

BLACKROCK ENHANCED CAPITAL & INCOME FUND, INC.

Form N-PX

August 27, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-PX**

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

Investment Company Act file number: 811-21506

Name of Fund: BlackRock Enhanced Capital and Income Fund, Inc. (CII)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John Perlowski, Chief Executive Officer, BlackRock Enhanced Capital and Income Fund, Inc., 55 East 52<sup>nd</sup> Street, New York City, NY 10055.

Registrant's telephone number, including area code: (800) 882-0052, Option 4

Date of fiscal year end: 10/31

Date of reporting period: 07/01/2013 - 06/30/2014

Item 1 Proxy Voting Record Attached hereto.

\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-21506  
 Reporting Period: 07/01/2013 - 06/30/2014  
 BlackRock Enhanced Capital and Income Fund, Inc.

===== BlackRock Enhanced Capital and Income Fund, Inc. =====

3M COMPANY

Ticker: MMM Security ID: 88579Y101  
 Meeting Date: MAY 13, 2014 Meeting Type: Annual  
 Record Date: MAR 14, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Linda G. Alvarado                               | For     | For       | Management  |
| 1b | Elect Director Thomas 'Tony' K. Brown                          | For     | For       | Management  |
| 1c | Elect Director Vance D. Coffman                                | For     | For       | Management  |
| 1d | Elect Director Michael L. Eskew                                | For     | For       | Management  |
| 1e | Elect Director Herbert L. Henkel                               | For     | For       | Management  |
| 1f | Elect Director Muhtar Kent                                     | For     | For       | Management  |
| 1g | Elect Director Edward M. Liddy                                 | For     | For       | Management  |
| 1h | Elect Director Inge G. Thulin                                  | For     | For       | Management  |
| 1i | Elect Director Robert J. Ulrich                                | For     | For       | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Provide Right to Act by Written Consent                        | Against | Against   | Shareholder |

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 ACTIVISION BLIZZARD, INC.

Ticker: ATVI Security ID: 00507V109  
 Meeting Date: JUN 05, 2014 Meeting Type: Annual  
 Record Date: APR 07, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Corti                             | For     | For       | Management |
| 1.2 | Elect Director Brian G. Kelly                              | For     | For       | Management |
| 1.3 | Elect Director Robert A. Kotick                            | For     | For       | Management |
| 1.4 | Elect Director Barry Meyer                                 | For     | For       | Management |
| 1.5 | Elect Director Robert J. Morgado                           | For     | For       | Management |
| 1.6 | Elect Director Peter Nolan                                 | For     | For       | Management |
| 1.7 | Elect Director Richard Sarnoff                             | For     | For       | Management |
| 1.8 | Elect Director Elaine Wynn                                 | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan                                 | For     | For       | Management |
| 3A  | Amend Provisions Relating to the Relationship with Vivendi | For     | For       | Management |
| 3B  | Amend Provisions Relating to                               | For     | For       | Management |

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| Supermajority and Special Voting Requirements |  |     |     |            |
|---|--|-----|-----|------------|
| 3C  | Amend Provisions Relating to the Ability to Amend Bylaws       | For | For | Management |
| 4   | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5   | Ratify Auditors  | For | For | Management |

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AMERICAN CAPITAL AGENCY CORP.

Ticker: AGNC Security ID: 02503X105  
 Meeting Date: APR 22, 2014 Meeting Type: Annual  
 Record Date: FEB 27, 2014

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert M. Couch  | For     | For       | Management |
| 1.2 | Elect Director Morris A. Davis  | For     | For       | Management |
| 1.3 | Elect Director Randy E. Dobbs   | For     | For       | Management |
| 1.4 | Elect Director Larry K. Harvey  | For     | For       | Management |
| 1.5 | Elect Director Prue B. Larocca  | For     | For       | Management |
| 1.6 | Elect Director Alvin N. Puryear | For     | For       | Management |
| 1.7 | Elect Director Malon Wilkus     | For     | For       | Management |
| 1.8 | Elect Director John R. Erickson | For     | For       | Management |
| 1.9 | Elect Director Samuel A. Flax   | For     | For       | Management |
| 2   | Ratify Auditors                 | For     | For       | Management |

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AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874784  
 Meeting Date: MAY 12, 2014 Meeting Type: Annual  
 Record Date: MAR 17, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Robert H. Benmosche  | For     | For       | Management |
| 1b | Elect Director W. Don Cornwell  | For     | For       | Management |
| 1c | Elect Director Peter R. Fisher  | For     | For       | Management |
| 1d | Elect Director John H. Fitzpatrick  | For     | For       | Management |
| 1e | Elect Director William G. Jurgensen   | For     | For       | Management |
| 1f | Elect Director Christopher S. Lynch   | For     | For       | Management |
| 1g | Elect Director Arthur C. Martinez   | For     | For       | Management |
| 1h | Elect Director George L. Miles, Jr.   | For     | Against   | Management |
| 1i | Elect Director Henry S. Miller  | For     | For       | Management |
| 1j | Elect Director Robert S. Miller   | For     | For       | Management |
| 1k | Elect Director Suzanne Nora Johnson   | For     | For       | Management |
| 1l | Elect Director Ronald A. Rittenmeyer  | For     | For       | Management |
| 1m | Elect Director Douglas M. Steenland   | For     | For       | Management |
| 1n | Elect Director Theresa M. Stone   | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation  | For     | For       | Management |
| 3  | Amend Certificate of Incorporation to Continue to Restrict Certain Transfers of AIG Common Stock in Order to Protect AIG's Tax Attributes | For     | For       | Management |
| 4  | Amend Tax Asset Protection Plan   | For     | For       | Management |
| 5  | Ratify Auditors   | For     | For       | Management |

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 AMERICAN REALTY CAPITAL PROPERTIES, INC.

Ticker: ARCP Security ID: 02917T104  
 Meeting Date: MAY 29, 2014 Meeting Type: Annual  
 Record Date: APR 17, 2014

| #   | Proposal   | Mgt Rec  | Vote Cast | Sponsor    |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Nicholas S. Schorsch                            | For      | For       | Management |
| 1.2 | Elect Director Edward M. Weil, Jr.                             | For      | For       | Management |
| 1.3 | Elect Director William M. Kahane                               | For      | Withhold  | Management |
| 1.4 | Elect Director Leslie D. Michelson                             | For      | Withhold  | Management |
| 1.5 | Elect Director Edward G. Rendell                               | For      | Withhold  | Management |
| 1.6 | Elect Director Scott J. Bowman                                 | For      | Withhold  | Management |
| 1.7 | Elect Director William G. Stanley                              | For      | Withhold  | Management |
| 1.8 | Elect Director Thomas A. Andruskevich                          | For      | For       | Management |
| 1.9 | Elect Director Scott P. Sealy, Sr.                             | For      | For       | Management |
| 2   | Ratify Auditors  | For      | For       | Management |
| 3   | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | Against   | Management |
| 4   | Advisory Vote on Say on Pay Frequency                          | One Year | One Year  | Management |

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 ANNALY CAPITAL MANAGEMENT, INC.

Ticker: NLY Security ID: 035710409  
 Meeting Date: MAY 22, 2014 Meeting Type: Annual  
 Record Date: MAR 28, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Jonathan D. Green                               | For     | For       | Management |
| 1b | Elect Director John H. Schaefer                                | For     | For       | Management |
| 1c | Elect Director Francine J. Bovich                              | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify Auditors  | For     | For       | Management |

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 APPLE INC.

Ticker: AAPL Security ID: 037833100  
 Meeting Date: FEB 28, 2014 Meeting Type: Annual  
 Record Date: DEC 30, 2013

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director William Campbell                             | For     | For       | Management |
| 1.2 | Elect Director Timothy Cook                                 | For     | For       | Management |
| 1.3 | Elect Director Millard Drexler                              | For     | For       | Management |
| 1.4 | Elect Director Al Gore                                      | For     | For       | Management |
| 1.5 | Elect Director Robert Iger                                  | For     | For       | Management |
| 1.6 | Elect Director Andrea Jung                                  | For     | For       | Management |
| 1.7 | Elect Director Arthur Levinson                              | For     | For       | Management |
| 1.8 | Elect Director Ronald Sugar                                 | For     | For       | Management |
| 2   | Adopt Majority Voting for Uncontested Election of Directors | For     | For       | Management |
| 3   | Amend Articles to Eliminate Board                           | For     | For       | Management |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
|    | Blank Check Authority to Issue Preferred Stock                                       |         |         |             |
| 4  | Establish a Par Value for Common Stock   | For     | For     | Management  |
| 5  | Ratify Auditors  | For     | For     | Management  |
| 6  | Advisory Vote to Ratify Named Executive Officers' Compensation                       | For     | For     | Management  |
| 7  | Approve Omnibus Stock Plan   | For     | For     | Management  |
| 8  | Establish Board Committee on Human Rights  | Against | Against | Shareholder |
| 9  | Report on Trade Associations and Organizations that Promote Sustainability Practices | Against | Against | Shareholder |
| 10 | Advisory Vote to Increase Capital Repurchase Program                                 | Against | Against | Shareholder |
| 11 | Proxy Access   | Against | Against | Shareholder |

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AT&T INC.

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 25, 2014 Meeting Type: Annual  
 Record Date: FEB 26, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Randall L. Stephenson                           | For     | For       | Management  |
| 1.2  | Elect Director Reuben V. Anderson                              | For     | For       | Management  |
| 1.3  | Elect Director Jaime Chico Pardo                               | For     | For       | Management  |
| 1.4  | Elect Director Scott T. Ford                                   | For     | For       | Management  |
| 1.5  | Elect Director James P. Kelly                                  | For     | For       | Management  |
| 1.6  | Elect Director Jon C. Madonna                                  | For     | For       | Management  |
| 1.7  | Elect Director Michael B. McCallister                          | For     | For       | Management  |
| 1.8  | Elect Director John B. McCoy                                   | For     | For       | Management  |
| 1.9  | Elect Director Beth E. Mooney                                  | For     | For       | Management  |
| 1.10 | Elect Director Joyce M. Roche                                  | For     | For       | Management  |
| 1.11 | Elect Director Matthew K. Rose                                 | For     | For       | Management  |
| 1.12 | Elect Director Cynthia B. Taylor                               | For     | For       | Management  |
| 1.13 | Elect Director Laura D'Andrea Tyson                            | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4    | Approve Severance Agreements/Change-in-Control Agreements      | For     | For       | Management  |
| 5    | Report on Indirect Political Contributions                     | Against | Against   | Shareholder |
| 6    | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |
| 7    | Lower Ownership Threshold for Action by Written Consent        | Against | Against   | Shareholder |

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BERKSHIRE HATHAWAY INC.

