

KAYNE ANDERSON ENERGY DEVELOPMENT CO
Form N-PX
July 27, 2018

OMB APPROVAL

OMB Number: 3235-0582

Expires: May 31, 2021

Estimated average burden hours per response 7.2

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT

INVESTMENT COMPANY

Investment Company Act file number 811-22435

Kayne Anderson Energy Development Company
(Exact name of registrant as specified in charter)

811 Main Street, 14th Floor Houston, Texas 77002
(Address of principal executive offices) (Zip code)

Michael O'Neil

KA Fund Advisors, LLC

1800 Avenue of the Stars, Third Floor Los Angeles, California 90067
(Name and address of agent for service)

Registrant's telephone number, including area code: (310) 282-7905

Date of fiscal year end: November 30

Date of reporting period: July 1, 2017 – June 30, 2018

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

(a) The name of the issuer of the portfolio security;

(b) The exchange ticker symbol of the portfolio security;

(c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;

(d) The shareholder meeting date;

(e) A brief identification of the matter voted on;

(f) Whether the matter was proposed by the issuer or by a security holder;

(g) Whether the registrant cast its vote on the matter;

(h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and

(i) Whether the registrant cast its vote for or against management.

SIGNATURES

[See General Instruction F]

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.

(Registrant) Kayne Anderson Energy Development Company

By (Signature and
Title)* /s/ Kevin S. McCarthy

Kevin S. McCarthy,

Chairman and Chief Executive Officer

Date July 25, 2018

*Print the name and title of each signing officer under his or her signature.

Kayne Anderson Energy Development Company

Proxy Voting Record

July 1, 2017 - June 30, 2018

| Issuer | Symbol | CUSIP | Meeting Date | Matter: | Proposed by (Issuer or (S)hrhldr) | Vote Cast? | How Voted |
|---------------------------------|---------------|--------------|---------------------|---|--|-------------------|------------------|
| WESTERN GAS PARTNERS, LP | WES | 958254104 | 10/17/2017 | 1 TO APPROVE: | I | YES | FOR |
| | | | | | | | |
| | | | | THE WESTERN GAS PARTNERS, LP 2017 LONG-TERM INCENTIVE PLAN (THE LTIP PROPOSAL) | | | |
| | | | | 2 TO APPROVE: | I | YES | FOR |
| | | | | THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL | | | |
| GOLAR LNG PARTNERS LP | GLMP | Y2745C102 | 9/27/2017 | 1 TO ELECT: | I | YES | FOR |
| | | | | | | | |
| | | | | CARL STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2020 ANNUAL MEETING OF LIMITED PARTNERS. | | | |

**ARC
LOGISTICS
PARTNERS
LP**

ARCX 03879N101 12/18/2017 1 APPROVE I YES FOR

APPROVE THE PURCHASE AGREEMENT AND PLAN OF MERGER DATED AS OF AUGUST 29, 2017, BY AND AMONG ZENITH ENERGY U.S., L.P., ZENITH ENERGY U.S. GP, LLC, ZENITH ENERGY U.S. LOGISTICS HOLDINGS, LLC, ZENITH ENERGY U.S. LOGISTICS, LLC, ARC LOGISTICS PARTNERS LP, ARC LOGISTICS GP LLC, LIGHTFOOT CAPITAL PARTNERS, LP AND ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

