

TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC

Form N-PX

August 28, 2012

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 811-22106

Tortoise Power and Energy Infrastructure Fund, Inc.
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211
(Address of Principal Executive Offices) (Zip code)

David J. Schulte, 11550 Ash Street, Suite 300, Leawood, KS 66211
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: June 30, 2012

Item 1. Proxy Voting Record

| Company Name | Meeting Date | CUSIP | Ticker |
|------------------------|------------------------|---|---------------------------------------|
| Buckeye Partners, L.P. | June 5, 2012 | 118230101 | BPL |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Pieter Bakker 2) C. Scott Hobbs 3) Mark C. McKinley | Issuer |
| For | For | The ratification of the selection of Deloitte & Touche LLP as Buckeye Partners, L.P.'s Independent Registered Public Accountants for 2012 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------------------|------------------------|---|---------------------------------------|
| Markwest Energy Partners L.P. | June 1, 2012 | 570759100 | MWE |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) Frank M. Semple 2) Donald D. Wolf 3) Keith E. Bailey 4) Michael L. Beatty 5) Charles K. Dempster 6) Donald C. Heppermann 7) Randall J. Larson 8) Anne E. Fox Mounsey 9) William P. Nicoletti | Issuer |
| For | For | To approve an amendment to the partnership's 2008 Long-Term Incentive Plan to increase the number of common units available for issuance under the plan from 2.5 million to 3.7 million | Issuer |
| For | For | Ratification of Deloitte & Touche LLP as the Partnership's Independent Registered Public Accountants for the fiscal year ending December 31, 2012 | Issuer |

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| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------|------------------------|---|---------------------------------------|
| Copano Energy, L.L.C. | May 17, 2012 | 217202100 | CPNO |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Election of Directors: 1) James G. Crump 2) Ernie L. Danner 3) Scott A. Griffiths 4) Michael L. Johnson 5) Michael G. MacDougall 6) R. Bruce Northcutt 7) T. William Porter 8) William L. Thacker | Issuer |
| For | For | Ratification of Deloitte & Touche LLP as Independent Registered Public Accounting Firm for 2012 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------------|------------------------|--|---------------------------------------|
| Holly Energy Partners LP | April 25, 2012 | 435763107 | HEP |
| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
| For | For | Approve an Amendment and Restatement of the Holly Energy Partners, L.P. Long-Term Incentive Plan (as it has been amended from time to time, the LTIP), which, among other things, provides for an increase in the maximum number of common units reserved and available for delivery with respect to awards under the LTIP to 1,250,000 Common Units (the "LTIP Proposal") | Issuer |
| For | For | Approve 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 | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|----------------|-----------|--------|
| | April 24, 2012 | 559080106 | MMP |

Magellan Midstream
Partners, L.P.

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | Election of Directors: 1) Robert G. Croyle 2) Barry R. Pearl | Issuer |
| For | For | Advisory resolution to approve executive compensation | Issuer |
| For | For | Ratification of appointment of independent auditor | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|----------------------------|-------------------|-----------|--------|
| Regency Energy Partners LP | December 16, 2011 | 75885Y107 | RGP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|---|---------------------------------------|
| For | For | Approval of the terms of the Regency Energy Partners LP 2011 Long-Term Incentive Plan, which provides for awards of options, all as more fully described in the Proxy Statement | Issuer |

| Company Name | Meeting Date | CUSIP | Ticker |
|------------------------------|-------------------|-----------|--------|
| Duncan Energy Partners, L.P. | September 7, 2011 | 265026104 | DEP |

| Vote | For/Against Management | Proposal | Proposed by Issuer or Security Holder |
|------|------------------------|--|---------------------------------------|
| For | For | The proposal to approve the Agreement and Plan of Merger, dated as of April 28, 2011, by and among Enterprise Products Partners L.P., Enterprise Products Holdings LLC, EPD MergerCo LLC, Duncan Energy Partners L.P. and DEP Holdings, LLC, as it may be amended from time to time (the "Merger Agreement") and the Merger contemplated by the Merger Agreement | Issuer |

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.

TORTOISE POWER AND ENERGY
INFRASTRUCTURE FUND, INC.

Date: August 27, 2012

By: /s/ Terry Matlack
Terry Matlack
Chief Executive Officer