Ticker: BRK.B Security ID: 084670702  
 Meeting Date: MAY 03, 2014 Meeting Type: Annual  
 Record Date: MAR 05, 2014

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Warren E. Buffett | For     | For       | Management |
| 1.2 | Elect Director Charles T. Munger | For     | For       | Management |

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|      |  |             |             |             |
|------|--|-------------|-------------|-------------|
| 1.3  | Elect Director Howard G. Buffett                               | For         | For         | Management  |
| 1.4  | Elect Director Stephen B. Burke                                | For         | For         | Management  |
| 1.5  | Elect Director Susan L. Decker                                 | For         | For         | Management  |
| 1.6  | Elect Director William H. Gates, III                           | For         | For         | Management  |
| 1.7  | Elect Director David S. Gottesman                              | For         | For         | Management  |
| 1.8  | Elect Director Charlotte Guyman                                | For         | For         | Management  |
| 1.9  | Elect Director Donald R. Keough                                | For         | For         | Management  |
| 1.10 | Elect Director Thomas S. Murphy                                | For         | For         | Management  |
| 1.11 | Elect Director Ronald L. Olson                                 | For         | For         | Management  |
| 1.12 | Elect Director Walter Scott, Jr.                               | For         | For         | Management  |
| 1.13 | Elect Director Meryl B. Witmer                                 | For         | For         | Management  |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For         | For         | Management  |
| 3    | Advisory Vote on Say on Pay Frequency                          | Three Years | Three Years | Management  |
| 4    | Adopt Quantitative Goals for GHG and Other Air Emissions       | Against     | Against     | Shareholder |
| 5    | Approve Annual Dividends                                       | Against     | Against     | Shareholder |

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BMW GROUP BAYERISCHE MOTOREN WERKE AG

Ticker: BMW Security ID: D12096125  
 Meeting Date: MAY 15, 2014 Meeting Type: Special  
 Record Date: APR 23, 2014

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Receive Notice of 2014 AGM Voting Result Regarding the Creation of EUR 5 Million Pool of Capital for Employee Stock Purchase Plan (Non-Voting) | None    | None      | Management |
| 2 | Approve Creation of EUR 5 Million Pool of Capital for Employee Stock Purchase Plan   | For     | For       | Management |

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BRUNSWICK CORPORATION

Ticker: BC Security ID: 117043109  
 Meeting Date: MAY 07, 2014 Meeting Type: Annual  
 Record Date: MAR 04, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Nancy E. Cooper                                 | For     | For       | Management |
| 1b | Elect Director Dustan E. McCoy                                 | For     | For       | Management |
| 1c | Elect Director Ralph C. Stayer                                 | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3  | Approve Omnibus Stock Plan                                     | For     | For       | Management |
| 4  | Ratify Auditors  | For     | For       | Management |

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CF INDUSTRIES HOLDINGS, INC.

Ticker: CF Security ID: 125269100  
 Meeting Date: MAY 14, 2014 Meeting Type: Annual

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Record Date: MAR 24, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Robert C. Arzbaecher                            | For     | For       | Management |
| 1b | Elect Director William Davisson                                | For     | For       | Management |
| 1c | Elect Director Stephen J. Hagge                                | For     | For       | Management |
| 1d | Elect Director Robert G. Kuhbach                               | For     | For       | Management |
| 1e | Elect Director Edward A. Schmitt                               | For     | For       | Management |
| 2  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 3  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 4  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 5  | Provide Right to Call Special Meeting                          | For     | For       | Management |
| 6  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 7  | Approve Omnibus Stock Plan                                     | For     | For       | Management |
| 8  | Ratify Auditors  | For     | For       | Management |

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CITIGROUP INC.

Ticker: C Security ID: 172967424  
 Meeting Date: APR 22, 2014 Meeting Type: Annual  
 Record Date: FEB 24, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Michael L. Corbat                               | For     | For       | Management  |
| 1b | Elect Director Duncan P. Hennes                                | For     | For       | Management  |
| 1c | Elect Director Franz B. Humer                                  | For     | For       | Management  |
| 1d | Elect Director Eugene M. McQuade                               | For     | For       | Management  |
| 1e | Elect Director Michael E. O'Neill                              | For     | For       | Management  |
| 1f | Elect Director Gary M. Reiner                                  | For     | For       | Management  |
| 1g | Elect Director Judith Rodin                                    | For     | For       | Management  |
| 1h | Elect Director Robert L. Ryan                                  | For     | For       | Management  |
| 1i | Elect Director Anthony M. Santomero                            | For     | For       | Management  |
| 1j | Elect Director Joan E. Spero                                   | For     | For       | Management  |
| 1k | Elect Director Diana L. Taylor                                 | For     | For       | Management  |
| 1l | Elect Director William S. Thompson, Jr.                        | For     | For       | Management  |
| 1m | Elect Director James S. Turley                                 | For     | For       | Management  |
| 1n | Elect Director Ernesto Zedillo Ponce de Leon                   | For     | For       | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Approve Omnibus Stock Plan                                     | For     | For       | Management  |
| 5  | Stock Retention/Holding Period                                 | Against | Against   | Shareholder |
| 6  | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |
| 7  | Amend Director Indemnifications Provisions                     | Against | Against   | Shareholder |
| 8  | Adopt Proxy Access Right                                       | Against | Against   | Shareholder |

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COLE REAL ESTATE INVESTMENTS INC.

Ticker: COLE Security ID: 19329V105  
 Meeting Date: JAN 23, 2014 Meeting Type: Special

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Record Date: DEC 20, 2013

| # | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement           | For     | For       | Management |
| 2 | Advisory Vote on Golden Parachutes | For     | For       | Management |
| 3 | Adjourn Meeting                    | For     | For       | Management |

### DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108  
 Meeting Date: MAY 07, 2014 Meeting Type: Annual  
 Record Date: MAR 11, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Jeffrey S. Aronin                               | For     | For       | Management |
| 1.2  | Elect Director Mary K. Bush                                    | For     | For       | Management |
| 1.3  | Elect Director Gregory C. Case                                 | For     | For       | Management |
| 1.4  | Elect Director Candace H. Duncan                               | For     | For       | Management |
| 1.5  | Elect Director Cynthia A. Glassman                             | For     | For       | Management |
| 1.6  | Elect Director Richard H. Lenny                                | For     | For       | Management |
| 1.7  | Elect Director Thomas G. Maheras                               | For     | For       | Management |
| 1.8  | Elect Director Michael H. Moskow                               | For     | For       | Management |
| 1.9  | Elect Director David W. Nelms                                  | For     | For       | Management |
| 1.10 | Elect Director Mark A. Thierer                                 | For     | For       | Management |
| 1.11 | Elect Director Lawrence A. Weinbach                            | For     | For       | Management |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3    | Amend Omnibus Stock Plan                                       | For     | For       | Management |
| 4    | Ratify Auditors  | For     | For       | Management |

### EBAY INC.

Ticker: EBAY Security ID: 278642103  
 Meeting Date: MAY 13, 2014 Meeting Type: Annual  
 Record Date: MAR 18, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director Fred D. Anderson                                | For     | For       | Management  |
| 1.2 | Elect Director Edward W. Barnholt                              | For     | For       | Management  |
| 1.3 | Elect Director Scott D. Cook                                   | For     | For       | Management  |
| 1.4 | Elect Director John J. Donahoe                                 | For     | For       | Management  |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3   | Amend Omnibus Stock Plan                                       | For     | For       | Management  |
| 4   | Ratify Auditors  | For     | For       | Management  |
| 5   | Provide Right to Act by Written Consent                        | Against | Against   | Shareholder |
| 6   | Vote on Company's Spin Off (Withdrawn)                         | None    | None      | Shareholder |

### ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108  
 Meeting Date: MAY 05, 2014 Meeting Type: Annual  
 Record Date: FEB 28, 2014

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| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Michael L. Eskew                                | For     | For       | Management |
| 1b | Elect Director Karen N. Horn                                   | For     | For       | Management |
| 1c | Elect Director William G. Kaelin, Jr.                          | For     | For       | Management |
| 1d | Elect Director John C. Lechleiter                              | For     | For       | Management |
| 1e | Elect Director Marschall S. Runge                              | For     | For       | Management |
| 2  | Ratify Auditors  | For     | For       | Management |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

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EXPEDIA, INC.

