

CENTRAL SECURITIES CORP
Form N-PX
August 17, 2016
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: 811-179

Central Securities Corporation

(Exact name of Registrant as specified in charter)

630 Fifth Avenue, Eighth Floor

New York, New York 10111

(Address of principal executive offices)

Registrant's telephone number: 212-698-2020

Date of fiscal year end: December 31

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

Issuer: Precision Castparts Corporation **CUSIP:** 740189105

Ticker: PCP

Meeting Date: 8/11/15

Matter Voted On	Proposed By	Fund Vote	For/ Against Mgt.
1A. Election of Peter B. Delaney as a director of the company.	Management	FOR	FOR
1B. Election of Mark Donegan as a director of the company.	Management	FOR	FOR
1C. Election of Don R. Graber as a director of the company.	Management	FOR	FOR
1D. Election of Lester L. Lyles as a director of the company.	Management	FOR	FOR
1E. Election of Vernon E. Oechsle as a director of the company.	Management	FOR	FOR
1F. Election of James F. Palmer as a director of the company.	Management	FOR	FOR
1G. Election of Ulrich Schmidt as a director of the company.	Management	FOR	FOR
1H. Election of Richard L. Wambold as a director of the company.	Management	FOR	FOR
1I. Election of Timothy A. Wichs as a director of the company.	Management	FOR	FOR
1J. Election of Janet C. Wolfenbarger as a director of the company.	Management	FOR	FOR
2. Ratification of appointment of independent registered public accounting firm.	Management	FOR	FOR
3. Advisory vote regarding compensation of named executive officers.	Management	FOR	FOR
4. Shareholder proposal regarding proxy access.	Shareholder	Against	FOR

Issuer: RadiSys Corporation **CUSIP:** 750459109

Ticker: RSYS

Meeting Date: 9/21/15

Matter Voted On	Proposed By	Fund Vote	For/ Against Mgt.
1-01. Election of C. Scott Gibson as a director of the company.	Management	FOR	FOR
1-02. Election of Brian Bronson as a director of the company.	Management	FOR	FOR
1-03. Election of Ronald de Lange as a director of the company.	Management	FOR	FOR
1-04. Election of Hubert de Pesquidoux as a director of the company.	Management	FOR	FOR
1-05. Election of Michael G. Hluchyj as a director of the company.	Management	FOR	FOR
1-06. Election of M. Niel Ransom as a director of the company.	Management	FOR	FOR
1-07. Election of Vincent H. Tobkin as a director of the company.	Management	FOR	FOR
2. Advisory vote to approve compensation of named executive officers.	Management	FOR	FOR
3. Ratification of the appointment of KPMG LLP as independent registered public accounting firm.	Management	FOR	FOR
4. Approval of the RadiSys Corporation amended and restated 2007 stock plan.	Management	FOR	FOR

Issuer: Precision Castparts Corporation **CUSIP:** 740189105

Ticker: PCP

Meeting Date: 10/9/15

Matter Voted On	Proposed By	For/ Fund Against Vote Mgt.
1. Approve the agreement and plan of merger, dated as of August 8, 2015, by and among Berkshire Hathaway Inc., NW Merger Sub Inc., and Precision Castparts Corp.	Management	FOR FOR
2. Approve on a non-binding, advisory basis the compensation that may be paid or become payable to the company's named executive officers in connection with, or following, the consummation of the merger.	Management	FOR FOR

