SPECIAL OPPORTUNITIES FUND, INC. Form N-PX August 30, 2011

# 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 811-07528

Special Opportunities Fund, Inc. (Exact name of registrant as specified in charter)

615 East Michigan Street

Milwaukee, WI 53202 (Address of principal executive offices) (Zip code)

Andrew Dakos
Brooklyn Capital Management, LLC
Park 80 West
250 Pehle Avenue, Suite 708
Saddle Brook, NJ 07663
(Name and address of agent for service)

Copy to: Thomas R. Westle, Esq. Blank Rome LLP The Chrysler Building 405 Lexington Avenue New York, NY 10174

## 1-877-607-0414 Registrant's telephone number, including area code

Date of fiscal year end: 12/31/2011

Date of reporting period: July 1, 2010 to June 30, 2011

#### Item 1. Proxy Voting Record.

SPE instructed its nominee to

owned by SPE on the record date

vote the shares beneficially

in the same proportion as the

SPE instructed its nominee to

vote the shares beneficially owned by SPE on the record date

in the same proportion as the

vote of all other holders of such

vote of all other holders of such

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Ticker Company Name Meeting Date **CUSIP GCS DWS Enhanced Commodity** July 22,2010 23338Y100

Strategy Fund, Inc.

Vote Management **Proposal** Propose by issuer or shareholder Recommended

Vote

1. To consider and vote upon

the election of Ms. Dawn-Marie Driscoll. Messrs. John W. Ballantine and Henry P. Becton, Jr. as Class I Directors of the Fund. each to hold office until the Fund's annual meeting of

stockholders held during its

shares. For 2012-2013 fiscal Issuer

> 2. To consider and vote upon the election of Ms. Rebecca W. Rimel, Messrs. Paul K.

Freeman, William McClayton, William N. Searcy, Jr. and Robert H. Wadsworth as Class III

Directors of the Fund, each to hold office until the Fund's

annual meeting of

For stockholders Issuer shares.

> 3. To consider and vote upon an Agreement and Plan of Reorganization and the transactions it contemplates, including the transfer of all of the assets of DWS Enhanced Commodity Strategy Fund, Inc. (the "ECS Closed-End Fund") to DWS Enhanced

Commodity Strat For

Issuer Against If properly presented at the Shareholder

> meeting, a stockholder proposal to terminate the **Investment Management**

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the

vote of all other holders of such

shares.

Agreement between the Fund and Deutsche Investment Management Americas, Inc.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker Nuveen Premium Income Muni July 27. 2010 **NPI APRS** 67062T407

Fund-Series W

Management Recommended Propose by issuer

Vote Vote or shareholder **Proposal** 

A vote for election of the following nominees 1A -

01-John P.

Bremner,03-Jack B. Evans,04-David J. Kundert,05-Judith M. Stockdale,06-Carole E. Stone.07-Terence J.

Amboian.02-Robert P.

Toth,08-William C. Hunter,09-William J.

Schneider shares For Issuer

> 2A- To approve the elimination of the Fund's fundamental policies relating to investments in Municipal

Securities and below

2B- To approve the new

fundamental policy relating to

For Investment Grade Securities. shares. Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date

SPE instructed its nominee to

owned by SPE on the record date

vote of all other holders of such

vote the shares beneficially

in the same proportion as the

SPE instructed its nominee to

in the same proportion as the

vote of all other holders of such

owned by SPE on the record date

vote the shares beneficially

in the same proportion as the vote of all other holders of such

investments in Municipal shares. For Securities. Issuer SPE instructed its nominee to

vote the shares beneficially 2C- To approve the owned by SPE on the record date elimination of the Fund's in the same proportion as the fundamental policy relating to vote of all other holders of such investment in other

For shares. Investment Companies. Issuer SPE instructed its nominee to For 2D- To approve the Issuer

vote the shares beneficially elimination of the Fund's owned by SPE on the record date fundamental policy relating to

in the same proportion as the Commodities

2E- To approve the new

vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

fundamental policy relating to

shares. Commodities. For Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

2F- To approve the elimination of the Fund's fundamental policies relation to Derivatives and Short

shares. For Sales. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker Nuveen Premium Income Muni July 27. 2010 67062T605 NPI APRS

Fund-Series F

Management

Recommended Propose by issuer Vote Vote **Proposal** or shareholder

> A vote for election of the following nominees

> > 01-John P.