Ticker: EXPE Security ID: 30212P303  
 Meeting Date: JUN 17, 2014 Meeting Type: Annual  
 Record Date: APR 21, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director A. George 'Skip' Battle                         | For     | Withhold  | Management  |
| 1.2  | Elect Director Pamela L. Coe                                   | For     | For       | Management  |
| 1.3  | Elect Director Barry Diller                                    | For     | For       | Management  |
| 1.4  | Elect Director Jonathan L. Dolgen                              | For     | For       | Management  |
| 1.5  | Elect Director Craig A. Jacobson                               | For     | For       | Management  |
| 1.6  | Elect Director Victor A. Kaufman                               | For     | For       | Management  |
| 1.7  | Elect Director Peter M. Kern                                   | For     | For       | Management  |
| 1.8  | Elect Director Dara Khosrowshahi                               | For     | For       | Management  |
| 1.9  | Elect Director John C. Malone                                  | For     | For       | Management  |
| 1.10 | Elect Director Jose A. Tazon                                   | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4    | Report on Political Contributions                              | Against | Against   | Shareholder |

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EXPRESS SCRIPTS HOLDING COMPANY

Ticker: ESRX Security ID: 30219G108  
 Meeting Date: MAY 07, 2014 Meeting Type: Annual  
 Record Date: MAR 10, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Gary G. Benanav                                 | For     | For       | Management |
| 1b | Elect Director Maura C. Breen                                  | For     | For       | Management |
| 1c | Elect Director William J. DeLaney                              | For     | For       | Management |
| 1d | Elect Director Nicholas J. LaHowchic                           | For     | For       | Management |
| 1e | Elect Director Thomas P. Mac Mahon                             | For     | For       | Management |
| 1f | Elect Director Frank Mergenthaler                              | For     | For       | Management |
| 1g | Elect Director Woodrow A. Myers, Jr.                           | For     | For       | Management |
| 1h | Elect Director John O. Parker, Jr.                             | For     | For       | Management |
| 1i | Elect Director George Paz                                      | For     | For       | Management |
| 1j | Elect Director William L. Roper                                | For     | For       | Management |
| 1k | Elect Director Seymour Sternberg                               | For     | For       | Management |
| 2  | Ratify Auditors  | For     | For       | Management |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

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FIDELITY NATIONAL FINANCIAL, INC.

Ticker: FNF Security ID: 31620R105  
 Meeting Date: JUN 18, 2014 Meeting Type: Annual  
 Record Date: MAY 07, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1   | Amend Certificate of Incorporation to Approve the Tracking Stock Proposal | For     | For       | Management |
| 2   | Approve the Reclassification Proposal                                     | For     | For       | Management |
| 3   | Approve the Optional Conversion Proposal                                  | For     | For       | Management |
| 4   | Approve the Group Disposition Proposal                                    | For     | For       | Management |
| 5   | Adjourn Meeting   | For     | For       | Management |
| 6.1 | Elect Director William P. Foley, II                                       | For     | For       | Management |
| 6.2 | Elect Director Douglas K. Ammerman  | For     | For       | Management |
| 6.3 | Elect Director Thomas M. Hagerty  | For     | For       | Management |
| 6.4 | Elect Director Peter O. Shea, Jr.   | For     | For       | Management |
| 7   | Advisory Vote to Ratify Named Executive Officers' Compensation            | For     | For       | Management |
| 8   | Amend Nonqualified Employee Stock Purchase Plan                           | For     | For       | Management |
| 9   | Ratify Auditors   | For     | For       | Management |

FREEPORT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857  
 Meeting Date: JUL 16, 2013 Meeting Type: Annual  
 Record Date: MAY 24, 2013

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Richard C. Adkerson                             | For     | For       | Management  |
| 1.2  | Elect Director Robert J. Allison, Jr.                          | For     | Withhold  | Management  |
| 1.3  | Elect Director Alan R. Buckwalter, III                         | For     | For       | Management  |
| 1.4  | Elect Director Robert A. Day                                   | For     | For       | Management  |
| 1.5  | Elect Director James C. Flores                                 | For     | For       | Management  |
| 1.6  | Elect Director Gerald J. Ford                                  | For     | For       | Management  |
| 1.7  | Elect Director Thomas A. Fry, III                              | For     | For       | Management  |
| 1.8  | Elect Director H. Devon Graham, Jr.                            | For     | Withhold  | Management  |
| 1.9  | Elect Director Charles C. Krulak                               | For     | Withhold  | Management  |
| 1.10 | Elect Director Bobby Lee Lackey                                | For     | Withhold  | Management  |
| 1.11 | Elect Director Jon C. Madonna                                  | For     | Withhold  | Management  |
| 1.12 | Elect Director Dustan E. McCoy                                 | For     | Withhold  | Management  |
| 1.13 | Elect Director James R. Moffett                                | For     | Withhold  | Management  |
| 1.14 | Elect Director B. M. Rankin, Jr.                               | For     | For       | Management  |
| 1.15 | Elect Director Stephen H. Siegele                              | For     | For       | Management  |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | Against   | Management  |
| 3    | Ratify Auditors  | For     | For       | Management  |
| 4    | Request Director Nominee with Environmental Qualifications     | Against | Against   | Shareholder |
| 5    | Require Independent Board Chairman                             | Against | For       | Shareholder |
| 6    | Adopt Policy and Report on Board Diversity                     | Against | Against   | Shareholder |
| 7    | Amend Bylaws-- Call Special Meetings                           | Against | For       | Shareholder |

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FREEMPORT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857  
 Meeting Date: JUN 17, 2014 Meeting Type: Annual  
 Record Date: APR 21, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Richard C. Adkerson                             | For     | For       | Management  |
| 1.2  | Elect Director Robert J. Allison, Jr.                          | For     | For       | Management  |
| 1.3  | Elect Director Alan R. Buckwalter, III                         | For     | For       | Management  |
| 1.4  | Elect Director Robert A. Day                                   | For     | For       | Management  |
| 1.5  | Elect Director James C. Flores                                 | For     | For       | Management  |
| 1.6  | Elect Director Gerald J. Ford                                  | For     | For       | Management  |
| 1.7  | Elect Director Thomas A. Fry, III                              | For     | For       | Management  |
| 1.8  | Elect Director H. Devon Graham, Jr.                            | For     | For       | Management  |
| 1.9  | Elect Director Lydia H. Kennard                                | For     | For       | Management  |
| 1.10 | Elect Director Charles C. Krulak                               | For     | For       | Management  |
| 1.11 | Elect Director Bobby Lee Lackey                                | For     | For       | Management  |
| 1.12 | Elect Director Jon C. Madonna                                  | For     | For       | Management  |
| 1.13 | Elect Director Dustan E. McCoy                                 | For     | For       | Management  |
| 1.14 | Elect Director James R. Moffett                                | For     | For       | Management  |
| 1.15 | Elect Director Stephen H. Siegele                              | For     | For       | Management  |
| 1.16 | Elect Director Frances Fragos Townsend                         | For     | For       | Management  |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3    | Ratify Auditors  | For     | For       | Management  |
| 4    | Approve Executive Incentive Bonus Plan                         | For     | For       | Management  |
| 5    | Require Director Nominee with Environmental Experience         | Against | Against   | Shareholder |

GENERAL MOTORS COMPANY

Ticker: GM Security ID: 37045V100  
 Meeting Date: JUN 10, 2014 Meeting Type: Annual  
 Record Date: APR 11, 2014

| #  | Proposal   | Mgt Rec  | Vote Cast   | Sponsor     |
|----|--|----------|-------------|-------------|
| 1a | Elect Director Joseph J. Ashton                                | For      | For         | Management  |
| 1b | Elect Director Mary T. Barra                                   | For      | For         | Management  |
| 1c | Elect Director Erroll B. Davis, Jr.                            | For      | For         | Management  |
| 1d | Elect Director Stephen J. Girsky                               | For      | For         | Management  |
| 1e | Elect Director E. Neville Isdell                               | For      | For         | Management  |
| 1f | Elect Director Kathryn V. Marinello                            | For      | For         | Management  |
| 1g | Elect Director Michael G. Mullen                               | For      | For         | Management  |
| 1h | Elect Director James J. Mulva                                  | For      | For         | Management  |
| 1i | Elect Director Patricia F. Russo                               | For      | For         | Management  |
| 1j | Elect Director Thomas M. Schoewe                               | For      | For         | Management  |
| 1k | Elect Director Theodore M. Solso                               | For      | For         | Management  |
| 1l | Elect Director Carol M. Stephenson                             | For      | For         | Management  |
| 2  | Ratify Auditors  | For      | For         | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For         | Management  |
| 4  | Advisory Vote on Say on Pay Frequency                          | One Year | Three Years | Management  |
| 5  | Approve Executive Incentive Bonus Plan                         | For      | For         | Management  |
| 6  | Approve Omnibus Stock Plan                                     | For      | For         | Management  |
| 7  | Provide for Cumulative Voting                                  | Against  | Against     | Shareholder |
| 8  | Require Independent Board Chairman                             | Against  | Against     | Shareholder |

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 GOOGLE INC.

Ticker: GOOG Security ID: 38259P508  
 Meeting Date: MAY 14, 2014 Meeting Type: Annual  
 Record Date: MAR 17, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Larry Page  | For     | For       | Management  |
| 1.2  | Elect Director Sergey Brin   | For     | For       | Management  |
| 1.3  | Elect Director Eric E. Schmidt   | For     | For       | Management  |
| 1.4  | Elect Director L. John Doerr   | For     | For       | Management  |
| 1.5  | Elect Director Diane B. Greene   | For     | For       | Management  |
| 1.6  | Elect Director John L. Hennessy  | For     | For       | Management  |
| 1.7  | Elect Director Ann Mather  | For     | For       | Management  |
| 1.8  | Elect Director Paul S. Otellini  | For     | For       | Management  |
| 1.9  | Elect Director K. Ram Shriram  | For     | For       | Management  |
| 1.10 | Elect Director Shirley M. Tilghman                                     | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation         | For     | For       | Management  |
| 4    | Approve Recapitalization Plan for all Stock to Have One-vote per Share | Against | For       | Shareholder |
| 5    | Report on Lobbying Payments and Policy                                 | Against | Against   | Shareholder |
| 6    | Require a Majority Vote for the Election of Directors                  | Against | For       | Shareholder |
| 7    | Adopt Policy and Report on Impact of Tax Strategy                      | Against | Against   | Shareholder |
| 8    | Require Independent Board Chairman                                     | Against | Against   | Shareholder |

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 HOLLYFRONTIER CORPORATION

Ticker: HFC Security ID: 436106108  
 Meeting Date: MAY 14, 2014 Meeting Type: Annual  
 Record Date: MAR 17, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Douglas Y. Bech                                 | For     | For       | Management  |
| 1b | Elect Director Leldon E. Echols                                | For     | For       | Management  |
| 1c | Elect Director R. Kevin Hardage                                | For     | For       | Management  |
| 1d | Elect Director Michael C. Jennings                             | For     | For       | Management  |
| 1e | Elect Director Robert J. Kostelnik                             | For     | For       | Management  |
| 1f | Elect Director James H. Lee                                    | For     | For       | Management  |
| 1g | Elect Director Franklin Myers                                  | For     | For       | Management  |
| 1h | Elect Director Michael E. Rose                                 | For     | For       | Management  |
| 1i | Elect Director Tommy A. Valenta                                | For     | For       | Management  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3  | Ratify Auditors  | For     | For       | Management  |
| 4  | Adopt Quantitative GHG Goals for Products and Operations       | Against | Against   | Shareholder |

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 JAPAN AIRLINES CO. LTD.