Issuer: Medtronic plc **CUSIP:** G590L103

Ticker: MDT

Meeting Date: 12/11/15

Matter Voted On	Proposed By	Fund Against Vote	For/Against Mgt.
1a. Election of Richard H. Anderson as a director of the company.	Management	FOR	FOR
1b. Election of Craig Arnold as a director of the company.	Management	FOR	FOR
1c. Election of Scott C. Donnelly as a director of the company.	Management	FOR	FOR
1d. Election of Randall Hogan III as a director of the company.	Management	FOR	FOR
1e. Election of Omar Ishrak as a director of the company.	Management	FOR	FOR
1f. Election of Shirley A. Jackson, Ph.D. as a director of the company.	Management	FOR	FOR
1g. Election of Michael O. Leavitt as a director of the company.	Management	FOR	FOR
1h. Election of James T. Lenehan as a director of the company.	Management	FOR	FOR
1i. Election of Elizabeth Nabel, M.D. as a director of the company.	Management	FOR	FOR
1j. Election of Denise M. O’Leary as a director of the company.	Management	FOR	FOR
1k. Election of Kendall J. Powell as a director of the company.	Management	FOR	FOR
1l. Election of Robert C. Pozen as a director of the company.	Management	FOR	FOR
1m. Election of Preetha Reddy as a director of the company.	Management	FOR	FOR
2. To ratify the re-appointment of PricewaterhouseCoopers LLP as Medtronic’s independent auditor for fiscal year 2016 and authorize the Board of Directors, acting through the Audit Committee, to set its remuneration.	Management	FOR	FOR
3. To approve in a non-binding advisory vote, named executive officer compensation (a “Say-on-Pay” vote).	Management	FOR	FOR
4. To approve, in a non-binding advisory vote, the frequency of Say-on-Pay votes.	Management	FOR	1 Year

Issuer: Coherent, Inc. **CUSIP:** 192479103

Ticker: COHR

Meeting Date: 2/26/16

Matter Voted On	Proposed By	Fund Against Vote	For/Against Mgt.
1-01. Election of John R. Ambroseo as a director of the company.	Management	FOR	FOR
1-02. Election of Jay T. Flatley as a director of the company.	Management	FOR	FOR
1-03. Election of Susan M. James as a director of the company.	Management	FOR	FOR
1-04. Election of L. William Krause as a director of the company.	Management	FOR	FOR
1-05. Election of Garry W. Rogerson as a director of the company.	Management	FOR	FOR
1-06. Election of Steve Skaggs as a director of the company.	Management	FOR	FOR
1-07. Election of Sandeep Vij as a director of the company.	Management	FOR	FOR
2. Ratification of the appointment of Deloitte & Touche LLP as independent registered public accounting firm for the fiscal year ending October 1, 2016.	Management	FOR	FOR

3. Advisory vote to approve executive compensation.

Management FOR FOR

Issuer: Analog Devices, Inc. **CUSIP:** 032654105

Ticker: ADI

Meeting Date: 3/9/16

Matter Voted On	Proposed By	Fund Vote	For/ Against Mgt.
1A. Election of Ray Stata as a director of the company.	Management	FOR	FOR
1B. Election of Vincent T. Roche as a director of the company.	Management	FOR	FOR
1C. Election of Richard M. Beyer as a director of the company.	Management	FOR	FOR
1D. Election of James A. Champy as a director of the company.	Management	FOR	FOR
1E. Election of Bruce R. Evans as a director of the company.	Management	FOR	FOR
1F. Election of Edward H. Frank as a director of the company.	Management	FOR	FOR
1G. Election of John C. Hodgson as a director of the company.	Management	FOR	FOR
1H. Election of Neil Novich as a director of the company.	Management	FOR	FOR
1I. Election of Kenton J. Sicchitano as a director of the company.	Management	FOR	FOR
1J. Election of Lisa T. Su as a director of the company.	Management	FOR	FOR
2. To approve, by nonbinding “say-on-pay” vote, the compensation of named executive officers, as described in the compensation discussion and analysis, executive compensation tables and accompanying narrative disclosures in the proxy statement.	Management	FOR	FOR
3. To ratify the selection of Ernst & Young LLP as independent registered public accounting firm for the 2016 fiscal year.	Management	FOR	FOR

Issuer: Berkshire Hathaway Inc. **CUSIP:** 084670108

Ticker: BK/A

Meeting Date: 4/30/16

Matter Voted On	Proposed By	Fund Vote	For/ Against Mgt.
1-01. Election of Warren E. Buffett as a director of the company.	Management	FOR	FOR
1-02. Election of Charles T. Munger as a director of the company.	Management	FOR	FOR
1-03. Election of Howard G. Buffett as a director of the company.	Management	FOR	FOR
1-04. Election of Stephen B. Burke as a director of the company.	Management	FOR	FOR
1-05. Election of Susan L. Decker as a director of the company.	Management	FOR	FOR
1-06. Election of William H. Gates III as a director of the company.	Management	FOR	FOR
1-07. Election of David S. Gottesman as a director of the company.	Management	FOR	FOR
1-08. Election of Charlotte Guyman as a director of the company.	Management	FOR	FOR
1-09. Election of Thomas S. Murphy as a director of the company.	Management	FOR	FOR
1-10. Election of Ronald L. Olson as a director of the company.	Management	FOR	FOR
1-11. Election of Walter Scott, Jr. as a director of the company.	Management	FOR	FOR
1-12. Election of Meryl B. Witmer as a director of the company.	Management	FOR	FOR
2. Shareholder proposal regarding the risks posed by climate change.	Stockholder	Against	FOR