Amboian,02-Robert P. Bremner,03-Jack B. Evans,04-David J. Kundert,05-Judith M. Stockdale.06-Carole E. Stone,07-Terence J.

vote the shares beneficially owned by SPE on the record date in the same proportion as the Toth,08-William C. vote of all other holders of such Hunter,09-William J. shares. For Schneider

SPE instructed its nominee to 2A- To approve the vote the shares beneficially elimination of the Fund's owned by SPE on the record date fundamental policies relating in the same proportion as the to investments in Municipal vote of all other holders of such

Securities and below

shares. For Investment Grade Securities. Issuer For SPE instructed its nominee to 2B- To approve the new Issuer

> fundamental policy relating to investments in Municipal

Securities.

vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

SPE instructed its nominee to

shares.

SPE instructed its nominee to 2C- To approve the vote the shares beneficially owned by SPE on the record date elimination of the Fund's

in the same proportion as the fundamental policy relating to vote of all other holders of such investment in other

Investment Companies. shares. For

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date 2D- To approve the in the same proportion as the elimination of the Fund's vote of all other holders of such fundamental policy relating to

For Commodities shares. Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

2E- To approve the new fundamental policy relating to

Commodities. shares. For Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

2F- To approve the elimination of the Fund's fundamental policies relation to Derivatives and Short

Issuer

shares. For Sales. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Meeting Date **CUSIP** Ticker Company Name Nuveen Performance Plus Muni July 27. 2010 67062P405 NPP ARPS

Fund-Series W.

Vote Management Propose by issuer **Proposal** or shareholder

Recommended

Vote

A vote for election of the following nominees

01-John P.

Amboian.02-Robert P. Bremner.03-Jack B. Evans,04-David J. Kundert.05-Judith M. Stockdale,06-Carole E.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date Stone.07-Terence J. in the same proportion as the Toth.08-William C. vote of all other holders of such Hunter,09-William J.

shares. For Schneider Issuer

SPE instructed its nominee to 2A- To approve the elimination of the Fund's vote the shares beneficially owned by SPE on the record date fundamental policies relating in the same proportion as the to investments in Municipal vote of all other holders of such Securities and below For Investment Grade Securities. Issuer shares. SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date 2B- To approve the new in the same proportion as the fundamental policy relating to vote of all other holders of such investments in Municipal For Securities. shares. Issuer SPE instructed its nominee to vote the shares beneficially 2C- To approve the owned by SPE on the record date elimination of the Fund's in the same proportion as the fundamental policy relating to vote of all other holders of such investment in other For Investment Companies. shares. Issuer SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date 2D- To approve the in the same proportion as the elimination of the Fund's vote of all other holders of such fundamental policy relating to For Commodities shares.

For

Issuer

Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

2E- To approve the new fundamental policy relating to Commodities.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

2F- To approve the elimination of the Fund's fundamental policies relation to Derivatives and Short

For Sales. Issuer shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** 

Nuveen Insured Quality Muni

Fund-Series W

Vote

Ticker July 27. 2010 67062N301 **NOI ARPS** 

Management

Recommended Propose by issuer Vote **Proposal** or shareholder For Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

shares.

Vote

A vote for election of the following nominees

01-John P.

Amboian.02-Robert P. Bremner,03-Jack B. Evans,04-David J. Kundert,05-Judith M. Stockdale,06-Carole E. Stone.07-Terence J. Toth,08-William C. Hunter,09-William J.