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Ticker: 9201 Security ID: J25979121  
 Meeting Date: JUN 18, 2014 Meeting Type: Annual  
 Record Date: MAR 31, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1   | Approve Allocation of Income, with a Final Dividend of JPY 160     | For     | For       | Management |
| 2   | Amend Articles To Update Authorized Capital to Reflect Stock Split | For     | For       | Management |
| 3.1 | Elect Director Onishi, Masaru                                      | For     | For       | Management |
| 3.2 | Elect Director Ueki, Yoshiharu                                     | For     | For       | Management |
| 3.3 | Elect Director Sato, Nobuhiro                                      | For     | For       | Management |
| 3.4 | Elect Director Kamikawa, Hirohide                                  | For     | For       | Management |
| 3.5 | Elect Director Okawa, Junko  | For     | For       | Management |
| 3.6 | Elect Director Fujita, Tadashi                                     | For     | For       | Management |
| 3.7 | Elect Director Saito, Norikazu                                     | For     | For       | Management |
| 3.8 | Elect Director Kainaka, Tatsuo                                     | For     | For       | Management |
| 3.9 | Elect Director Iwata, Kimie  | For     | For       | Management |

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 JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 24, 2014 Meeting Type: Annual  
 Record Date: FEB 25, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Mary Sue Coleman                                | For     | For       | Management  |
| 1b | Elect Director James G. Cullen                                 | For     | For       | Management  |
| 1c | Elect Director Ian E. L. Davis                                 | For     | For       | Management  |
| 1d | Elect Director Alex Gorsky                                     | For     | For       | Management  |
| 1e | Elect Director Susan L. Lindquist                              | For     | For       | Management  |
| 1f | Elect Director Mark B. McClellan                               | For     | For       | Management  |
| 1g | Elect Director Anne M. Mulcahy                                 | For     | For       | Management  |
| 1h | Elect Director Leo F. Mullin                                   | For     | For       | Management  |
| 1i | Elect Director William D. Perez                                | For     | For       | Management  |
| 1j | Elect Director Charles Prince                                  | For     | For       | Management  |
| 1k | Elect Director A. Eugene Washington                            | For     | For       | Management  |
| 1l | Elect Director Ronald A. Williams                              | For     | For       | Management  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3  | Ratify Auditors  | For     | For       | Management  |
| 4  | Stock Retention/Holding Period                                 | Against | Against   | Shareholder |

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 JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 20, 2014 Meeting Type: Annual  
 Record Date: MAR 21, 2014

| #  | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|----|-----------------------------------|---------|-----------|------------|
| 1a | Elect Director Linda B. Bammann   | For     | For       | Management |
| 1b | Elect Director James A. Bell      | For     | For       | Management |
| 1c | Elect Director Crandall C. Bowles | For     | For       | Management |
| 1d | Elect Director Stephen B. Burke   | For     | For       | Management |
| 1e | Elect Director James S. Crown     | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 1f | Elect Director James Dimon  | For     | For     | Management  |
| 1g | Elect Director Timothy P. Flynn                                   | For     | For     | Management  |
| 1h | Elect Director Laban P. Jackson, Jr.                              | For     | For     | Management  |
| 1i | Elect Director Michael A. Neal                                    | For     | For     | Management  |
| 1j | Elect Director Lee R. Raymond                                     | For     | For     | Management  |
| 1k | Elect Director William C. Weldon                                  | For     | For     | Management  |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 3  | Ratify Auditors   | For     | For     | Management  |
| 4  | Report on Lobbying Payments and Policy                            | Against | Against | Shareholder |
| 5  | Amend Articles/Bylaws/Charter -- Call<br>Special Meetings         | Against | Against | Shareholder |
| 6  | Provide for Cumulative Voting                                     | Against | Against | Shareholder |

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LEGG MASON, INC.

Ticker: LM Security ID: 524901105  
 Meeting Date: JUL 23, 2013 Meeting Type: Annual  
 Record Date: MAY 23, 2013

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Dennis M. Kass                                     | For     | For       | Management |
| 1.2 | Elect Director John V. Murphy                                     | For     | For       | Management |
| 1.3 | Elect Director John H. Myers                                      | For     | For       | Management |
| 1.4 | Elect Director Nelson Peltz                                       | For     | For       | Management |
| 1.5 | Elect Director W. Allen Reed                                      | For     | For       | Management |
| 1.6 | Elect Director Joseph A. Sullivan                                 | For     | For       | Management |
| 2   | Amend Non-Employee Director Omnibus<br>Stock Plan                 | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 4   | Ratify Auditors   | For     | For       | Management |

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LEIDOS HOLDINGS, INC.

Ticker: LDOS Security ID: 525327102  
 Meeting Date: JUN 06, 2014 Meeting Type: Annual  
 Record Date: APR 09, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director David G. Fubini                                    | For     | For       | Management |
| 1b | Elect Director John J. Hamre                                      | For     | For       | Management |
| 1c | Elect Director Miriam E. John                                     | For     | For       | Management |
| 1d | Elect Director John P. Jumper                                     | For     | For       | Management |
| 1e | Elect Director Harry M.J. Kraemer, Jr.                            | For     | For       | Management |
| 1f | Elect Director Lawrence C. Nussdorf                               | For     | For       | Management |
| 1g | Elect Director Robert S. Shapard                                  | For     | For       | Management |
| 1h | Elect Director Noel B. Williams                                   | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify Auditors   | For     | For       | Management |

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LINN ENERGY, LLC

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Ticker: LINE Security ID: 536020100  
 Meeting Date: DEC 16, 2013 Meeting Type: Annual  
 Record Date: NOV 14, 2013

| #   | Proposal                                    | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director George A. Alcorn             | For     | For       | Management |
| 1.2 | Elect Director David D. Dunlap              | For     | For       | Management |
| 1.3 | Elect Director Mark E. Ellis                | For     | For       | Management |
| 1.4 | Elect Director Michael C. Linn              | For     | For       | Management |
| 1.5 | Elect Director Joseph P. McCoy              | For     | For       | Management |
| 1.6 | Elect Director Jeffrey C. Swoveland         | For     | For       | Management |
| 2   | Ratify Auditors                             | For     | For       | Management |
| 3   | Issue Shares in Connection with Acquisition | For     | For       | Management |
| 4   | Amend Omnibus Stock Plan                    | For     | For       | Management |
| 5   | Adjourn Meeting                             | For     | For       | Management |

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 LINN ENERGY, LLC

Ticker: LINE Security ID: 536020100  
 Meeting Date: APR 22, 2014 Meeting Type: Annual  
 Record Date: MAR 03, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Mark E. Ellis                                   | For     | For       | Management |
| 1.2 | Elect Director David D. Dunlap                                 | For     | For       | Management |
| 1.3 | Elect Director Stephen J. Hadden                               | For     | For       | Management |
| 1.4 | Elect Director Michael C. Linn                                 | For     | Withhold  | Management |
| 1.5 | Elect Director Joseph P. McCoy                                 | For     | For       | Management |
| 1.6 | Elect Director Jeffrey C. Swoveland                            | For     | For       | Management |
| 2   | Ratify Auditors  | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

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 MARATHON PETROLEUM CORPORATION

Ticker: MPC Security ID: 56585A102  
 Meeting Date: APR 30, 2014 Meeting Type: Annual  
 Record Date: MAR 03, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Steven A. Davis                                 | For     | For       | Management  |
| 1b | Elect Director Gary R. Heminger                                | For     | For       | Management  |
| 1c | Elect Director John W. Snow                                    | For     | For       | Management  |
| 1d | Elect Director John P. Surma                                   | For     | For       | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Adopt Quantitative GHG Goals for Products and Operations       | Against | Against   | Shareholder |
| 5  | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |

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MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105  
 Meeting Date: MAY 27, 2014 Meeting Type: Annual  
 Record Date: MAR 31, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Leslie A. Brun                                  | For     | For       | Management  |
| 1b | Elect Director Thomas R. Cech                                  | For     | For       | Management  |
| 1c | Elect Director Kenneth C. Frazier                              | For     | For       | Management  |
| 1d | Elect Director Thomas H. Glocer                                | For     | For       | Management  |
| 1e | Elect Director William B. Harrison, Jr.                        | For     | For       | Management  |
| 1f | Elect Director C. Robert Kidder                                | For     | For       | Management  |
| 1g | Elect Director Rochelle B. Lazarus                             | For     | For       | Management  |
| 1h | Elect Director Carlos E. Represas                              | For     | For       | Management  |
| 1i | Elect Director Patricia F. Russo                               | For     | For       | Management  |
| 1j | Elect Director Craig B. Thompson                               | For     | For       | Management  |
| 1k | Elect Director Wendell P. Weeks                                | For     | For       | Management  |
| 1l | Elect Director Peter C. Wendell                                | For     | For       | Management  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3  | Ratify Auditors  | For     | For       | Management  |
| 4  | Provide Right to Act by Written Consent                        | Against | Against   | Shareholder |
| 5  | Amend Articles/Bylaws/Charter -- Call Special Meetings         | Against | Against   | Shareholder |

METRO AG

Ticker: MEO Security ID: D53968125  
 Meeting Date: FEB 12, 2014 Meeting Type: Annual  
 Record Date: JAN 21, 2014

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Receive Financial Statements and Statutory Reports for the Abbreviated Fiscal Year 2013 (Non-Voting) | None    | None      | Management |
| 2 | Approve Allocation of Income and Omission of Dividends   | For     | For       | Management |
| 3 | Approve Discharge of Management Board for Abbreviated Fiscal Year 2013                               | For     | For       | Management |
| 4 | Approve Discharge of Supervisory Board for Abbreviated Fiscal Year 2013                              | For     | For       | Management |
| 5 | Ratify KPMG AG as Auditors for Fiscal 2013/2014  | For     | For       | Management |
| 6 | Elect Fredy Raas to the Supervisory Board  | For     | For       | Management |
| 7 | Approve Remuneration System for Management Board Members   | For     | For       | Management |

NEXSTAR BROADCASTING GROUP, INC.