**MAGELLAN
MIDSTREAM
PARTNERS,
L.P.**

MMP 559080106 4/26/2018 1 **DIRECTOR:** I YES FOR

ROBERT G. CROYLE
STACY P. METHVIN
BARRY R. PEARL

2 **ADVISORY RESOLUTION TO APPROVE:** I YES FOR
EXECUTIVE COMPENSATION

3 **RATIFICATION OF:** I YES FOR
APPOINTMENT OF
INDEPENDENT AUDITOR

**KINDER
MORGAN,
INC.**

KMI 49456B101 5/9/2018 1a **ELECTION OF DIRECTOR:** I YES FOR

RICHARD D. KINDER

1b **ELECTION OF DIRECTOR:** I YES FOR

STEVEN J. KEAN

| | | | | |
|----|--|----------|------------|------------|
| 1c | ELECTION OF DIRECTOR: KIMBERLY A. DANG | I | YES | FOR |
| 1d | ELECTION OF DIRECTOR: TED A. GARDNER | I | YES | FOR |
| 1e | ELECTION OF DIRECTOR: ANTHONY W. HALL, JR. | I | YES | FOR |
| 1f | ELECTION OF DIRECTOR: GARY L. HULTQUIST | I | YES | FOR |
| 1g | ELECTION OF DIRECTOR: RONALD L. KUEHN, JR. | I | YES | FOR |
| 1h | ELECTION OF DIRECTOR: DEBORAH A. MACDONALD | I | YES | FOR |
| 1i | ELECTION OF DIRECTOR: MICHAEL C. MORGAN | I | YES | FOR |
| 1j | ELECTION OF DIRECTOR: ARTHUR C. REICHSTETTER | I | YES | FOR |
| 1k | ELECTION OF DIRECTOR: FAYEZ SAROFIM | I | YES | FOR |
| 1l | ELECTION OF DIRECTOR: C. PARK SHAPER | I | YES | FOR |
| 1m | ELECTION OF DIRECTOR: WILLIAM A. SMITH | I | YES | FOR |
| 1n | ELECTION OF DIRECTOR: JOEL V. STAFF | I | YES | FOR |

| | | | |
|----|---|----------|--------------------|
| 1o | ELECTION OF DIRECTOR: ROBER F. VAGT | I | YES FOR |
| 1p | ELECTION OF DIRECTOR: PERRY M. WAUGHTAL | I | YES FOR |
| 2 | RATIFICATION OF: THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2018 | I | YES FOR |
| 3 | APPROVAL, ON AN ADVISORY BASIS, OF: THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT | I | YES FOR |
| 4 | FREQUENCY WITH: WHICH WE WILL HOLD AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | I | YES 3 YEARS |
| 5 | STAKEHOLDER PROPOSAL: RELATING TO A REPORT ON METHANE EMISSIONS | S | YES AGAINST |
| 6 | STAKEHOLDER PROPOSAL: RELATING TO AN ANNUAL SUSTAINABILITY REPORT | S | YES AGAINST |
| 7 | STAKEHOLDER PROPOSAL: RELATING TO AN ASSESSMENT OF THE LONG-TERM PORTFOLIO IMPACTS OF SCENARIOS CONSISTENT WITH GLOBAL CLIMATE CHANGE POLICIES | S | YES AGAINST |

**PLAINS ALL
AMERICAN
PIPELINE,
L.P.**

PAA 726503105 5/15/18 1 **DIRECTOR:** I YES FOR

BOBBY S. SHACKOULS
CHRISTOPHER M. TEMPLE

2 **RATIFICATION OF:** I YES FOR

THE APPOINTMENT OF
PRICEWATERHOUSECOOPERS
LLP AS OUR INDEPENDENT
REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2018.

3 **THE APPROVAL:** I YES FOR

ON A NON-BINDING
ADVISORY BASIS, OF OUR
NAMED EXECUTIVE OFFICER
COMPENSATION.

4 **NON-BINDING ADVISORY
VOTE:** I YES 1 YEAR

ON THE FREQUENCY WITH
WHICH FUTURE ADVISORY
VOTES TO APPROVE OUR
NAMED EXECUTIVE OFFICER
COMPENSATION SHOULD BE
HELD.

**PLAINS GP
HOLDINGS,
L.P.**

PAGP 72651A207 5/15/18 1 **DIRECTOR:** I YES FOR

BOBBY S. SHACKOULS
CHRISTOPHER M. TEMPLE

2 **RATIFICATION OF:** I YES FOR

THE APPOINTMENT OF
PRICEWATERHOUSECOOPERS
LLP AS OUR INDEPENDENT
REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2018.