Schneider

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker

Nuveen Insured Quality Muni

SPE instructed its nominee to vote the shares beneficially

in the same proportion as the

owned by SPE on the record date

vote of all other holders of such

Fund-Series M July 27. 2010 67062E400 **NQM ARPS** 

Management

Recommended Propose by issuer Vote or shareholder

**Proposal** 

A vote for election of the following nominees

01-John P.

Amboian,02-Robert P. Bremner.03-Jack B. Evans,04-David J. Kundert.05-Judith M. Stockdale,06-Carole E. Stone,07-Terence J. Toth,08-William C.

Hunter,09-William J.

For Schneider shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2010 - June 30, 2011 Period:

Company Name Meeting Date **CUSIP** Ticker July 27. 2010 67062N608 **NQI ARPS** 

Nuveen Insured Quality Muni

Fund-Series TH

Recommended Propose by issuer

or shareholder Vote Vote **Proposal** SPE instructed its nominee to For A vote for election of the Issuer

vote the shares beneficially following nominees 1A -

Management

owned by SPE on the record date in the same proportion as the vote of all other holders of such

shares.

Vote

Vote

01-John P.

Amboian,02-Robert P. Bremner,03-Jack B. Evans.04-David J. Kundert,05-Judith M. Stockdale,06-Carole E. Stone,07-Terence J. Toth,08-William C. Hunter,09-William J.

Schneider

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name **DWS RREEF World Real Estate** 

Meeting Date

**CUSIP** 23339T209

Western's proposal to elect

Ticker DRP

& Tactical Strategies Fund, Inc.

Management

Recommended Vote Proposal

8/9/2010

Propose by issuer or shareholder

shareholder

shareholder

four nominees to serve as Class III Directors of the Board of Directors of the Fund(the"Board") until the SPE instructed its nominee to 2013 annual meeting of vote the shares beneficially owned by SPE on the record date stockholders. 01) Neil Chelo in the same proportion as the 02) Robert H. Daniels 03) vote of all other holders of such Gregory R. Dube 04) Arthur D. Lipson

against

shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

Western's Proposal that the Board take the necessary

steps to declassify the Board so that all directors are

elected on an annual basis. against

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name **DWS RREEF World Real Estate** & Tactical Strategies Fund, Inc.

Meeting Date

**CUSIP** 23339T209 Ticker DRP

Management

Recommended Vote **Proposal** 

8/9/2010

Propose by issuer or shareholder

Election of Class III Board SPE instructed its nominee to vote the shares beneficially Members: owned by SPE on the record date Kenneth C. Froewiss 02) in the same proportion as the Rebecca W. Rimel 03) vote of all other holders of such William N. Searcy, Jr. 04)

For Robert H. Wadsworth Issuer shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

If properly presented, a stockholder proposal regarding board

declassification. shareholder shares. against

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker Korea Equity Fund 8/24/2010 50063B104 **KEF** 

Management

Recommended Propose by issuer Vote Vote or shareholder **Proposal** 

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

SPE instructed its nominee to

owned by SPE on the record date

vote of all other holders of such

vote the shares beneficially

in the same proportion as the

A vote for election of the following nominees For 01-William G. Baker.Jr. shares.

SPE instructed its nominee to Ratification of the selection vote the shares beneficially of Ernst & Young as the owned by SPE on the record date Fund's independent

Registered Public Accounting in the same proportion as the vote of all other holders of such Firm for the fiscal year

shares. For ending October 31, 2010 Issuer

> A Shareholder proposal requesting that the Board of Directors take action seeking to convert the Fund to an internal Fund and to establish a fundamental policy

requiring the Fund to make periodic offers to repurchase between 5% and 25% of its outstanding shares at approximately net asset

value, as more particularly described in the proxy

Shareholder shares. Against statement.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

**CUSIP** Ticker Company Name Meeting Date Korea Equity Fund 8/24/2010 50063B104 **KEF** 

Management

Recommended Propose by issuer Vote Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the

vote of all other holders of such Election of one Director 01)