Ticker: NXST Security ID: 65336K103  
 Meeting Date: JUN 11, 2014 Meeting Type: Annual  
 Record Date: APR 07, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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|     |                                   |     |     |            |
|-----|-----------------------------------|-----|-----|------------|
| 1.1 | Elect Director I. Martin Pompadur | For | For | Management |
| 1.2 | Elect Director Dennis A. Miller   | For | For | Management |
| 2   | Ratify Auditors                   | For | For | Management |

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### NOBLE CORPORATION

Ticker: NE Security ID: H5833N103  
 Meeting Date: OCT 11, 2013 Meeting Type: Special  
 Record Date: SEP 23, 2013

| # | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Change Jurisdiction of Incorporation | For     | For       | Management |

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### NOBLE CORPORATION PLC

Ticker: NE Security ID: G65431101  
 Meeting Date: JUN 10, 2014 Meeting Type: Annual  
 Record Date: APR 25, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Elect Director Scott D. Josey  | For     | For       | Management |
| 2  | Elect Director Jon A. Marshall   | For     | For       | Management |
| 3  | Elect Director Mary P. Ricciardello  | For     | Against   | Management |
| 4  | Ratify PricewaterhouseCoopers LLP as Independent Registered Public Accounting Firm | For     | For       | Management |
| 5  | Ratify PricewaterhouseCoopers LLP as Statutory Auditor                             | For     | For       | Management |
| 6  | Authorize Audit Committee to Fix Remuneration of Statutory Auditors                | For     | For       | Management |
| 7  | Advisory Vote to Ratify Named Executive Officers' Compensation                     | For     | For       | Management |
| 8  | Advisory Vote to Ratify Directors' Compensation Report                             | For     | For       | Management |
| 9  | Approve Remuneration Policy  | For     | For       | Management |
| 10 | Approve Dividends  | For     | For       | Management |
| 11 | Declassify the Board of Directors  | For     | For       | Management |

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### NOVARTIS AG

Ticker: NOVN Security ID: 66987V109  
 Meeting Date: FEB 25, 2014 Meeting Type: Annual  
 Record Date: JAN 16, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1   | Accept Financial Statements and Statutory Reports                  | For     | For       | Management |
| 2   | Approve Discharge of Board and Senior Management                   | For     | For       | Management |
| 3   | Approve Allocation of Income and Dividends of CHF 2.45 per Share   | For     | For       | Management |
| 4.1 | Approve Remuneration of Directors in the Amount of CHF 8.0 Million | For     | For       | Management |

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| (Non-Binding) |  |     |         |            |
|---------------|--|-----|---------|------------|
| 4.2           | Approve Remuneration of Executive Committee in the Amount of CHF 67.7 Million for Performance Cycle 2013 | For | For     | Management |
| (Non-Binding) |  |     |         |            |
| 5.1           | Reelect Joerg Reinhardt as Director and Chairman of the Board of Directors                               | For | For     | Management |
| 5.2           | Reelect Dimitri Azar as Director   | For | For     | Management |
| 5.3           | Reelect Verena Briner as Director  | For | For     | Management |
| 5.4           | Reelect Srikant Datar as Director  | For | For     | Management |
| 5.5           | Reelect Ann Fudge as Director  | For | For     | Management |
| 5.6           | Reelect Pierre Landolt as Director   | For | For     | Management |
| 5.7           | Reelect Ulrich Lehner as Director  | For | For     | Management |
| 5.8           | Reelect Andreas von Planta as Director   | For | For     | Management |
| 5.9           | Reelect Charles Sawyers as Director  | For | For     | Management |
| 5.10          | Reelect Enrico Vanni as Director   | For | For     | Management |
| 5.11          | Reelect William Winters as Director  | For | For     | Management |
| 6.1           | Elect Srikant Datar as Member of the Compensation Committee  | For | For     | Management |
| 6.2           | Elect Ann Fudge as Member of the Compensation Committee  | For | For     | Management |
| 6.3           | Elect Ulrich Lehner as Member of the Compensation Committee  | For | For     | Management |
| 6.4           | Elect Enrico Vanni as Member of the Compensation Committee   | For | For     | Management |
| 7             | Ratify PricewaterhouseCoopers AG as Auditors   | For | For     | Management |
| 8             | Designate Peter Andreas Zahn as Independent Proxy  | For | For     | Management |
| 9             | Additional And/or Counter-proposals Presented At The Meeting   | For | Against | Management |

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: OCT 31, 2013 Meeting Type: Annual  
 Record Date: SEP 03, 2013

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Jeffrey S. Berg                                 | For     | For       | Management  |
| 1.2  | Elect Director H. Raymond Bingham                              | For     | Withhold  | Management  |
| 1.3  | Elect Director Michael J. Boskin                               | For     | For       | Management  |
| 1.4  | Elect Director Safra A. Catz                                   | For     | For       | Management  |
| 1.5  | Elect Director Bruce R. Chizen                                 | For     | For       | Management  |
| 1.6  | Elect Director George H. Conrades                              | For     | For       | Management  |
| 1.7  | Elect Director Lawrence J. Ellison                             | For     | For       | Management  |
| 1.8  | Elect Director Hector Garcia-Molina                            | For     | For       | Management  |
| 1.9  | Elect Director Jeffrey O. Henley                               | For     | For       | Management  |
| 1.10 | Elect Director Mark V. Hurd                                    | For     | For       | Management  |
| 1.11 | Elect Director Naomi O. Seligman                               | For     | For       | Management  |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | Against   | Management  |
| 3    | Amend Omnibus Stock Plan                                       | For     | For       | Management  |
| 4    | Ratify Auditors  | For     | For       | Management  |
| 5    | Establish Human Rights Committee                               | Against | Against   | Shareholder |
| 6    | Require Independent Board Chairman                             | Against | For       | Shareholder |
| 7    | Provide Vote Counting to Exclude Abstentions                   | Against | Against   | Shareholder |
| 8    | Adopt Multiple Performance Metrics                             | Against | Against   | Shareholder |

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9 Under Executive Incentive Plans  
Require Shareholder Approval of Quantifiable Performance Metrics      Against      Against      Shareholder

OWENS CORNING

Ticker:            OC                            Security ID: 690742101  
Meeting Date: APR 17, 2014      Meeting Type: Annual  
Record Date: FEB 26, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Ann Iverson                                     | For     | For       | Management |
| 1.2 | Elect Director Edward F. Lonergan                              | For     | For       | Management |
| 1.3 | Elect Director John D. Williams                                | For     | For       | Management |
| 2   | Ratify Auditors  | For     | For       | Management |
| 3   | Declassify the Board of Directors                              | For     | For       | Management |
| 4   | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |

PBF ENERGY INC.

Ticker:            PBF                            Security ID: 69318G106  
Meeting Date: MAY 21, 2014      Meeting Type: Annual  
Record Date: MAR 25, 2014

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas D. O'Malley | For     | For       | Management |
| 1.2 | Elect Director Spencer Abraham    | For     | For       | Management |
| 1.3 | Elect Director Jefferson F. Allen | For     | For       | Management |
| 1.4 | Elect Director Martin J. Brand    | For     | For       | Management |
| 1.5 | Elect Director Wayne A. Budd      | For     | For       | Management |
| 1.6 | Elect Director David I. Foley     | For     | For       | Management |
| 1.7 | Elect Director Dennis M. Houston  | For     | For       | Management |
| 1.8 | Elect Director Edward F. Kosnik   | For     | For       | Management |
| 2   | Ratify Auditors                   | For     | For       | Management |

PEPSICO, INC.

Ticker:            PEP                            Security ID: 713448108  
Meeting Date: MAY 07, 2014      Meeting Type: Annual  
Record Date: FEB 28, 2014

| #  | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Shona L. Brown           | For     | For       | Management |
| 1b | Elect Director George W. Buckley        | For     | For       | Management |
| 1c | Elect Director Ian M. Cook              | For     | For       | Management |
| 1d | Elect Director Dina Dublon              | For     | For       | Management |
| 1e | Elect Director Rona A. Fairhead         | For     | For       | Management |
| 1f | Elect Director Ray L. Hunt              | For     | For       | Management |
| 1g | Elect Director Alberto Ibarguen         | For     | For       | Management |
| 1h | Elect Director Indra K. Nooyi           | For     | For       | Management |
| 1i | Elect Director Sharon Percy Rockefeller | For     | For       | Management |
| 1j | Elect Director James J. Schiro          | For     | For       | Management |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 1k | Elect Director Lloyd G. Trotter                                    | For     | For     | Management  |
| 1l | Elect Director Daniel Vasella                                      | For     | For     | Management  |
| 1m | Elect Director Alberto Weisser                                     | For     | For     | Management  |
| 2  | Ratify Auditors  | For     | For     | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation     | For     | For     | Management  |
| 4  | Amend Executive Incentive Bonus Plan                               | For     | For     | Management  |
| 5  | Require Shareholder Vote to Approve Political Contributions Policy | Against | Against | Shareholder |
| 6  | Stock Retention/Holding Period                                     | Against | Against | Shareholder |

