | For | Issuer |
| | | | | Approval of the Company's 2016 Executive Short-Term | For | For | Issuer |

Incentive Plan.

Ratification of Appointment of Independent Registered Public Accounting Firm. For For Issuer

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|-----------------------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Magellan Midstream Partners, L.P. | 4/21/2016 | 559080106 | MMP | Election of Directors: 1. Walter R. Arnheim 2. Patrick C. Eilers | For | For | Issuer |
| | | | | Amendment of Long-Term Incentive Plan | For | For | Issuer |
| | | | | Advisory Resolution to Approve Executive Compensation | For | For | Issuer |
| | | | | Ratification of Appointment of Independent Auditor | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|---------------------|--------------|-----------|--------|---|------|------------------------|----------------|
| EOG Resources, Inc. | 4/26/2016 | 26875P101 | EOG | Election of Directors: Janet F. Clark | For | For | Issuer |
| | | | | Election of Directors: Charles R. Crisp | For | For | Issuer |
| | | | | Election of Directors: James C. Day | For | For | Issuer |
| | | | | Election of Directors: H. Leighton Steward | For | For | Issuer |
| | | | | Election of Directors: Donald F. Textor | For | For | Issuer |
| | | | | Election of Directors: William R. Thomas | For | For | Issuer |
| | | | | Election of Directors: Frank G. Wisner | For | For | Issuer |
| | | | | 2. To ratify the appointment by the Audit Committee of the Board of Directors of Deloitte & Touche LLP, independent registered public accounting firm, as auditors for the Company for the year ending December 31, 2016. | For | For | Issuer |
| | | | | 3. To approve, by non-binding vote, the compensation of the | For | For | Issuer |

Edgar Filing: TORTOISE PIPELINE & ENERGY FUND, INC. - Form N-PX

Company's named executive officers.

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|---|--------------|-----------|-------------|---|------|------------------------|----------------|
| Noble Energy, Inc. | 4/26/2016 | 655044105 | NBL | 1A. Election of Director: Jeffrey L. Berenson | For | For | Issuer |
| | | | | 1B. Election of Director: Michael A. Cawley | For | For | Issuer |
| | | | | 1C. Election of Director: Edward F. Cox | For | For | Issuer |
| | | | | 1D. Election of Director: James E. Craddock | For | For | Issuer |
| | | | | 1E. Election of Director: Thomas J. Edelman | For | For | Issuer |
| | | | | 1F. Election of Director: Eric P. Grubman | For | For | Issuer |
| | | | | 1G. Election of Director: Kirby L. Hedrick | For | For | Issuer |
| | | | | 1H. Election of Director: David L. Stover | For | For | Issuer |
| | | | | 1I. Election of Director: Scott D. Urban | For | For | Issuer |
| | | | | 1J. Election of Director: William T. Van Kleef | For | For | Issuer |
| | | | | 1K. Election of Director: Molly K. Williamson | For | For | Issuer |
| | | | | 2. To ratify the appointment of the independent auditor by the Company's Audit Committee. | For | For | Issuer |
| | | | | 3. To approve, in an advisory vote, executive compensation. | For | For | Issuer |
| 4. To consider a stockholder proposal regarding proxy access, if properly presented at the meeting. | Against | For | Shareholder | | | | |
| 5. To consider a stockholder proposal regarding climate change, if properly presented at the meeting. | Against | For | Shareholder | | | | |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|---------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Spectra Energy Corp | 4/26/2016 | 847560109 | SE | Election of Directors: Gregory L. Ebel | For | For | Issuer |
| | | | | Election of Directors: F. Anthony Comper | For | For | Issuer |