Phillip Goldstein Shareholder shares. Against

SPE instructed its nominee to Ratification of the selection vote the shares beneficially of Ernst & Young as the owned by SPE on the record date Fund's independent

in the same proportion as the Registered Public Accounting

vote of all other holders of such Firm for the fiscal year

shares. For ending October 31, 2010 Issuer

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date To request that the Board take in the same proportion as the action to convert the Fund to vote of all other holders of such an interval Fund and establish

related Fundamental Policy. Shareholder shares. Against

To Terminate the

management agreement

To request that the Board

authorize a self-tender offer

for all outstanding common

shares of the Fund at net asset

between the Fund and

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

Nomura Asset Management

USA Inc. Shareholder shares. Against

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

shares. Against value (NAV).

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker BLK CA INV QLTY MUNI TR 9/2/2010 09247U107 **RAA** 

Shareholder

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record da

owned by SPE on the record date

in the same proportion as the

vote of all other holders of such

charges

For liquidation and dissolution of the fund

pursuant to the plan of

liquidation and dissolution

shares. For liquidation and dissolution. Issuer SPE instructed its nominee to To transact such other

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

business as may properly come before the meeting or any adjournments,

postponements or delays

shares. For thereof. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
BLK CA INV QLTY MUNI TR 9/2/2010 09247U206 RAA APRS

W7

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

owned by SPE on the record date

in the same proportion as the

vote of all other holders of such
shares.

For

To approve the liquidation
and dissolution of the fund
pursuant to the plan of
liquidation and dissolution.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

To transact such other business as may properly come before the meeting or

any adjournments, postponements or delays

shares. For thereof. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
BR CR Allocation Income TR III 9/2/2010 09249V400 BPP ARPS

R7

Vote Proposal Propose by issuer

Management or shareholder

Recommended

Vote

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

vote of all other holders of such

in the same proportion as the

A vote for election of the following nominees 1
- 01-Richard E.

Cavanaugh,02-Kathleen F.

Feldstein,03-Henry

shares. For Gabbay,04-Jerrold B. Harris Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Insured Muni Income 9/2/2010 092479401 BYM APRS

TR F7

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to

A vote for election of the

vote the shares beneficially

owned by SPE on the record date

in the same proportion as the

A vote for election of the

following nominees 1

- 01-Richard E.

Cavanaugh,02-Kathleen F.

Feldstein,03-Henry

shares. For Gabbay,04-Jerrold B. Harris Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

Blackrock CA Muni 2018 Term 9/2/2010 09249C204 BYM APRS

Trust M7

Management

Recommended Propose by issuer Vote Vote Proposal or shareholder

SPE instructed its nominee to

vote the shares beneficially

owned by SPE on the record date

A vote for election of the following nominees 1

- 01-Richard E.

Cavanaugh,02-Kathleen F.

vote of all other holders of such Feldstein,03-Henry

shares. For Gabbay,04-Jerrold B. Harris Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Edgar Filing: SPECIAL OPPORTUNITIES FUND, INC. - Form N-PX Company Name Meeting Date **CUSIP** Ticker Blackrock Muni 2018 Term 9/2/2010 09248C205 **BPK APRS** Trust W7 Management Recommended Propose by issuer or shareholder Vote Vote **Proposal** SPE instructed its nominee to A vote for election of the following nominees 1 vote the shares beneficially owned by SPE on the record date - 01-Richard E. Cavanaugh,02-Kathleen F. in the same proportion as the vote of all other holders of such Feldstein.03-Henry Gabbay,04-Jerrold B. Harris shares. For Issuer Name of Fund: Special Opportunities Fund, Inc. (SPE) Period: July 1, 2010 - June 30, 2011

Ticker Company Name Meeting Date **CUSIP BBK APRS** Blackrock Muni Bond Trust T7 9/2/2010 09249H203

Management

Recommended Propose by issuer or shareholder Vote Vote **Proposal** 

SPE instructed its nominee to A vote for election of the vote the shares beneficially following nominees 1 owned by SPE on the record date - 01-Richard E. in the same proportion as the Cavanaugh,02-Kathleen F. vote of all other holders of such Feldstein,03-Henry