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PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 24, 2014 Meeting Type: Annual  
 Record Date: FEB 26, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Dennis A. Ausiello                                  | For     | For       | Management  |
| 1.2  | Elect Director W. Don Cornwell                                     | For     | For       | Management  |
| 1.3  | Elect Director Frances D. Fergusson                                | For     | For       | Management  |
| 1.4  | Elect Director Helen H. Hobbs                                      | For     | For       | Management  |
| 1.5  | Elect Director Constance J. Horner                                 | For     | For       | Management  |
| 1.6  | Elect Director James M. Kilts                                      | For     | For       | Management  |
| 1.7  | Elect Director George A. Lorch                                     | For     | For       | Management  |
| 1.8  | Elect Director Shantanu Narayan                                    | For     | For       | Management  |
| 1.9  | Elect Director Suzanne Nora Johnson                                | For     | For       | Management  |
| 1.10 | Elect Director Ian C. Read   | For     | For       | Management  |
| 1.11 | Elect Director Stephen W. Sanger                                   | For     | For       | Management  |
| 1.12 | Elect Director Marc Tessier-Lavigne                                | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation     | For     | For       | Management  |
| 4    | Approve Omnibus Stock Plan   | For     | For       | Management  |
| 5    | Require Shareholder Vote to Approve Political Contributions Policy | Against | Against   | Shareholder |
| 6    | Review and Assess Membership of Lobbying Organizations             | Against | Against   | Shareholder |
| 7    | Provide Right to Act by Written Consent                            | Against | Against   | Shareholder |

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QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 04, 2014 Meeting Type: Annual  
 Record Date: JAN 06, 2014

| #  | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|----|--------------------------------------|---------|-----------|------------|
| 1a | Elect Director Barbara T. Alexander  | For     | For       | Management |
| 1b | Elect Director Donald G. Cruickshank | For     | For       | Management |
| 1c | Elect Director Raymond V. Dittamore  | For     | For       | Management |
| 1d | Elect Director Susan Hockfield       | For     | For       | Management |
| 1e | Elect Director Thomas W. Horton      | For     | For       | Management |
| 1f | Elect Director Paul E. Jacobs        | For     | For       | Management |
| 1g | Elect Director Sherry Lansing        | For     | For       | Management |
| 1h | Elect Director Steven M. Mollenkopf  | For     | For       | Management |
| 1i | Elect Director Duane A. Nelles       | For     | For       | Management |

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|    |  |          |             |            |
|----|--|----------|-------------|------------|
| 1j | Elect Director Clark T. 'Sandy' Randt, Jr.                     | For      | For         | Management |
| 1k | Elect Director Francisco Ros                                   | For      | For         | Management |
| 1l | Elect Director Jonathan J. Rubinstein                          | For      | For         | Management |
| 1m | Elect Director Brent Scowcroft                                 | For      | For         | Management |
| 1n | Elect Director Marc I. Stern                                   | For      | For         | Management |
| 2  | Ratify Auditors  | For      | For         | Management |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For      | For         | Management |
| 4  | Advisory Vote on Say on Pay Frequency                          | One Year | Three Years | Management |

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RENAULT

Ticker: RNO Security ID: F77098105  
 Meeting Date: APR 30, 2014 Meeting Type: Annual/Special  
 Record Date: APR 24, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Approve Financial Statements and Statutory Reports   | For     | For       | Management |
| 2  | Approve Consolidated Financial Statements and Statutory Reports  | For     | For       | Management |
| 3  | Approve Allocation of Income and Dividends of EUR 1.72 per Share   | For     | For       | Management |
| 4  | Approve Auditors' Special Report on Related-Party Transactions   | For     | For       | Management |
| 5  | Acknowledge Auditor's Special Reports Re: Remuneration of Redeemable Shares  | For     | For       | Management |
| 6  | Reelect Carlos Ghosn as Director   | For     | For       | Management |
| 7  | Approve Additional Pension Scheme Agreement with Carlos Ghosn  | For     | For       | Management |
| 8  | Advisory Vote on Compensation of Carlos Ghosn, Chairman and CEO  | For     | For       | Management |
| 9  | Reelect Marc Ladreit de Lacharriere as Director  | For     | For       | Management |
| 10 | Reelect Franck Riboud as Director  | For     | For       | Management |
| 11 | Reelect Hiroto Saikawa as Director   | For     | For       | Management |
| 12 | Reelect Pascale Sourisse as Director   | For     | For       | Management |
| 13 | Elect Patrick Thomas as Director   | For     | For       | Management |
| 14 | Renew Appointment of Ernst and Young Audit as Auditor and Auditex as Alternate Auditor   | For     | For       | Management |
| 15 | Appoint KPMG S.A. as Auditor and KPMG Audit ID S.A.S. as Alternate Auditor   | For     | For       | Management |
| 16 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital   | For     | For       | Management |
| 17 | Authorize Decrease in Share Capital via Cancellation of Repurchased Shares   | For     | For       | Management |
| 18 | Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 350 Million    | For     | For       | Management |
| 19 | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million | For     | For       | Management |
| 20 | Approve Issuance of Equity or Equity-Linked Securities for up to 20 Percent of Issued Capital Per Year for                           | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
|    | Private Placement, up to Aggregate<br>Nominal Amount of EUR 60 Million                                     |     |     |            |
| 21 | Authorize Capital Increase of Up to<br>EUR 120 Million for Future Exchange<br>Offers                       | For | For | Management |
| 22 | Authorize Capital Increase of up to 10<br>Percent of Issued Capital for<br>Contributions in Kind           | For | For | Management |
| 23 | Authorize Capitalization of Reserves<br>of Up to EUR 1 Billion for Bonus Issue<br>or Increase in Par Value | For | For | Management |
| 24 | Authorize Capital Issuances for Use in<br>Employee Stock Purchase Plans                                    | For | For | Management |
| 25 | Authorize Filing of Required<br>Documents/Other Formalities  | For | For | Management |

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SCIENCE APPLICATIONS INTERNATIONAL CORPORATION

Ticker: SAIC Security ID: 808625107  
 Meeting Date: JUN 04, 2014 Meeting Type: Annual  
 Record Date: APR 09, 2014

| #  | Proposal  | Mgt Rec  | Vote Cast   | Sponsor    |
|----|---|----------|-------------|------------|
| 1a | Elect Director Robert A. Bedingfield                              | For      | For         | Management |
| 1b | Elect Director Jere A. Drummond                                   | For      | For         | Management |
| 1c | Elect Director Thomas F. Frist, III                               | For      | For         | Management |
| 1d | Elect Director John J. Hamre                                      | For      | For         | Management |
| 1e | Elect Director Anthony J. Moraco                                  | For      | For         | Management |
| 1f | Elect Director Donna S. Morea                                     | For      | For         | Management |
| 1g | Elect Director Edward J. Sanderson, Jr.                           | For      | For         | Management |
| 1h | Elect Director Steven R. Shane                                    | For      | For         | Management |
| 2  | Amend Omnibus Stock Plan  | For      | For         | Management |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For      | For         | Management |
| 4  | Advisory Vote on Say on Pay Frequency                             | One Year | Three Years | Management |
| 5  | Ratify Auditors   | For      | For         | Management |

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SINCLAIR BROADCAST GROUP, INC.

Ticker: SBGI Security ID: 829226109  
 Meeting Date: JUN 05, 2014 Meeting Type: Annual  
 Record Date: MAR 18, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director David D. Smith                                     | For     | For       | Management |
| 1.2 | Elect Director Frederick G. Smith                                 | For     | For       | Management |
| 1.3 | Elect Director J. Duncan Smith                                    | For     | For       | Management |
| 1.4 | Elect Director Robert E. Smith                                    | For     | For       | Management |
| 1.5 | Elect Director Lawrence E. McCanna                                | For     | For       | Management |
| 1.6 | Elect Director Daniel C. Keith                                    | For     | Withhold  | Management |
| 1.7 | Elect Director Martin R. Leader                                   | For     | For       | Management |
| 2   | Ratify Auditors   | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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SPRINGLEAF HOLDINGS INC.

Ticker: LEAF Security ID: 85172J101  
 Meeting Date: MAY 28, 2014 Meeting Type: Annual  
 Record Date: APR 01, 2014

| #   | Proposal   | Mgt Rec     | Vote Cast   | Sponsor    |
|-----|--|-------------|-------------|------------|
| 1.1 | Elect Director Jay N. Levine                                   | For         | For         | Management |
| 1.2 | Elect Director Roy A. Guthrie                                  | For         | For         | Management |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For         | For         | Management |
| 3   | Advisory Vote on Say on Pay Frequency                          | Three Years | Three Years | Management |
| 4   | Ratify Auditors  | For         | For         | Management |

SUNCOR ENERGY INC

Ticker: SU Security ID: 867224107  
 Meeting Date: APR 29, 2014 Meeting Type: Annual  
 Record Date: MAR 03, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Mel E. Benson   | For     | For       | Management |
| 1.2  | Elect Director Dominic D'Alessandro  | For     | For       | Management |
| 1.3  | Elect Director W. Douglas Ford   | For     | For       | Management |
| 1.4  | Elect Director John D. Gass  | For     | For       | Management |
| 1.5  | Elect Director Paul Haseldonckx  | For     | For       | Management |
| 1.6  | Elect Director John R. Huff  | For     | For       | Management |
| 1.7  | Elect Director Jacques Lamarre   | For     | For       | Management |
| 1.8  | Elect Director Maureen McCaw   | For     | For       | Management |
| 1.9  | Elect Director Michael W. O'Brien  | For     | For       | Management |
| 1.10 | Elect Director James W. Simpson  | For     | For       | Management |
| 1.11 | Elect Director Eira M. Thomas  | For     | For       | Management |
| 1.12 | Elect Director Steven W. Williams  | For     | For       | Management |
| 1.13 | Elect Director Michael M. Wilson   | For     | For       | Management |
| 2    | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | For     | For       | Management |
| 3    | Advisory Vote on Executive Compensation Approach   | For     | For       | Management |

TEMPUR SEALY INTERNATIONAL, INC.