Issuer: Johnson & Johnson **CUSIP:** 478160104

Ticker: JNJ

Meeting Date: 4/28/16

Matter Voted On

	Proposed By	Fund Vote	For/ Against Mgt.
1a. Election of Mary C. Berkerle as a director of the company.	Management	FOR	FOR
1b. Election of D. Scott Davis as a director of the company.	Management	FOR	FOR
1c. Election of Ian E.L. Davis as a director of the company.	Management	FOR	FOR
1d. Election of Alex Gorsky as a director of the company.	Management	FOR	FOR
1e. Election of Susan L. Lindquist as a director of the company.	Management	FOR	FOR
1f. Election of Mark B. McClellan as a director of the company.	Management	FOR	FOR
1g. Election of Anne M. Mulcahy as a director of the company.	Management	FOR	FOR
1h. Election of William D. Perez as a director of the company.	Management	FOR	FOR
1i. Election of Charles Prince as a director of the company.	Management	FOR	FOR
1j. Election of A. Eugene Washington as a director of the company.	Management	FOR	FOR
1k. Election of Ronald A. Williams as a director of the company.	Management	FOR	FOR
2. Advisory vote to approve named executive officer compensation.	Management	FOR	FOR
3. Ratification of appointment of PricewaterhouseCoopers LLP as the independent registered accounting firm for 2016.	Management	FOR	FOR
4. Shareholder proposal regarding a policy for share repurchase preference.	Stockholder	Against	FOR
5. Shareholder proposal regarding an independent board chairman.	Stockholder	Against	FOR
6. Shareholder proposal regarding a report on lobbying disclosure.	Stockholder	Against	FOR
7. Shareholder proposal regarding take back programs for unused medicines.	Stockholder	Against	FOR

Issuer: Citigroup Inc. **CUSIP:** 172967424

Ticker: C

Meeting Date: 4/26/16

Matter Voted On

	Proposed By	Fund Vote	For/ Against Mgt.
1a. Election of Michael L. Corbat as a director of the company.	Management	FOR	FOR
1b. Election of Ellen M. Costello as a director of the company.	Management	FOR	FOR
1c. Election of Duncan P. Hennes as a director of the company.	Management	FOR	FOR
1d. Election of Peter B. Henry as a director of the company.	Management	FOR	FOR
1e. Election of Franz B. Humer as a director of the company.	Management	FOR	FOR
1f. Election of Renee J. James as a director of the company.	Management	FOR	FOR
1g. Election of Eugene M. McQuade as a director of the company.	Management	FOR	FOR
1h. Election of Michael E. O'Neill as a director of the company.	Management	FOR	FOR
1i. Election of Gary M. Reiner as a director of the company.	Management	FOR	FOR
1j. Election of Judith Rodin as a director of the company.	Management	FOR	FOR
1k. Election of Anthony M. Santomero as a director of the company.	Management	FOR	FOR
1l. Election of Joan E. Spero as a director of the company.	Management	FOR	FOR

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1m. Election of Diana L. Taylor as a director of the company.	Management	FOR	FOR
1n. Election of William S. Thompson, Jr. as a director of the company.	Management	FOR	FOR
1o. Election of James S. Turley as a director of the company.	Management	FOR	FOR
1p. Election of Ernesto Zedillo Ponce de Leon as a director of the company.	Management	FOR	FOR
2. Proposal to ratify the selection of KPMG LLP as Citi's independent registered public accounting firm for 2016.	Management	FOR	FOR
3. Advisory approval of Citi's 2015 executive compensation.	Management	FOR	FOR
4. Approval of an amendment to the Citigroup 2014 Stock Incentive Plan authorizing additional shares.	Management	FOR	FOR
5. Approval of the Amended and Restated 2011 Citigroup Executive Performance Plan.	Management	FOR	FOR
6. Stockholder proposal requesting a report demonstrating the company does not have a gender pay gap.	Stockholder	Against	FOR
7. Shareholder proposal requesting a report on lobbying and grassroots lobbying contributions.	Stockholder	Against	FOR
8. Stockholder proposal requesting that the Board appoint a Stockholder Value Committee.	Stockholder	Against	FOR
9. Stockholder proposal requesting an amendment to the General Clawback policy.	Stockholder	Against	FOR
10. Stockholder proposal requesting that the Board adopt a policy prohibiting the vesting of equity based awards for senior executives due to a voluntary resignation to enter government service.	Stockholder	Against	FOR