For Gabbay,04-Jerrold B. Harris shares. Issuer

Special Opportunities Fund, Inc. (SPE) Name of Fund:

Period: July 1, 2010 - June 30, 2011

Company Name **CUSIP** Ticker Meeting Date Blackrock Muni Bond Trust R7 **BBK APRS** 9/2/2010 09249H302

Management

Recommended Propose by issuer Vote Vote or shareholder **Proposal** 

SPE instructed its nominee to A vote for election of the vote the shares beneficially following nominees 1 owned by SPE on the record date - 01-Richard E.

in the same proportion as the Cavanaugh,02-Kathleen F. vote of all other holders of such Feldstein,03-Henry

For Gabbay,04-Jerrold B. Harris Issuer shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

Blackrock NY Muni Bond Trust 9/2/2010 09249P205 BQH ARPS

T7

Management

Recommended Propose by issuer

Vote Vote Proposal or shareholder

SPE instructed its nominee to

A vote for election of the vote the shares beneficially
owned by SPE on the record date

A vote for election of the following nominees 1

- 01-Richard E.

in the same proportion as the Cavanaugh,02-Kathleen F. vote of all other holders of such Feldstein,03-Henry

shares. For Gabbay,04-Jerrold B. Harris Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Muniholdings NY 9/2/2010 09255C601 MHN APRS

Insured E

SPE instructed its nominee to

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

A vote for election of the following nominees 1

- 01-Richard E.

Cavanaugh,02-Richard S. Davis,03-Frank J.

Fabozzi,04-Kathleen F. Feldstein,05-James T. Flynn,06-Henry Gabbay,07Jerrold B.

vote the shares beneficially Flynn,06-Henry owned by SPE on the record date Gabbay,07Jerrold B. in the same proportion as the Harris,08-R.Glenn vote of all other holders of such Hubbard,09-W. Carl

shares. For Kester, 10-Karen P.Robards Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Muniholdings Fund 9/2/2010 09253N401 MHD APRS

Inc C

Management

Recommended Propose by issuer

Vote Proposal or shareholder

A vote for election of the following nominees 1 - 01-Richard E.

Cavanaugh,02-Richard S. Davis,03-Frank J. Fabozzi,04-Kathleen F. Feldstein,05-James T. Flynn,06-Henry

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

Feldstein,05-James T.

Flynn,06-Henry

Gabbay,07Jerrold B.

Harris,08-R.Glenn

Hubbard,09-W. Carl

shares. For Kester, 10-Karen P.Robards Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Muniholdings NY 9/2/2010 09255C502 MHN APRS

Insured D

Vote

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

A vote for election of the following nominees 1

- 01-Richard E.

Cavanaugh,02-Richard S. Davis,03-Frank J. Fabozzi,04-Kathleen F. Feldstein,05-James T. Flynn,06-Henry

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the
vote of all other holders of such

Feldstein,05-James T.
Flynn,06-Henry
Gabbay,07Jerrold B.
Harris,08-R.Glenn
Hubbard,09-W. Carl

shares. For Kester, 10-Karen P.Robards Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Muniholdings Fund II, 9/2/2010 09253P208 MUH APRS

Inc Class A

Vote Management Proposal Propose by issuer

Recommended or shareholder

Vote

A vote for election of the following nominees 1 - 01-Richard E.

Cavanaugh,02-Richard S. Davis,03-Frank J.

Fabozzi,04-Kathleen F. Feldstein,05-James T.

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

Feldstein,05-James T
Flynn,06-Henry
Gabbay,07Jerrold B.
Harris,08-R.Glenn
Hubbard,09-W. Carl

shares. For Kester, 10-Karen P.Robards Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Blackrock Muniholdings NY 9/2/2010 09255C304 MHN APRS

Insured B

Management

Recommended Propose by issuer Vote Vote Proposal or shareholder

A vote for election of the following nominees 1 - 01-Richard E.

Cavanaugh,02-Richard S.

