

EAGLE CAPITAL GROWTH FUND, INC.
Form N-PX
July 19, 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: 811-05807

Eagle Capital Growth Fund, Inc.
(Exact name of registrant as specified in charter)

225 East Mason St.
Suite 802
Milwaukee, WI 53202-3657
(Address of principal executive offices) (zip code)

Luke E. Sims, President
Eagle Capital Growth Fund, Inc.
225 East Mason St.
Suite 802
Milwaukee, WI 53202-3657
(Name and address of agent for service)

Registrant's telephone number, including area code: (414) 765-1107

Date of fiscal year end: 12/31

Date of reporting period: 07/01/2011 thru 06/30/2012

Abbott Laboratories Inc.
 Ticker: ABT
 Meeting Date: 04/27/2012
 Record Date: 02/29/2012

Security ID: 002824100
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------|---------|-----------|-------------|
| 1-01 | Elect Director R.J. Alpern | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director R.S. Austin | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director S.E. Blount | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director W.J. Farrell | FOR | FOR | MANAGEMENT |
| 1-05 | Elect Director E.M. Liddy | FOR | FOR | MANAGEMENT |
| 1-06 | Elect Director N. McKinstry | FOR | FOR | MANAGEMENT |
| 1-07 | Elect Director P.N. Novakovic | FOR | FOR | MANAGEMENT |
| 1-08 | Elect Director W.A. Osborn | FOR | FOR | MANAGEMENT |
| 1-09 | Elect Director S.C. Scott | FOR | FOR | MANAGEMENT |
| 1-10 | Elect Director G.F. Tilton | FOR | FOR | MANAGEMENT |
| 1-11 | Elect Director M.D. White | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Say on pay | FOR | FOR | MANAGEMENT |
| 4 | Transparency in Animal Research | AGAINST | AGAINST | SHAREHOLDER |
| 5 | Lobbying Disclosure | AGAINST | AGAINST | SHAREHOLDER |
| 6 | Independent Board Chair | AGAINST | FOR | SHAREHOLDER |
| 7 | Tax Gross-ups | AGAINST | AGAINST | SHAREHOLDER |
| 8 | Equity Retention and Hedging | AGAINST | AGAINST | SHAREHOLDER |
| 9 | Incentive Compensation | AGAINST | AGAINST | SHAREHOLDER |
| 10 | Ban Accelerated Award Vesting | AGAINST | AGAINST | SHAREHOLDER |

Automatic Data Processing Inc.
 Ticker: ADP
 Meeting Date: 11/08/2010
 Record Date: 09/09/2010

Security ID: 53015103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------|------------|
| 1-01 | Elect Director Gregory Brenneman | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Leslie Brun | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director Gary Butler | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director Richard Clark | FOR | FOR | MANAGEMENT |
| 1-05 | Elect Director Eric Fast | FOR | FOR | MANAGEMENT |
| 1-06 | Elect Director Linda Gooden | FOR | FOR | MANAGEMENT |
| 1-07 | Elect Director Glenn Hubbard | FOR | FOR | MANAGEMENT |
| 1-08 | Elect Director John Jones | FOR | FOR | MANAGEMENT |
| 1-09 | Elect Director Enrique Salem | FOR | FOR | MANAGEMENT |
| 1-10 | Elect Director Gregory Summe | FOR | FOR | MANAGEMENT |

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| | | | | |
|---|-------------------------------|--------|--------|------------|
| 2 | Appointment of auditor | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory vote frequency | 1-year | 1-year | MANAGEMENT |

Berkshire Hathaway Inc.
 Ticker: BRKb
 Meeting Date: 05/05/2012
 Record Date: 03/07/2012

Security ID: 084670702
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------|-------------|
| 1-01 | Elect Director Warren Buffett | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Charles Munger | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director Howard Buffett | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Director Stephen Burke | FOR | FOR | MANAGEMENT |
| 1-05 | Elect Director Susan Decker | FOR | FOR | MANAGEMENT |
| 1-06 | Elect Director William Gates III | FOR | FOR | MANAGEMENT |
| 1-07 | Elect Director David Gottesman | FOR | FOR | MANAGEMENT |
| 1-08 | Elect Director Charlotte Guyman | FOR | FOR | MANAGEMENT |
| 1-09 | Elect Director Donald Keough | FOR | FOR | MANAGEMENT |
| 1-10 | Elect Director Thomas Murphy | FOR | FOR | MANAGEMENT |
| 1-11 | Elect Director Ronald Olson | FOR | FOR | MANAGEMENT |
| 1-12 | Elect Director Walter Scott, Jr. | FOR | FOR | MANAGEMENT |
| 2 | Succession Planning | AGAINST | AGAINST | SHAREHOLDER |

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Best Buy Co. Inc.