Edgar Filing: TORTOISE PIPELINE & ENERGY FUND, INC. - Form N-PX

| | | | |
|---|---------|-----|-------------|
| Election of Directors: Austin A. Adams | For | For | Issuer |
| Election of Directors: Joseph Alvarado | For | For | Issuer |
| Election of Directors: Pamela L. Carter | For | For | Issuer |
| Election of Directors: Clarence P. Cazalot Jr. | For | For | Issuer |
| Election of Directors: Peter B. Hamilton | For | For | Issuer |
| Election of Directors: Miranda C. Hubbs | For | For | Issuer |
| Election of Directors: Michael McShane | For | For | Issuer |
| Election of Directors: Michael G. Morris | For | For | Issuer |
| Election of Directors: Michael E.J. Phelps | For | For | Issuer |
| Ratification of the appointment of Deloitte & Touche LLP as Spectra Energy Corp's Independent Registered Public Accounting firm for fiscal year 2016. | For | For | Issuer |
| Approval of Spectra Energy Corp 2007 Long-Term Incentive Plan, as amended and restated. | For | For | Issuer |
| Approval of Spectra Energy Corp Executive Short-Term Incentive Plan, as amended and restated. | For | For | Issuer |
| An advisory resolution to approve executive compensation. | For | For | Issuer |
| Shareholder proposal concerning disclosure of political contributions. | Against | For | Shareholder |
| Shareholder proposal concerning disclosure of lobbying activities. | Against | For | Shareholder |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|--------------|--------------|-----------|--------|----------|------|------------------------|----------------|
| | 4/28/2016 | 23311P100 | DPM | | For | For | Issuer |

DCP
Midstream
Partners, LP

To approve the DCP
Midstream Partners, LP 2016
Long-Term Incentive Plan (the
"Plan").

To approve 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 insufficient votes at
the time of the special meeting
to approve the Plan.

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|----------------------------------|--------------|-----------|-------------|---|---------|------------------------|----------------|
| Occidental Petroleum Corporation | 4/29/2016 | 674599105 | OXY | Election of Director: Spencer Abraham | For | For | Issuer |
| | | | | Election of Director: Howard I. Atkins | For | For | Issuer |
| | | | | Election of Director: Eugene L. Batchelder | For | For | Issuer |
| | | | | Election of Director: Stephen I. Chazen | For | For | Issuer |
| | | | | Election of Director: John E. Feick | For | For | Issuer |
| | | | | Election of Director: Margaret M. Foran | For | For | Issuer |
| | | | | Election of Director: Carlos M. Gutierrez | For | For | Issuer |
| | | | | Election of Director: Vicki A. Hollub | For | For | Issuer |
| | | | | Election of Director: William R. Klesse | For | For | Issuer |
| | | | | Election of Director: Avedick B. Poladian | For | For | Issuer |
| | | | | Election of Director: Elisse B. Walter | For | For | Issuer |
| | | | | Advisory Vote Approving Executive Compensation | For | For | Issuer |
| | | | | Ratification of Selection of KPMG LLP as Independent Auditors | For | For | Issuer |
| | | | | Review Public Policy Advocacy on Climate | Against | For | Shareholder |
| | Against | For | Shareholder | | | | |

Edgar Filing: TORTOISE PIPELINE & ENERGY FUND, INC. - Form N-PX

Carbon Legislation Impact
Assessment

Special Shareowner Meetings Against For Shareholder

Methane Emmissions and Flaring Against For Shareholder

| Company Name | MeetingDate | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|---|-------------|-----------|-------------|---|---------|------------------------|----------------|
| Cabot Oil & Gas Corporation | 5/4/2016 | 127097103 | COG | Election of Directors: Dorothy M. Ables | For | For | Issuer |
| | | | | Election of Directors: Rhys J. Best | For | For | Issuer |
| | | | | Election of Directors: Robert S. Boswell | For | For | Issuer |
| | | | | Election of Directors: Dan O. Dinges | For | For | Issuer |
| | | | | Election of Directors: Robert Kelley | For | For | Issuer |
| | | | | Election of Directors: W. Matt Ralls | For | For | Issuer |
| | | | | To ratify the appointment of the firm PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for its 2016 fiscal year. | For | For | Issuer |
| | | | | To approve, by non-binding advisory vote, the compensation of the Company's named executive officers. | For | For | Issuer |
| | | | | To consider a shareholder proposal to provide a report on the Company's political contributions. | Against | For | Shareholder |
| To consider a shareholder proposal to amend the Company's "proxy access" bylaw. | Against | For | Shareholder | | | | |

| Company Name | MeetingDate | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|--------------|-------------|-----------|--------|----------|------|------------------------|----------------|
| | 5/10/2016 | 032511107 | APC | | For | For | Issuer |