Ticker: TPX Security ID: 88023U101  
 Meeting Date: MAY 07, 2014 Meeting Type: Annual  
 Record Date: MAR 10, 2014

| #  | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|----|-----------------------------------|---------|-----------|------------|
| 1a | Elect Director Evelyn S. Dilsaver | For     | For       | Management |
| 1b | Elect Director Frank Doyle        | For     | For       | Management |
| 1c | Elect Director John A. Heil       | For     | For       | Management |
| 1d | Elect Director Peter K. Hoffman   | For     | For       | Management |
| 1e | Elect Director Paul Judge         | For     | For       | Management |
| 1f | Elect Director Nancy F. Koehn     | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 1g | Elect Director Christopher A. Masto                            | For | For | Management |
| 1h | Elect Director P. Andrews McLane                               | For | For | Management |
| 1i | Elect Director Lawrence J. Rogers                              | For | For | Management |
| 1j | Elect Director Mark Sarvary                                    | For | For | Management |
| 1k | Elect Director Robert B. Trussell, Jr.                         | For | For | Management |
| 2  | Ratify Auditors  | For | For | Management |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

### THE ALLSTATE CORPORATION

Ticker: ALL Security ID: 020002101  
 Meeting Date: MAY 20, 2014 Meeting Type: Annual  
 Record Date: MAR 21, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director F. Duane Ackerman                               | For     | For       | Management  |
| 1b | Elect Director Robert D. Beyer                                 | For     | For       | Management  |
| 1c | Elect Director Kermit R. Crawford                              | For     | For       | Management  |
| 1d | Elect Director Jack M. Greenberg                               | For     | For       | Management  |
| 1e | Elect Director Herbert L. Henkel                               | For     | For       | Management  |
| 1f | Elect Director Siddharth N. (Bobby) Mehta                      | For     | For       | Management  |
| 1g | Elect Director Andrea Redmond                                  | For     | For       | Management  |
| 1h | Elect Director John W. Rowe                                    | For     | For       | Management  |
| 1i | Elect Director Judith A. Sprieser                              | For     | Against   | Management  |
| 1j | Elect Director Mary Alice Taylor                               | For     | For       | Management  |
| 1k | Elect Director Thomas J. Wilson                                | For     | For       | Management  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3  | Approve Executive Incentive Bonus Plan                         | For     | For       | Management  |
| 4  | Ratify Auditors  | For     | For       | Management  |
| 5  | Stock Retention/Holding Period                                 | Against | Against   | Shareholder |
| 6  | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |
| 7  | Report on Political Contributions                              | Against | Against   | Shareholder |

### THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 08, 2013 Meeting Type: Annual  
 Record Date: AUG 09, 2013

| #  | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|----|---------------------------------------|---------|-----------|------------|
| 1a | Elect Director Angela F. Braly        | For     | For       | Management |
| 1b | Elect Director Kenneth I. Chenault    | For     | For       | Management |
| 1c | Elect Director Scott D. Cook          | For     | For       | Management |
| 1d | Elect Director Susan Desmond-Hellmann | For     | For       | Management |
| 1e | Elect Director A.G. Lafley            | For     | For       | Management |
| 1f | Elect Director Terry J. Lundgren      | For     | For       | Management |
| 1g | Elect Director W. James McNerney, Jr. | For     | For       | Management |
| 1h | Elect Director Margaret C. Whitman    | For     | For       | Management |
| 1i | Elect Director Mary Agnes Wilderotter | For     | For       | Management |
| 1j | Elect Director Patricia A. Woertz     | For     | For       | Management |
| 1k | Elect Director Ernesto Zedillo        | For     | For       | Management |
| 2  | Ratify Auditors                       | For     | For       | Management |
| 3  | Reduce Supermajority Vote Requirement | For     | For       | Management |

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|   |  |     |     |            |
|---|--|-----|-----|------------|
| 4 | Approve Non-Employee Director Omnibus Stock Plan               | For | For | Management |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

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THE WALT DISNEY COMPANY

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 18, 2014 Meeting Type: Annual  
 Record Date: JAN 17, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Susan E. Arnold                                 | For     | For       | Management  |
| 1b | Elect Director John S. Chen                                    | For     | For       | Management  |
| 1c | Elect Director Jack Dorsey                                     | For     | For       | Management  |
| 1d | Elect Director Robert A. Iger                                  | For     | For       | Management  |
| 1e | Elect Director Fred H. Langhammer                              | For     | For       | Management  |
| 1f | Elect Director Aylwin B. Lewis                                 | For     | For       | Management  |
| 1g | Elect Director Monica C. Lozano                                | For     | For       | Management  |
| 1h | Elect Director Robert W. Matschullat                           | For     | For       | Management  |
| 1i | Elect Director Sheryl K. Sandberg                              | For     | For       | Management  |
| 1j | Elect Director Orin C. Smith                                   | For     | For       | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Provide Right to Call Special Meeting                          | For     | For       | Management  |
| 5  | Adopt Proxy Access Right                                       | Against | For       | Shareholder |
| 6  | Pro-rata Vesting of Equity Awards                              | Against | Against   | Shareholder |

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U.S. BANCORP

Ticker: USB Security ID: 902973304  
 Meeting Date: APR 15, 2014 Meeting Type: Annual  
 Record Date: FEB 18, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Douglas M. Baker, Jr.                           | For     | For       | Management  |
| 1b | Elect Director Y. Marc Belton                                  | For     | For       | Management  |
| 1c | Elect Director Victoria Buyniski Gluckman                      | For     | For       | Management  |
| 1d | Elect Director Arthur D. Collins, Jr.                          | For     | For       | Management  |
| 1e | Elect Director Richard K. Davis                                | For     | For       | Management  |
| 1f | Elect Director Roland A. Hernandez                             | For     | For       | Management  |
| 1g | Elect Director Doreen Woo Ho                                   | For     | For       | Management  |
| 1h | Elect Director Joel W. Johnson                                 | For     | For       | Management  |
| 1i | Elect Director Olivia F. Kirtley                               | For     | For       | Management  |
| 1j | Elect Director Jerry W. Levin                                  | For     | For       | Management  |
| 1k | Elect Director David B. O'Maley                                | For     | For       | Management  |
| 1l | Elect Director O'dell M. Owens                                 | For     | For       | Management  |
| 1m | Elect Director Craig D. Schnuck                                | For     | For       | Management  |
| 1n | Elect Director Patrick T. Stokes                               | For     | For       | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 4  | Require Independent Board Chairman                             | Against | Against   | Shareholder |

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UNILEVER NV

Ticker: UNA Security ID: 904784709  
 Meeting Date: MAY 14, 2014 Meeting Type: Annual  
 Record Date: APR 16, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Receive Report of Management Board (Non-Voting)  | None    | None      | Management |
| 2  | Discuss Remuneration Report Containing Remuneration Policy for Management Board Members  | None    | None      | Management |
| 3  | Approve Remuneration Policy  | For     | For       | Management |
| 4  | Approve Financial Statements and Allocation of Income  | For     | For       | Management |
| 5  | Approve Discharge of Executive Board Members   | For     | For       | Management |
| 6  | Approve Discharge of Non-Executive Board Members   | For     | For       | Management |
| 7  | Reelect P.G.J.M. Polman as an Executive Director   | For     | For       | Management |
| 8  | Reelect R.J-M.S. Huet as an Executive Director   | For     | For       | Management |
| 9  | Reelect L.M. Cha as a Non-Executive Director   | For     | For       | Management |
| 10 | Reelect L.O. Fresco as a Non-Executive Director  | For     | For       | Management |
| 11 | Reelect A.M. Fudge as a Non-Executive Director   | For     | For       | Management |
| 12 | Reelect B.E. Grote as a Non-Executive Director   | For     | For       | Management |
| 13 | Reelect M.Ma as a Non-Executive Director   | For     | For       | Management |
| 14 | Reelect H. Nyasulu as a Non-Executive Director   | For     | For       | Management |
| 15 | Reelect M. Rifkind as a Non-Executive Director   | For     | For       | Management |
| 16 | Reelect J. Rishton as a Non-Executive Director   | For     | For       | Management |
| 17 | Reelect K.J. Storm as a Non-Executive Director   | For     | For       | Management |
| 18 | Reelect M. Treschow as a Non-Executive Director  | For     | For       | Management |
| 19 | Reelect P.S. Walsh as a Non-Executive Director   | For     | For       | Management |
| 20 | Elect F Sijbesma as a Non-Executive Director   | For     | For       | Management |
| 21 | Ratify KPMG as Auditors  | For     | For       | Management |
| 22 | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights | For     | For       | Management |
| 23 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital   | For     | For       | Management |
| 24 | Approve Cancellation of Repurchased Shares   | For     | For       | Management |
| 25 | Allow Questions and Close Meeting  | None    | None      | Management |

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 UNITED CONTINENTAL HOLDINGS, INC.

