

ADAMS DIVERSIFIED EQUITY FUND, INC.

Form N-PX

August 26, 2015

FORM N-PX

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

**Investment Company Act file number: 811-00248**

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**ADAMS DIVERSIFIED EQUITY FUND, INC.**

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(Exact name of registrant as specified in charter)

**500 East Pratt Street, Suite 1300, Baltimore, Maryland 21202**

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(Address of principal executive offices)

**Lawrence L. Hooper, Jr.  
Adams Diversified Equity Fund, Inc.  
500 East Pratt Street, Suite 1300  
Baltimore, Maryland 21202**

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(Name and address of agent for service)

**Registrant's telephone number, including area code:** (410) 752-5900

**Date of fiscal year end:** December 31

**Date of reporting period:** July 1, 2014 - June 30, 2015

### Item 1. Proxy Voting Record

ABBVIE INC.										
Security				00287Y109			Meeting Type			Annual
Ticker Symbol				ABBV			Meeting Date			08-May-2015
ISIN				US00287Y1091			Agenda			934142249 - Management
Item	Proposal				Proposed by		Vote	For/Against Management		
1.	DIRECTOR					Management				
		1	ROXANNE S. AUSTIN					For		For
		2	RICHARD A. GONZALEZ					For		For
		3	GLENN F. TILTON					For		For
2.	RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.					Management	For		For	
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.					Management	For		For	
ACTAVIS PLC										
Security				G0083B108			Meeting Type			Annual
Ticker Symbol				ACT			Meeting Date			05-Jun-2015
ISIN				IE00BD1NQJ95			Agenda			934199286 - Management
Item	Proposal				Proposed by		Vote	For/Against Management		
1A.	ELECTION OF DIRECTOR: PAUL M. BISARO					Management	For		For	

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1B.	ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.	Management	For		For	
1C.	ELECTION OF DIRECTOR: JAMES H. BLOEM	Management	For		For	
1D.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	Management	For		For	
1E.	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For		For	
1F.	ELECTION OF DIRECTOR: MICHAEL R. GALLAGHER	Management	For		For	
1G.	ELECTION OF DIRECTOR: CATHERINE M. KLEMA	Management	For		For	
1H.	ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.	Management	For		For	
1I.	ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN	Management	For		For	
1J.	ELECTION OF DIRECTOR: BRENTON L. SAUNDERS	Management	For		For	
1K.	ELECTION OF DIRECTOR: RONALD R. TAYLOR	Management	For		For	
1L.	ELECTION OF DIRECTOR: FRED G. WEISS	Management	For		For	
2.	TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For		For	
3.	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION.	Management	For		For	
4.	TO PASS A SPECIAL RESOLUTION TO APPROVE, SUBJECT TO THE APPROVAL OF THE REGISTRAR OF COMPANIES IN IRELAND, THE CHANGE IN NAME OF THE COMPANY FROM ACTAVIS PLC TO ALLERGAN PLC.	Management	For		For	
5.	TO APPROVE THE AMENDED AND RESTATED 2013 INCENTIVE AWARD PLAN	Management	For		For	

	OF ACTAVIS PLC.								
6.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY TO ISSUE A SUSTAINABILITY REPORT.				Shareholder	Against		For	
7.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY TO ADOPT SUCH SHAREHOLDER'S POLICY REGARDING EXECUTIVE STOCK RETENTION.				Shareholder	Against		For	
ADAMS EXPRESS COMPANY									
Security				006212104		Meeting Type			Annual
Ticker Symbol				ADX		Meeting Date			30-Apr-2015
ISIN				US0062121043		Agenda			934136599 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1.	DIRECTOR					Management			
		1	ENRIQUE R. ARZAC				For		For
		2	PHYLLIS O. BONANNO				For		For
		3	KENNETH J. DALE				For		For
		4	FREDERIC A. ESCHERICH				For		For
		5	ROGER W. GALE				For		For
		6	KATHLEEN T. MCGAHRAN				For		For
		7	CRAIG R. SMITH				For		For
		8	MARK E. STOECKLE				For		For
2.	THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT PUBLIC AUDITORS.				Management	For		For	
3.	TO CONSIDER AND VOTE UPON A PROPOSAL TO AMEND THE COMPANY'S FUNDAMENTAL INVESTMENT POLICY ON INVESTMENTS IN COMMODITIES OR COMMODITIES CONTRACTS.				Management	For		For	
4.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE COMPANY PROVIDING INVESTMENT ADVISORY SERVICES TO OUTSIDE ACCOUNTS.				Management	For		For	