Anadarko
Petroleum
Corporation

1a. Election of Director:
Anthony R. Chase

| | | | |
|---|---------|-----|-------------|
| 1B. Election of Director: Kevin P. Chilton | For | For | Issuer |
| 1C. Election of Director: H. Paulett Eberhart | For | For | Issuer |
| 1D. Election of Director: Peter J. Fluor | For | For | Issuer |
| 1E. Election of Director: Richard L. George | For | For | Issuer |
| 1F. Election of Director: Joseph W. Gorder | For | For | Issuer |
| 1G. Election of Director: John R. Gordon | For | For | Issuer |
| 1H. Election of Director: Sean Gourley | For | For | Issuer |
| 1I. Election of Director: Mark C. McKinley | For | For | Issuer |
| 1J. Election of Director: Eric D. Mullins | For | For | Issuer |
| 1K. Election of Director: R. A. Walker | For | For | Issuer |
| 2. Ratification of appointment of KPMG LLP as Independent Auditor. | For | For | Issuer |
| 3. Approve an amendment and restatement of the Anadarko Petroleum Corporation 2012 Omnibus Incentive Compensation Plan. | For | For | Issuer |
| 4. Advisory vote to approve named executive officer compensation. | For | For | Issuer |
| 5. Stockholder Proposal - Report on carbon risk. | Against | For | Shareholder |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|-----------------------|--------------|-----------|--------|---|------|------------------------|----------------|
| Targa Resources Corp. | 5/17/2016 | 87612G101 | TRGP | Election of Directors: 1. Rene R. Joyce 2. Waters S. Davis, IV 3. Chris Tong | For | For | Issuer |
| | | | | Ratification of selection of independent auditors | For | For | Issuer |

Edgar Filing: TORTOISE PIPELINE & ENERGY FUND, INC. - Form N-PX

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|--|--------------|-----------|--------|---|------|------------------------|----------------|
| ONEOK, Inc. | 5/25/2016 | 682680103 | OKE | Election of Director: Brian L. Derksen | For | For | Issuer |
| | | | | Election of Director: Julie H. Edwards | For | For | Issuer |
| | | | | Election of Director: John W. Gibson | For | For | Issuer |
| | | | | Election of Director: Randall J. Larson | For | For | Issuer |
| | | | | Election of Director: Steven J. Malcolm | For | For | Issuer |
| | | | | Election of Director: Kevin S. McCarthy | For | For | Issuer |
| | | | | Election of Director: Jim W. Mogg | For | For | Issuer |
| | | | | Election of Director: Pattye L. Moore | For | For | Issuer |
| | | | | Election of Director: Gary D. Parker | For | For | Issuer |
| | | | | Election of Director: Eduardo A. Rodriguez | For | For | Issuer |
| | | | | Election of Director: Terry K. Spencer | For | For | Issuer |
| | | | | Ratification of the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm of Oneok, Inc. for the year ending December 31, 2016 | For | For | Issuer |
| An advisory vote to approve Oneok, Inc.'s executive compensation | For | For | Issuer | | | | |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|------------------------|--------------|-----------|--------|--|------|------------------------|----------------|
| Buckeye Partners, L.P. | 6/7/2016 | 118230101 | BPL | Election of Directors: 1. Oliver G. Richard, III 2. Clark C. Smith 3. Frank S. Sowinski | For | For | Issuer |
| | | | | The ratification of the selection of Deloitte & Touche LLP as Buckeye Partners, L.P.'s independent registered public accountants for 2016. | For | For | Issuer |

| Company Name | Meeting Date | Cusip | Ticker | Proposal | Vote | For/Against Management | ProposalSource |
|--------------|--------------|-------|--------|----------|------|------------------------|----------------|
|--------------|--------------|-------|--------|----------|------|------------------------|----------------|

| | | | | | | | |
|------------------------------|-----------|-----------|-----|--|---------|---------|--------|
| The Williams Companies, Inc. | 6/27/2016 | 969457100 | WMB | To approve the adoption of the Agreement and Plan of Merger (the "Merger Agreement") among Energy Transfer Equity, L.P., Energy Transfer Corp LP ("ETC"), Energy Transfer Corp GP, LLC, LE GP, LLC, Energy Transfer Equity GP, LLC and Williams Companies, Inc. ("WMB"), and the transactions contemplated thereby, including the merger of WMB with and into etc. | Against | Against | Issuer |
| | | | | To approve, on an advisory (non-binding) basis, specified compensatory arrangements between WMB and its named executive officers relating to the transactions contemplated by the Merger Agreement. | Abstain | Against | Issuer |
| | | | | To approve the adjournment of the special meeting from time to time, if necessary or appropriate, to solicit additional proxies if there are insufficient votes at the time of the special meeting to approve the merger proposal. | Abstain | Against | Issuer |

SIGNATURES

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.

TORTOISE PIPELINE & ENERGY FUND, INC.

Date: August 26, 2016

By: /s/ P. Bradley Adams
P. Bradley Adams
Chief Executive Officer