Ticker: BBY

Meeting Date: 06/21/2012

Record Date: 04/23/2012

Security ID: 086516101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1-01 | Elect Director Lisa Caputo | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Kathy Higgins Victor | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director Gerard Vittecoq | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Executive compensation vote | FOR | AGAINST | MANAGEMENT |
| 4 | Approval of shares to employee plan | FOR | AGAINST | MANAGEMENT |
| 5 | Board Declassification | FOR | FOR | SHAREHOLDER |

The Chubb Corporation

Ticker: CB

Meeting Date: 04/24/2011

Record Date: 03/02/2011

Security ID: 171232101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Zoe Baird Budinger | FOR | FOR | MANAGEMENT |
| 1b | Elect Director Sheila Burke | FOR | FOR | MANAGEMENT |
| 1c | Elect Director James Cash, Jr. | FOR | FOR | MANAGEMENT |
| 1d | Elect Director John Finnegan | FOR | FOR | MANAGEMENT |
| 1e | Elect Director Lawrence Kellner | FOR | FOR | MANAGEMENT |
| 1f | Elect Director Martin McGuinn | FOR | FOR | MANAGEMENT |
| 1g | Elect Director Lawrence Small | FOR | FOR | MANAGEMENT |
| 1h | Elect Director Jess Soderberg | FOR | FOR | MANAGEMENT |
| 1i | Elect Director Daniel Somers | FOR | FOR | MANAGEMENT |
| 1j | Elect Director James Zimmerman | FOR | FOR | MANAGEMENT |
| 1k | Elect Director Alfred Zollar | FOR | FOR | MANAGEMENT |
| 2 | To ratify independent auditor | FOR | FOR | MANAGEMENT |
| 3 | To adopt executive compensation plan | FOR | FOR | MANAGEMENT |
| 4 | Vote on political contributions | FOR | FOR | SHAREHOLDER |

Colgate-Palmolive Company

Ticker: CL

Meeting Date: 05/11/2012

Record Date: 03/12/2012

Security ID: 194162103

Meeting Type: Annual

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1A | Elect Director Nikesh Arora | FOR | FOR | MANAGEMENT |
| 1B | Elect Director John Cahill | FOR | FOR | MANAGEMENT |
| 1C | Elect Director Ian Cook | FOR | FOR | MANAGEMENT |
| 1D | Elect Director Helene Gayle | FOR | FOR | MANAGEMENT |
| 1E | Elect Director Ellen Hancock | FOR | FOR | MANAGEMENT |
| 1F | Elect Director Joseph Jimenez | FOR | FOR | MANAGEMENT |
| 1G | Elect Director Richard Kogan | FOR | FOR | MANAGEMENT |
| 1H | Elect Director Delano Lewis | FOR | FOR | MANAGEMENT |
| 1I | Elect Director J. Pedro Reinhard | FOR | FOR | MANAGEMENT |
| 1J | Elect Director Steven Sadove | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Independent Board Chairman | AGAINST | FOR | SHAREHOLDER |

Diamond Hill Financial Trends Fund

Ticker: CL

Meeting Date: 04/17/2012

Record Date: 03/01/2012

Security ID: 25264C101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------|---------|-----------|------------|
| 1-01 | Elect Director Franklin Golden | FOR | FOR | MANAGEMENT |
| 1-02 | Elect Director Russell Page | FOR | FOR | MANAGEMENT |
| 1-03 | Elect Director Fred Steingraber | FOR | FOR | MANAGEMENT |
| 1-04 | Elect Donald Tomlin | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

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Franklin Resources, Inc.
 Ticker: CL
 Meeting Date: 03/04/2012
 Record Date: 01/17/2012

Security ID: 354613101
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1-A | Elect Director Samuel Armacost | FOR | FOR | MANAGEMENT |
| 1-B | Elect Director Charles Crocker | FOR | FOR | MANAGEMENT |
| 1-C | Elect Director Joseph Hardiman | FOR | FOR | MANAGEMENT |
| 1-D | Elect Director Charles Johnson | FOR | FOR | MANAGEMENT |
| 1-E | Elect Director Gregory Johnson | FOR | FOR | MANAGEMENT |
| 1-F | Elect Director Rupert Johnson, Jr. | FOR | FOR | MANAGEMENT |
| 1-G | Elect Director Mark Pigott | FOR | FOR | MANAGEMENT |
| 1-H | Elect Director Chutta Ratnathicam | FOR | FOR | MANAGEMENT |
| 1-I | Elect Director Laura Stein | FOR | FOR | MANAGEMENT |
| 1-J | Elect Director Anne Tatlock | FOR | FOR | MANAGEMENT |
| 1-K | Elect Geoffrey Yang | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

