

Western Asset High Yield Defined Opportunity Fund Inc.
Form N-PX
August 12, 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 811-22444

Western Asset High Yield Defined Opportunity Fund Inc.

(Exact name of registrant as specified in charter)

620 EIGHTH AVENUE, 49TH FLOOR, NEW YORK, NEW YORK 10018

(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.

100 First Stamford Place

Stamford, Connecticut 06902

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: August 31

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

Item 1. Proxy Voting Record

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***** FORM N-PX REPORT *****

ICA File Number: 811-22444
 Reporting Period: 07/01/2015 - 06/30/2016
 Western Asset High Yield Defined Opportunity Fund Inc.

===== Western Asset High Yield Defined Opportunity Fund Inc. =====

CITIGROUP INC

Ticker: C Security ID: 172967424
 Meeting Date: APR 26, 2016 Meeting Type: ANNUAL
 Record Date: FEB 29, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A.	ELECTION OF DIRECTOR: MICHAEL L. CORBAT	FOR	FOR	Management
1B.	ELECTION OF DIRECTOR: ELLEN M. COSTELLO	FOR	FOR	Management
1C.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	FOR	FOR	Management
1D.	ELECTION OF DIRECTOR: PETER B. HENRY	FOR	FOR	Management
1E.	ELECTION OF DIRECTOR: FRANZ B. HUMER	FOR	FOR	Management
1F.	ELECTION OF DIRECTOR: RENEE J. JAMES	FOR	FOR	Management
1G.	ELECTION OF DIRECTOR: EUGENE M. MCQUADE	FOR	FOR	Management
1H.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	FOR	FOR	Management
1I.	ELECTION OF DIRECTOR: GARY M. REINER	FOR	FOR	Management
1J.	ELECTION OF DIRECTOR: JUDITH RODIN	FOR	FOR	Management
1K.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	FOR	FOR	Management
1L.	ELECTION OF DIRECTOR: JOAN E. SPERO	FOR	FOR	Management
1M.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	FOR	FOR	Management
1N.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	FOR	FOR	Management
10.	ELECTION OF DIRECTOR: JAMES S. TURLEY	FOR	FOR	Management
1P.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	FOR	FOR	Management
2	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.	FOR	FOR	Management
3	ADVISORY APPROVAL OF CITI'S 2015 EXECUTIVE COMPENSATION.	FOR	FOR	Management
4	APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING ADDITIONAL SHARES.	FOR	FOR	Management
5	APPROVAL OF THE AMENDED AND RESTATED 2011 CITIGROUP EXECUTIVE PERFORMANCE PLAN.	FOR	FOR	Management
6	STOCKHOLDER PROPOSAL REQUESTING A REPORT DEMONSTRATING THE COMPANY DOES NOT HAVE A GENDER PAY GAP.	FOR	FOR	Management
7	STOCKHOLDER PROPOSAL REQUESTING A	FOR	FOR	Management

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COMPENSATION PHILOSOPHY WITH SOCIAL
FACTORS TO IMPROVE THE FIRM'S ETHICAL
CONDUCT AND PUBLIC REPUTATION

===== END NPX REPORT

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Western Asset High Yield Defined Opportunity Fund Inc.

By: /s/ Jane Trust

Jane Trust

Chairman, President and Chief Executive Officer

Date: August 12, 2016