5.	TO CONSIDER AND VOTE UPON, IF PROPERLY PRESENTED, A STOCKHOLDER PROPOSAL RECOMMENDING THAT THE BOARD OF DIRECTORS CONSIDER CAUSING THE COMPANY TO CONDUCT A SELF-TENDER OFFER FOR ALL OF ITS OUTSTANDING COMMON SHARES.				Shareholder	Against		For	
AETNA INC.									
Security				00817Y108		Meeting Type			Annual
Ticker Symbol				AET		Meeting Date			15-May-2015
ISIN				US00817Y1082		Agenda			934160146 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: FERNANDO AGUIRRE					Management	For		For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI					Management	For		For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK					Management	For		For
1D.	ELECTION OF DIRECTOR: BETSY Z. COHEN					Management	For		For
1E.	ELECTION OF DIRECTOR: MOLLY J. COYE, M.D.					Management	For		For
1F.	ELECTION OF DIRECTOR: ROGER N. FARAH					Management	For		For
1G.	ELECTION OF DIRECTOR: BARBARA HACKMAN FRANKLIN					Management	For		For
1H.	ELECTION OF DIRECTOR: JEFFREY E. GARTEN					Management	For		For
1I.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK					Management	For		For
1J.	ELECTION OF DIRECTOR: RICHARD J. HARRINGTON					Management	For		For
1K.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG					Management	For		For
1L.	ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE					Management	For		For
1M.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE					Management	For		For
2.	APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC					Management	For		For

	ACCOUNTING FIRM								
3.	APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS				Management	For		For	
4A.	SHAREHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS-DISCLOSURE				Shareholder	Against		For	
4B.	SHAREHOLDER PROPOSAL ON EXECUTIVES TO RETAIN SIGNIFICANT STOCK				Shareholder	Against		For	
AGL RESOURCES INC.									
Security				001204106		Meeting Type			Annual
Ticker Symbol				GAS		Meeting Date			28-Apr-2015
ISIN				US0012041069		Agenda			934139280 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: SANDRA N. BANE					Management	For		For
1B.	ELECTION OF DIRECTOR: THOMAS D. BELL, JR.					Management	For		For
1C.	ELECTION OF DIRECTOR: NORMAN R. BOBINS					Management	For		For
1D.	ELECTION OF DIRECTOR: CHARLES R. CRISP					Management	For		For
1E.	ELECTION OF DIRECTOR: BRENDA J. GAINES					Management	For		For
1F.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON					Management	For		For
1G.	ELECTION OF DIRECTOR: WYCK A. KNOX, JR.					Management	For		For
1H.	ELECTION OF DIRECTOR: DENNIS M. LOVE					Management	For		For
1I.	ELECTION OF DIRECTOR: DEAN R. O'HARE					Management	For		For
1J.	ELECTION OF DIRECTOR: ARMANDO J. OLIVERA					Management	For		For
1K.	ELECTION OF DIRECTOR: JOHN E. RAU					Management	For		For
1L.	ELECTION OF DIRECTOR: JAMES A. RUBRIGHT					Management	For		For
1M.	ELECTION OF DIRECTOR: JOHN W. SOMERHALDER II					Management	For		For
1N.						Management	For		For

	ELECTION OF DIRECTOR: BETTINA M. WHYTE							
10.	ELECTION OF DIRECTOR: HENRY C. WOLF		Management	For		For		
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.		Management	For		For		
3.	THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.		Management	For		For		
4.	THE APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED ARTICLES OF INCORPORATION TO PROVIDE HOLDERS OF AT LEAST 25% OF THE VOTING POWER OF ALL OUTSTANDING SHARES ENTITLED TO VOTE THE RIGHT TO CALL A SPECIAL MEETING OF SHAREHOLDERS.		Management	For		For		
5.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN POLICY.		Shareholder	Against		For		
6.	SHAREHOLDER PROPOSAL REGARDING GOALS FOR REDUCING GREENHOUSE GAS EMISSIONS.		Shareholder	Against		For		
ALLERGAN, INC.								
Security			018490102		Meeting Type			Special
Ticker Symbol			AGN		Meeting Date			10-Mar-2015
ISIN			US0184901025		Agenda			934122502 - Management
Item	Proposal		Proposed by		Vote	For/Against Management		
1	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 16, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG ACTAVIS PLC, AVOCADO ACQUISITION INC. AND ALLERGAN, INC. (THE "MERGER PROPOSAL").		Management	For		For		
2	TO APPROVE THE ADJOURNMENT OF THE MEETING TO ANOTHER DATE AND PLACE IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL VOTES IN FAVOR OF THE MERGER PROPOSAL.		Management	For		For		

3	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION TO BE PAID TO ALLERGAN'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.				Management	For		For	
AMAZON.COM, INC.									
Security				023135106		Meeting Type			Annual
Ticker Symbol				AMZN		Meeting Date			10-Jun-2015
ISIN				US0231351067		Agenda			934198727 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS					Management	For		For
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG					Management	For		For
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN					Management	For		For
1D.	ELECTION OF DIRECTOR: WILLIAM B. GORDON					Management	For		For
1E.	ELECTION OF DIRECTOR: JAMIE S. GORELICK					Management	For		For
1F.	ELECTION OF DIRECTOR: JUDITH A. MCGRATH					Management	For		For
1G.	ELECTION OF DIRECTOR: ALAIN MONIE					Management	For		For
1H.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN					Management	For		For
1I.	ELECTION OF DIRECTOR: THOMAS O. RYDER					Management	For		For
1J.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER					Management	For		For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS					Management	For		For
3.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS FOR SHAREHOLDERS					Shareholder	Against		For
4.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING CORPORATE POLITICAL CONTRIBUTIONS					Shareholder	Against		For
5.	SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING					Shareholder	Against		For