Ticker: UAL Security ID: 910047109  
 Meeting Date: JUN 11, 2014 Meeting Type: Annual  
 Record Date: APR 14, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Carolyn Corvi                                   | For     | For       | Management |
| 1.2  | Elect Director Jane C. Garvey                                  | For     | For       | Management |
| 1.3  | Elect Director Walter Isaacson                                 | For     | For       | Management |
| 1.4  | Elect Director Henry L. Meyer, III                             | For     | For       | Management |
| 1.5  | Elect Director Oscar Munoz                                     | For     | For       | Management |
| 1.6  | Elect Director William R. Nuti                                 | For     | For       | Management |
| 1.7  | Elect Director Laurence E. Simmons                             | For     | For       | Management |
| 1.8  | Elect Director Jeffery A. Smisek                               | For     | For       | Management |
| 1.9  | Elect Director David J. Vitale                                 | For     | For       | Management |
| 1.10 | Elect Director John H. Walker                                  | For     | For       | Management |
| 1.11 | Elect Director Charles A. Yamarone                             | For     | For       | Management |
| 2    | Ratify Auditors  | For     | For       | Management |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 4    | Amend Non-Employee Director Omnibus Stock Plan                 | For     | For       | Management |

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 UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102  
 Meeting Date: JUN 02, 2014 Meeting Type: Annual  
 Record Date: APR 04, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director William C. Ballard, Jr.                         | For     | For       | Management  |
| 1b | Elect Director Edson Bueno                                     | For     | For       | Management  |
| 1c | Elect Director Richard T. Burke                                | For     | For       | Management  |
| 1d | Elect Director Robert J. Darretta                              | For     | For       | Management  |
| 1e | Elect Director Stephen J. Hemsley                              | For     | For       | Management  |
| 1f | Elect Director Michele J. Hooper                               | For     | For       | Management  |
| 1g | Elect Director Rodger A. Lawson                                | For     | For       | Management  |
| 1h | Elect Director Douglas W. Leatherdale                          | For     | For       | Management  |
| 1i | Elect Director Glenn M. Renwick                                | For     | For       | Management  |
| 1j | Elect Director Kenneth I. Shine                                | For     | For       | Management  |
| 1k | Elect Director Gail R. Wilensky                                | For     | For       | Management  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3  | Ratify Auditors  | For     | For       | Management  |
| 4  | Provide for Cumulative Voting                                  | Against | Against   | Shareholder |
| 5  | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |

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 VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104  
 Meeting Date: MAY 01, 2014 Meeting Type: Annual  
 Record Date: MAR 03, 2014

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| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Shellye L. Archambeau                               | For     | For       | Management  |
| 1.2  | Elect Director Richard L. Carrion                                  | For     | For       | Management  |
| 1.3  | Elect Director Melanie L. Healey                                   | For     | For       | Management  |
| 1.4  | Elect Director M. Frances Keeth                                    | For     | For       | Management  |
| 1.5  | Elect Director Robert W. Lane                                      | For     | For       | Management  |
| 1.6  | Elect Director Lowell C. McAdam                                    | For     | For       | Management  |
| 1.7  | Elect Director Donald T. Nicolaisen                                | For     | For       | Management  |
| 1.8  | Elect Director Clarence Otis, Jr.                                  | For     | For       | Management  |
| 1.9  | Elect Director Rodney E. Slater                                    | For     | For       | Management  |
| 1.10 | Elect Director Kathryn A. Tesija                                   | For     | For       | Management  |
| 1.11 | Elect Director Gregory D. Wasson                                   | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation     | For     | For       | Management  |
| 4    | Provide Proxy Access Right   | For     | For       | Management  |
| 5    | Report on Net Neutrality   | Against | Against   | Shareholder |
| 6    | Report on Lobbying Payments and Policy                             | Against | Against   | Shareholder |
| 7    | Submit Severance Agreement (Change-in-Control) to Shareholder Vote | Against | Against   | Shareholder |
| 8    | Amend Articles/Bylaws/Charter -- Call Special Meetings             | Against | Against   | Shareholder |
| 9    | Provide Right to Act by Written Consent                            | Against | Against   | Shareholder |
| 10   | Approve Proxy Voting Authority                                     | Against | Against   | Shareholder |

VISA INC.

Ticker: V Security ID: 92826C839  
 Meeting Date: JAN 29, 2014 Meeting Type: Annual  
 Record Date: DEC 03, 2013

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Mary B. Cranston                                | For     | For       | Management |
| 1b | Elect Director Francisco Javier Fernandez-Carbajal             | For     | Against   | Management |
| 1c | Elect Director Alfred F. Kelly, Jr.                            | For     | For       | Management |
| 1d | Elect Director Robert W. Matschullat                           | For     | For       | Management |
| 1e | Elect Director Cathy E. Minehan                                | For     | For       | Management |
| 1f | Elect Director Suzanne Nora Johnson                            | For     | For       | Management |
| 1g | Elect Director David J. Pang                                   | For     | For       | Management |
| 1h | Elect Director Charles W. Scharf                               | For     | For       | Management |
| 1i | Elect Director William S. Shanahan                             | For     | For       | Management |
| 1j | Elect Director John A. C. Swainson                             | For     | For       | Management |
| 1k | Elect Director Maynard G. Webb, Jr.                            | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify Auditors  | For     | For       | Management |

VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W209  
 Meeting Date: JUL 23, 2013 Meeting Type: Annual  
 Record Date: JUN 03, 2013

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 1  | Accept Financial Statements and Statutory Reports                      | For | For | Management |
| 2  | Re-elect Gerard Kleisterlee as Director                                | For | For | Management |
| 3  | Re-elect Vittorio Colao as Director                                    | For | For | Management |
| 4  | Re-elect Andy Halford as Director                                      | For | For | Management |
| 5  | Re-elect Stephen Pusey as Director                                     | For | For | Management |
| 6  | Re-elect Renee James as Director                                       | For | For | Management |
| 7  | Re-elect Alan Jebson as Director                                       | For | For | Management |
| 8  | Re-elect Samuel Jonah as Director                                      | For | For | Management |
| 9  | Elect Omid Kordestani as Director                                      | For | For | Management |
| 10 | Re-elect Nick Land as Director   | For | For | Management |
| 11 | Re-elect Anne Lauvergeon as Director                                   | For | For | Management |
| 12 | Re-elect Luc Vandeveld as Director                                     | For | For | Management |
| 13 | Re-elect Anthony Watson as Director                                    | For | For | Management |
| 14 | Re-elect Philip Yea as Director  | For | For | Management |
| 15 | Approve Final Dividend   | For | For | Management |
| 16 | Approve Remuneration Report  | For | For | Management |
| 17 | Reappoint Deloitte LLP as Auditors                                     | For | For | Management |
| 18 | Authorise the Audit and Risk Committee to Fix Remuneration of Auditors | For | For | Management |
| 19 | Authorise Issue of Equity with Pre-emptive Rights                      | For | For | Management |
| 20 | Authorise Issue of Equity without Pre-emptive Rights                   | For | For | Management |
| 21 | Authorise Market Purchase of Ordinary Shares                           | For | For | Management |
| 22 | Authorise EU Political Donations and Expenditure                       | For | For | Management |
| 23 | Authorise the Company to Call EGM with Two Weeks' Notice               | For | For | Management |

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VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W209  
 Meeting Date: JAN 28, 2014 Meeting Type: Special  
 Record Date: DEC 12, 2013

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Approve Scheme of Arrangement  | For     | For       | Management |
| 1 | Approve Disposal of All of the Shares in Vodafone Americas Finance 1 by Vodafone 4 Limited to Verizon Communications Inc | For     | For       | Management |
| 2 | Approve Matters Relating to the Return of Value to Shareholders  | For     | For       | Management |
| 3 | Authorise Market Purchase of Ordinary Shares   | For     | For       | Management |
| 4 | Authorise Board to Ratify and Execute Approved Resolutions   | For     | For       | Management |

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WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103  
 Meeting Date: JUN 06, 2014 Meeting Type: Annual  
 Record Date: APR 11, 2014

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| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1a | Elect Director Aida M. Alvarez                                 | For     | Against   | Management  |
| 1b | Elect Director James I. Cash, Jr.                              | For     | Against   | Management  |
| 1c | Elect Director Roger C. Corbett                                | For     | For       | Management  |
| 1d | Elect Director Pamela J. Craig                                 | For     | Against   | Management  |
| 1e | Elect Director Douglas N. Daft                                 | For     | Against   | Management  |
| 1f | Elect Director Michael T. Duke                                 | For     | Against   | Management  |
| 1g | Elect Director Timothy P. Flynn                                | For     | Against   | Management  |
| 1h | Elect Director Marissa A. Mayer                                | For     | For       | Management  |
| 1i | Elect Director C. Douglas McMillon                             | For     | For       | Management  |
| 1j | Elect Director Gregory B. Penner                               | For     | For       | Management  |
| 1k | Elect Director Steven S Reinemund                              | For     | For       | Management  |
| 1l | Elect Director Jim C. Walton                                   | For     | For       | Management  |
| 1m | Elect Director S. Robson Walton                                | For     | Against   | Management  |
| 1n | Elect Director Linda S. Wolf                                   | For     | Against   | Management  |
| 2  | Ratify Auditors  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | Against   | Management  |
| 4  | Require Independent Board Chairman                             | Against | For       | Shareholder |
| 5  | Disclosure of Recoupment Activity from Senior Officers         | Against | For       | Shareholder |
| 6  | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |

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YAHOO! INC.

Ticker: YHOO Security ID: 984332106  
 Meeting Date: JUN 25, 2014 Meeting Type: Annual  
 Record Date: APR 28, 2014

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director David Filo                                      | For     | For       | Management  |
| 1.2 | Elect Director Susan M. James                                  | For     | For       | Management  |
| 1.3 | Elect Director Max R. Levchin                                  | For     | For       | Management  |
| 1.4 | Elect Director Marissa A. Mayer                                | For     | For       | Management  |
| 1.5 | Elect Director Thomas J. McInerney                             | For     | For       | Management  |
| 1.6 | Elect Director Charles R. Schwab                               | For     | For       | Management  |
| 1.7 | Elect Director H. Lee Scott, Jr.                               | For     | For       | Management  |
| 1.8 | Elect Director Jane E. Shaw                                    | For     | For       | Management  |
| 1.9 | Elect Director Maynard G. Webb, Jr.                            | For     | For       | Management  |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management  |
| 3   | Amend Omnibus Stock Plan                                       | For     | For       | Management  |
| 4   | Ratify Auditors  | For     | For       | Management  |
| 5   | Provide Right to Call Special Meeting                          | For     | For       | Management  |
| 6   | Establish Board Committee on Human Rights                      | Against | Against   | Shareholder |
| 7   | Report on Lobbying Payments and Policy                         | Against | Against   | Shareholder |
| 8   | Report on Political Contributions                              | Against | Against   | Shareholder |

===== END NPX REPORT

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.

BlackRock Enhanced Capital and Income Fund, Inc.

By: /s/ John Perlowski  
John Perlowski  
Chief Executive Officer of  
BlackRock Enhanced Capital and Income Fund, Inc.  
Date: August 27, 2014