Guggenheim Enhanced Equity Strategy Fund
 Ticker: GGE
 Meeting Date: 04/26/2012
 Record Date: 02/17/2012

Security ID: 40167K100
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Election of Trustee Roman Friedrich III | FOR | AGAINST | MANAGEMENT |
| 1.2 | Election of Trustee Ronald Nyberg | FOR | AGAINST | MANAGEMENT |

Hillenbrand Inc.
 Ticker: HI
 Meeting Date: 02/22/2012
 Record Date: 12/16/2012

Security ID: 431571108
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1-01 | Election of Director Edward Cloues | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Helen Cornell | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Eduardo Menasce | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Stuart Taylor, II | FOR | FOR | MANAGEMENT |

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| | | | | |
|---|---------------------------------|-----|-----|------------|
| 2 | Executive compensation vote | FOR | FOR | MANAGEMENT |
| 3 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

Illinois Tool Works Inc.
 Ticker: ITW
 Meeting Date: 05/04/2012
 Record Date: 03/06/2012

Security ID: 452308109
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|------------|
| 1A | Election of Director Daniel Brutto | FOR | FOR | MANAGEMENT |
| 1B | Election of Director Susan Crown | FOR | FOR | MANAGEMENT |
| 1C | Election of Director Don Davis, Jr. | FOR | FOR | MANAGEMENT |
| 1D | Election of Director James Griffith | FOR | FOR | MANAGEMENT |
| 1E | Election of Director Robert McCormack | FOR | FOR | MANAGEMENT |
| 1F | Election of Director Robert Morrison | FOR | FOR | MANAGEMENT |
| 1G | Election of Director James Skinner | FOR | FOR | MANAGEMENT |
| 1H | Election of Director David Smith, Jr. | FOR | FOR | MANAGEMENT |
| 1I | Election of Director David Speer | FOR | FOR | MANAGEMENT |
| 1J | Election of Director Pamela Strobel | FOR | FOR | MANAGEMENT |
| 1K | Election of Director Kevin Warren | FOR | FOR | MANAGEMENT |
| 1L | Election of Director Anre Williams | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Executive compensation approval | FOR | FOR | MANAGEMENT |

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Johnson & Johnson

Ticker: JNJ

Meeting Date: 04/26/2012

Record Date: 02/28/2012

Security ID: 369604103

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Election of Director Mary Sue Coleman | FOR | FOR | MANAGEMENT |
| 1b | Election of Director James Cullen | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Ian Davis | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Alex Gorsky | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Michael Johns | FOR | FOR | MANAGEMENT |
| 1f | Election of Director Susan Lindquist | FOR | FOR | MANAGEMENT |
| 1g | Election of Director Anne Mulcahy | FOR | AGAINST | MANAGEMENT |
| 1h | Election of Director Leo Mullin | FOR | FOR | MANAGEMENT |
| 1i | Election of Director William Perez | FOR | FOR | MANAGEMENT |
| 1j | Election of Director Charles Prince | FOR | AGAINST | MANAGEMENT |
| 1k | Election of Director David Satcher | FOR | FOR | MANAGEMENT |
| 1l | Election of Director William Weldon | FOR | AGAINST | MANAGEMENT |
| 1m | Election of Director Ronald Williams | FOR | FOR | MANAGEMENT |
| 2 | Executive officer compensation | FOR | AGAINST | MANAGEMENT |
| 3 | Approval of incentive plan | FOR | AGAINST | MANAGEMENT |
| 4 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 5 | Independent Board chairman | AGAINST | FOR | SHAREHOLDER |
| 6 | Political Contributions | AGAINST | AGAINST | SHAREHOLDER |
| 7 | Adoption of non-animal methods for training | AGAINST | AGAINST | SHAREHOLDER |

Medtronic, Inc.