6.	SHAREHOLDER PROPOSAL REGARDING A REPORT CONCERNING HUMAN RIGHTS RISKS				Shareholder	Against		For	
AMERICAN INTERNATIONAL GROUP, INC.									
Security				026874784		Meeting Type			Annual
Ticker Symbol				AIG		Meeting Date			13-May-2015
ISIN				US0268747849		Agenda			934157226 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: W. DON CORNWELL					Management	For		For
1B.	ELECTION OF DIRECTOR: PETER R. FISHER					Management	For		For
1C.	ELECTION OF DIRECTOR: JOHN H. FITZPATRICK					Management	For		For
1D.	ELECTION OF DIRECTOR: PETER D. HANCOCK					Management	For		For
1E.	ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN					Management	For		For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH					Management	For		For
1G.	ELECTION OF DIRECTOR: GEORGE L. MILES, JR.					Management	For		For
1H.	ELECTION OF DIRECTOR: HENRY S. MILLER					Management	For		For
1I.	ELECTION OF DIRECTOR: ROBERT S. MILLER					Management	For		For
1J.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON					Management	For		For
1K.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER					Management	For		For
1L.	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND					Management	For		For
1M.	ELECTION OF DIRECTOR: THERESA M. STONE					Management	For		For
2.	TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION.					Management	For		For

3.	TO ACT UPON A PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.				Management	For		For	
AMERICAN TOWER CORPORATION									
Security				03027X100		Meeting Type			Annual
Ticker Symbol				AMT		Meeting Date			20-May-2015
ISIN				US03027X1000		Agenda			934174676 - Management
Item	Proposal				Proposed by		Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: RAYMOND P. DOLAN					Management	For		For
1B.	ELECTION OF DIRECTOR: CAROLYN F. KATZ					Management	For		For
1C.	ELECTION OF DIRECTOR: GUSTAVO LARA CANTU					Management	For		For
1D.	ELECTION OF DIRECTOR: CRAIG MACNAB					Management	For		For
1E.	ELECTION OF DIRECTOR: JOANN A. REED					Management	For		For
1F.	ELECTION OF DIRECTOR: PAMELA D.A. REEVE					Management	For		For
1G.	ELECTION OF DIRECTOR: DAVID E. SHARBUTT					Management	For		For
1H.	ELECTION OF DIRECTOR: JAMES D. TAICLET, JR.					Management	For		For
1I.	ELECTION OF DIRECTOR: SAMME L. THOMPSON					Management	For		For
2.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015					Management	For		For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION					Management	For		For
APPLE INC.									
Security				037833100		Meeting Type			Annual
Ticker Symbol				AAPL		Meeting Date			10-Mar-2015
ISIN				US0378331005		Agenda			934118983 - Management

Item	Proposal			Proposed by		Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TIM COOK			Management		For	For
1B.	ELECTION OF DIRECTOR: AL GORE			Management		For	For
1C.	ELECTION OF DIRECTOR: BOB IGER			Management		For	For
1D.	ELECTION OF DIRECTOR: ANDREA JUNG			Management		For	For
1E.	ELECTION OF DIRECTOR: ART LEVINSON			Management		For	For
1F.	ELECTION OF DIRECTOR: RON SUGAR			Management		For	For
1G.	ELECTION OF DIRECTOR: SUE WAGNER			Management		For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015			Management		For	For
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION			Management		For	For
4.	THE AMENDMENT OF THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN			Management		For	For
5.	A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH ENTITLED "RISK REPORT"			Shareholder		Against	For
6.	A SHAREHOLDER PROPOSAL BY MR. JAMES MCRITCHIE AND MR. JOHN HARRINGTON ENTITLED "PROXY ACCESS FOR SHAREHOLDERS"			Shareholder		Against	For
AUTOMATIC DATA PROCESSING, INC.							
Security			053015103		Meeting Type		Annual
Ticker Symbol			ADP		Meeting Date		11-Nov-2014
ISIN			US0530151036		Agenda		934080235 - Management
Item	Proposal			Proposed by		Vote	For/Against Management
1.	DIRECTOR			Management			
	1	ELLEN R. ALEMANY				For	For
	2	LESLIE A. BRUN				For	For
	3	RICHARD T. CLARK				For	For
	4	ERIC C. FAST				For	For
	5	LINDA R. GOODEN				For	For
	6	MICHAEL P. GREGOIRE				For	For

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		7	R. GLENN HUBBARD				For		For	
		8	JOHN P. JONES				For		For	
		9	CARLOS A. RODRIGUEZ				For		For	
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.				Management	For		For		
3.	RATIFICATION OF THE APPOINTMENT OF AUDITORS.				Management	For		For		
BERKSHIRE HATHAWAY INC.										
Security										