Issuer: Capital One Financial Corporation **CUSIP:** 14040H105

Ticker: COF

Meeting Date: 5/5/16

Matter Voted On	Proposed By	Fund Vote	For/Against Mgt.
1A. Election of Richard D. Fairbank as a director of the company.	Management	FOR	FOR
1B. Election of Patrick W. Gross as a director of the company.	Management	FOR	FOR
1C. Election of Ann Fritz Hackett as a director of the company.	Management	FOR	FOR
1D. Election of Lewis Hay, III as a director of the company.	Management	FOR	FOR
1E. Election of Benjamin P. Jenkins III as a director of the company.	Management	FOR	FOR
1F. Election of Peter Thomas Killalea as a director of the company.	Management	FOR	FOR
1G. Election of Pierre E. Leroy as a director of the company.	Management	FOR	FOR
1H. Election of Peter E. Raskind as a director of the company.	Management	FOR	FOR
1I. Election of Mayo A. Shattuck III as a director of the company.	Management	FOR	FOR
1J. Election of Bradford H. Warner as a director of the company.	Management	FOR	FOR
1K. Election of Catherine G. West as a director of the company.	Management	FOR	FOR
2. Ratification of Ernst & Young LLP as independent auditors for 2016.	Management	FOR	FOR
3. Advisory approval of Capital One's 2015 named executive officer compensation.	Management	FOR	FOR

Issuer: American Express Company **CUSIP:** 025816109

Ticker: AXP

Meeting Date: 5/2/16

Matter Voted On	Proposed By	Fund Vote	For/Against Mgt.
1a. Election of Charlene Barshefsky as a director of the company.	Management	FOR	FOR
1b. Election of Ursala M. Burns as a director of the company.	Management	FOR	FOR
1c. Election of Kenneth I. Chenault as a director of the company.	Management	FOR	FOR
1d. Election of Peter Chernin as a director of the company.	Management	FOR	FOR
1e. Election of Ralph de la Vega as a director of the company.	Management	FOR	FOR
1f. Election of Anne L. Lauvergeon as a director of the company.	Management	FOR	FOR
1g. Election of Michael O. Leavitt as a director of the company.	Management	FOR	FOR
1h. Election of Theodore J. Leonsis as a director of the company.	Management	FOR	FOR
1i. Election of Richard C. Levin as a director of the company.	Management	FOR	FOR
1j. Election of Samuel J. Palmisano as a director of the company.	Management	FOR	FOR
1k. Election of Daniel L. Vasella as a director of the company.	Management	FOR	FOR
1l. Election of Robert D. Walter as a director of the company.	Management	FOR	FOR
1m. Election of Ronald A. Williams as a director of the company.	Management	FOR	FOR
2. Ratification of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for 2016.	Management	FOR	FOR
3. Advisory resolution to approve executive compensation.	Management	FOR	FOR
4. Approval of the American Express Company 2016 Incentive Compensation Plan.	Management	FOR	FOR

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| 5. Shareholder proposal relating to annual disclosure of EEO-1 data. | Stockholder | Against | FOR |
| 6. Stockholder proposal relating to report on privacy, data security and government requests. | Stockholder | Against | FOR |
| 7. Shareholder proposal relating to action by written consent. | Stockholder | Against | FOR |
| 8. Stockholder proposal relating to lobbying disclosure. | Stockholder | Against | FOR |
| 9. Stockholder proposal relating to independent board chairman. | Stockholder | Against | FOR |

Issuer: General Electric Company **CUSIP:** 369604103

Ticker: GE

Meeting Date: 4/27/16

For/