Ticker: MDT

Meeting Date: 08/25/2011

Record Date: 06/27/2011

Security ID: 585055106

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---------------------------------------|---------|-----------|------------|
| 1-01 | Election of Director Richard Anderson | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director David Calhoun | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Victor Dzau | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Omar Ishrak | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Shirley Jackson | FOR | FOR | MANAGEMENT |

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| | | | | |
|------|--|--------|---------|------------|
| 1-06 | Election of Director James Lenehan | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director Denise O'Leary | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Kendall Powell | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Robert Pozen | FOR | FOR | MANAGEMENT |
| 1-10 | Election of Director Jean-Pierre Rosso | FOR | FOR | MANAGEMENT |
| 1-11 | Election of Director Jack Schuler | FOR | FOR | MANAGEMENT |
| 2 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |
| 2 | Executive compensation approval | FOR | AGAINST | MANAGEMENT |
| 2 | Frequency of say-on-pay | 1-year | 1-year | MANAGEMENT |

Paychex, Inc.

Ticker: PAYX

Meeting Date: 10/11/2011

Record Date: 08/12/2011

Security ID: 704326107

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1A | Election of Director B. Thomas Golisano | FOR | FOR | MANAGEMENT |
| 1B | Election of Director Joseph Doody | FOR | FOR | MANAGEMENT |
| 1C | Election of Director David Flaschen | FOR | FOR | MANAGEMENT |
| 1D | Election of Director Phillip Horsley | FOR | FOR | MANAGEMENT |
| 1E | Election of Director Grant Inman | FOR | FOR | MANAGEMENT |
| 1F | Election of Director Pamela Joseph | FOR | FOR | MANAGEMENT |
| 1G | Election of Director Martin Mucci | FOR | FOR | MANAGEMENT |
| 1H | Election of Director Joseph Tucci | FOR | FOR | MANAGEMENT |
| 1L | Election of Director Joseph Velli | FOR | FOR | MANAGEMENT |
| 2 | Advisory vote on compensation | FOR | FOR | MANAGEMENT |
| 3 | Frequency of say-on-pay | 1-year | 1-year | MANAGEMENT |
| 4 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

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Pepsico, Inc.

Ticker: PEP

Meeting Date: 05/02/2012

Record Date: 03/02/2012

Security ID: 713448108

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|-------------|
| 1a | Election of Director S.L. Brown | FOR | FOR | MANAGEMENT |
| 1b | Election of Director I.M. Cook | FOR | FOR | MANAGEMENT |
| 1c | Election of Director D. Dublon | FOR | FOR | MANAGEMENT |
| 1d | Election of Director V.J. Dzau | FOR | FOR | MANAGEMENT |
| 1e | Election of Director R.L. Hunt | FOR | FOR | MANAGEMENT |
| 1f | Election of Director A. Ibarguen | FOR | FOR | MANAGEMENT |
| 1g | Election of Director I.K. Nooyi | FOR | AGAINST | MANAGEMENT |
| 1h | Election of Director S.P. Rockefeller | FOR | FOR | MANAGEMENT |
| 1i | Election of Director J.J. Schiro | FOR | FOR | MANAGEMENT |
| 1j | Election of Director L.G. Trotter | FOR | FOR | MANAGEMENT |
| 1k | Election of Director D. Vasella | FOR | FOR | MANAGEMENT |
| 1l | Election of Director A. Weissner | FOR | FOR | MANAGEMENT |
| 2 | Approval of public accountants | FOR | FOR | MANAGEMENT |
| 3 | Approval of executive compensation | FOR | AGAINST | MANAGEMENT |
| 4 | Approval of incentive plan | FOR | AGAINST | MANAGEMENT |
| 5 | Lobbying practices | AGAINST | AGAINST | SHAREHOLDER |
| 6 | Risk oversight committee | AGAINST | AGAINST | SHAREHOLDER |
| 7 | Independent chairman | FOR | AGAINST | SHAREHOLDER |

The Procter & Gamble Company

Ticker: PG

Meeting Date: 10/11/2011

Record Date: 08/12/2011

Security ID: 742718109

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Election of Director Angela Braly | FOR | FOR | MANAGEMENT |
| 1b | Election of Director Kenneth Chenault | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Scott Cook | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Susan Desmond-Hellman | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Robert McDonald | FOR | FOR | MANAGEMENT |
| 1f | Election of Director W. James McNerney, Jr. | FOR | FOR | MANAGEMENT |
| 1g | Election of Director Johnathan Rodgers | FOR | FOR | MANAGEMENT |