- | | | | |
|---|---|---|------------|
| 3 | THE APPROVAL: ON A NON-BINDING ADVISORY BASIS, OF OUR NAMED EXECUTIVE OFFICER COMPENSATION. | I | YES FOR |
| 4 | NON-BINDING ADVISORY VOTE: ON THE FREQUENCY WITH WHICH FUTURE ADVISORY VOTES TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION SHOULD BE HELD. | I | YES 1 YEAR |

**TARGA
RESOURCES CORP.** TRGP 87612G101 5/24/18

- | | | | |
|-----|--|---|---------|
| 1.1 | ELECTION OF: ROBERT B. EVANS | I | YES FOR |
| 1.2 | ELECTION OF: JOE BOB PERKINS | I | YES FOR |
| 1.3 | ELECTION OF: ERSHEL C. REDD JR | I | YES FOR |
| 2 | RATIFICATION OF: SELECTION OF INDEPENDENT ACCOUNTANTS | I | YES FOR |
| 3 | ADVISORY VOTE TO: APPROVE EXECUTIVE COMPENSATION | I | YES FOR |

ONEOK, INC. OKE 682680103 5/23/18

- | | | | |
|----|---|---|---------|
| 1A | ELECTION OF: BRIAN L. DERKSEN | I | YES FOR |
| 1B | ELECTION OF: JULIE H. EDWARDS | I | YES FOR |
| 1C | ELECTION OF: | I | YES FOR |

JOHN W. GIBSON

| | | | | |
|----|---|----------|------------|------------|
| 1D | ELECTION OF: RANDALL J. LARSON | I | YES | FOR |
| 1E | ELECTION OF: STEVEN J. MALCOLM | I | YES | FOR |
| 1F | ELECTION OF: JIM W. MOGG | I | YES | FOR |
| 1G | ELECTION OF: PATTYE L. MOORE | I | YES | FOR |
| 1H | ELECTION OF: GARY D. PARKER | I | YES | FOR |
| 1I | ELECTION OF: EDUARDO A. RODRIGUEZ | I | YES | FOR |
| 1J | ELECTION OF: TERRY K. SPENCER | I | YES | FOR |
| 2 | RATIFICATION OF: THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2018. | I | YES | FOR |
| 3 | APPROVE: THE ONEOK, INC. EQUITY INCENTIVE PLAN. | I | YES | FOR |
| 4 | AN ADVISORY VOTE TO: APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION. | I | YES | FOR |

**TALLGRASS
ENERGY
PARTNERS,
LP**

TEP 874697105 6/26/18

1 **THE APPROVAL AND ADOPTION OF:** I **YES FOR**

THE AGREEMENT AND PLAN OF MERGER DATED AS OF MARCH 26, 2018 BY AND AMONG TALLGRASS ENERGY GP, LP, TALLGRASS EQUITY, LLC, RAZOR MERGER SUB, LLC, TALLGRASS ENERGY PARTNERS, LP AND TALLGRASS MLP GP, LLC, AS IT MAY BE AMENDED FROM TIME TO TIME, AND THE TRANSACTIONS CONTEMPLATED THEREBY.

**BUCKEYE
PARTNERS,
L.P.**

BPL 118230101 6/5/18

1 **DIRECTOR:** I **YES FOR**

PIETER BAKKER
BARBARA M. BAUMANN
MARK C. MCKINLEY

2 **AMENDMENT OF:** I **YES FOR**

PARTNERSHIP AGREEMENT TO REMOVE PROVISIONS THAT PREVENT GENERAL PARTNER FROM CAUSING BUCKEYE PARTNERS, L.P. TO ISSUE ANY CLASS OR SERIES OF LIMITED PARTNERSHIP INTERESTS HAVING PREFERENCES OR OTHER SPECIAL OR SENIOR RIGHTS OVER THE LP UNITS WITHOUT THE PRIOR APPROVAL OF UNITHOLDERS HOLDING AN AGGREGATE OF AT LEAST TWO-THIRDS OF THE OUTSTANDING LP UNITS.

3 **THE RATIFICATION OF:** I **YES FOR**

THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE

PARTNERS, L.P.'S
INDEPENDENT REGISTERED
PUBLIC ACCOUNTANTS FOR
2018.

| | | | | |
|---|--|----------|------------|------------|
| 4 | THE APPROVAL: | I | YES | FOR |
| | IN AN ADVISORY VOTE, OF THE COMPENSATION OF BUCKEYE'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN OUR PROXY STATEMENT PURSUANT TO ITEM 402 OF REGULATION S-K. | | | |