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| | | | | |
|----|--|---------|---------|-------------|
| 1h | Election of Director Margaret Whitman | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Mary Wilderotter | FOR | FOR | MANAGEMENT |
| 1j | Election of Director Patricia Woertz | FOR | FOR | MANAGEMENT |
| 1k | Election of Director Ernesto Zedillo | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Say on pay | FOR | FOR | MANAGEMENT |
| 4 | Say on pay frequency | 1-year | 1-year | MANAGEMENT |
| 5 | Amend articles of incorporation | FOR | FOR | MANAGEMENT |
| 6 | Cumulative voting | AGAINST | FOR | SHAREHOLDER |
| 7 | Animal Testing | AGAINST | AGAINST | SHAREHOLDER |
| 8 | Electioneering contributions | AGAINST | AGAINST | SHAREHOLDER |

Sigma-Aldrich Corporation

Ticker: SIAL

Meeting Date: 05/01/2012

Record Date: 03/02/2012

Security ID: 826552101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Election of Director Rebecca Bergman | FOR | FOR | MANAGEMENT |
| 1b | Election of Director George Church | FOR | FOR | MANAGEMENT |
| 1c | Election of Director Lee McCollum | FOR | FOR | MANAGEMENT |
| 1d | Election of Director Avi Nash | FOR | FOR | MANAGEMENT |
| 1e | Election of Director Steven Paul | FOR | FOR | MANAGEMENT |
| 1f | Election of Director J. Pedro Reinhard | FOR | FOR | MANAGEMENT |
| 1g | Election of Director Rakesh Sachdev | FOR | FOR | MANAGEMENT |
| 1h | Election of Director Dean Spatz | FOR | FOR | MANAGEMENT |
| 1i | Election of Director Barrett Toan | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |

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Stryker Corporation

Ticker: SYK

Meeting Date: 04/24/2012

Record Date: 03/05/2012

Security ID: 863667101

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1-01 | Election of Director Howard Cox, Jr. | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Srikant Datar | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Roch Doliveux | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Louise Francesconi | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Allan Golston | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director Howard Lance | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director William Parfet | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Ronda Stryker | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Approval of article of incorporation change | FOR | FOR | MANAGEMENT |
| 4 | Approval of performance goals | FOR | FOR | MANAGEMENT |
| 5 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |

Sysco Corporation

Ticker: SYY

Meeting Date: 11/16/2011

Record Date: 09/19/2011

Security ID: 871829107

Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|------------|
| 1A | Election of Director Judith Craven | FOR | FOR | MANAGEMENT |
| 1B | Election of Director William Delaney | FOR | FOR | MANAGEMENT |
| 1C | Election of Director Larry Glasscock | FOR | FOR | MANAGEMENT |
| 1D | Election of Director Richard Tilghman | FOR | FOR | MANAGEMENT |
| 2 | Approval of executive compensation | FOR | FOR | MANAGEMENT |
| 3 | Frequency of say on pay votes | 1-year | 1-year | MANAGEMENT |
| 4 | Bylaw change | FOR | FOR | MANAGEMENT |
| 5 | Ratification of accounting firm | FOR | FOR | MANAGEMENT |

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Waters Corporation
 Ticker: WAT
 Meeting Date: 05/09/2012
 Record Date: 03/15/2012

Security ID: 941848103
 Meeting Type: Annual

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1-01 | Election of Director Joshua Bekenstein | FOR | FOR | MANAGEMENT |
| 1-02 | Election of Director Michael Berendt | FOR | FOR | MANAGEMENT |
| 1-03 | Election of Director Douglas Berthiaume | FOR | FOR | MANAGEMENT |
| 1-04 | Election of Director Edward Conrad | FOR | FOR | MANAGEMENT |
| 1-05 | Election of Director Laurie Glimcher | FOR | FOR | MANAGEMENT |
| 1-06 | Election of Director Christopher Kuebler | FOR | FOR | MANAGEMENT |
| 1-07 | Election of Director William Miller | FOR | FOR | MANAGEMENT |
| 1-08 | Election of Director Joann Reed | FOR | FOR | MANAGEMENT |
| 1-09 | Election of Director Thomas Salice | FOR | FOR | MANAGEMENT |
| 2 | Ratification of public accounting firm | FOR | FOR | MANAGEMENT |
| 3 | Advisory vote on executive compensation | FOR | FOR | MANAGEMENT |
| 4 | Advisory 2012 executive incentive plan | FOR | FOR | MANAGEMENT |

SIGNATURES

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

EAGLE CAPITAL GROWTH FUND, INC.

By: /s/ Luke E. Sims
Luke E. Sims, President

Date: July 17, 2012