Davis,03-Frank J. Fabozzi,04-Kathleen F. Feldstein 05-James T.

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

Feldstein,05-James T.
Flynn,06-Henry
Gabbay,07Jerrold B.
Harris,08-R.Glenn
Hubbard,09-W. Carl

shares. For Kester, 10-Karen P.Robards Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Global Income & Currency Fund 9/8/2010 378968A22 GCF

Inc.

Vote

Management

Recommended Propose by issuer
Vote Proposal or shareholder

A vote for election of the following nominees 01-Robert P. Bremner,02-Jack B.

Evans.03-Willian C.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

Hunter,04-David J. Kundert,05-William J. Schneider,06-Judith M. Stockdale,07-Carole E. Stone.08-Terence J.

shares. For Toth,09-John P.Amboian Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

To approve a new investment management agreement between the fund and Nuveen

shares. For Asset Management. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name
Royce Value Micro-Cap Trust
Inc.

Meeting Date CUSIP 78091510

9/22/2010 780915104

Management

Recommended Vote Proposal Propose by issuer or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date

in the same proportion as the

Vote

vote of all other holders of such

A vote for the following Nominees: 01-Richard M. Galkin,02-mark R. Fetting,03\_Arthur S.

shares. For Mehlman Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker Royce Value Trust Inc. 9/22/2010 780910105 RVT

Management

Recommended Propose by issuer
Vote Proposal or shareholder

SPE instructed its nominee to For A vote for the following vote the shares beneficially Nominees: 01-Richard M. owned by SPE on the record date Galkin,02-mark R.

owned by SPE on the record date
Galkin,02-mark R.
in the same proportion as the
Fetting,03\_Arthur S.

Ticker

**RMT** 

vote of all other holders of such

Mehlman

shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Claymore Dividend & Income Meeting Date

**CUSIP** 

Ticker

Fund

9/23/2010

18385J105

**DCS** 

Issuer

Vote

shares.

Vote

Management

Recommended Propose by issuer Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the vote of all other holders of such

A vote for the following

Nominees: 01-Robert B. Karn

III,02-Ronald E. Toupin, Jr. For

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker **CASY** Casey's General Stores, Inc. 9/23/2010 147528103

Management

Recommended Propose by issuer Vote **Proposal** or Opposition

> Election of Directors. (01) Howard W. bates (02) Hugh L. Cooley (03) G terrence Coriden (04) Mickey Kim (05) D.O. Mann (06) Kevin J.

Martin (07) David B. McKinney (08) Marc E.

SPE voted "For" against Rothbart SPE voted "For" Repeal any new by-laws or against

amendments to the Second Amended and Restated By-Laws of Casey's General Stores, Inc. (the "By-Laws") adopted by the Board of Directors of Casey's General

Stores, Inc., without shareholder approval, after june 10, 2009 (which is the

Opposition

Opposition

date of the last publicly disclosed amendment to the By-Laws as of the date of the proxy statement) and prior to the time of adoption of this proposal by the shareholders of Casey's General Stores,

Inc.

Ratify the appointment of KPMG LLP as the

independent registered public accounting firm of Casey's General Stores, Inc. for the fiscal year ending April 30,

SPE voted "For" against 2011 Opposition

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

Nuveen CA Performance Plus 11/16/2010 67062Q403 NCP ARPS

Muni Fund-W

SPE instructed its nominee to

owned by SPE on the record date

vote of all other holders of such

vote the shares beneficially

in the same proportion as the

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

A vote for election of the following nominees 1A -

01-John P.

Amboian,02-Robert P.
Bremner,03-Jack B.
Evans,04-David J.
Kundert,05-Judith M.
Stockdale,06-Carole E.
Stone,07-Terence J.
Toth,08-William C.

Hunter,09-William J.

shares. For Schneider

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

Nuveen CA Dividend Adv Muni 11/16/2010 67066Y204 NAC ARPS

Special Opportunities Fund, Inc. (SPE)

FD-Sem TH

Name of Fund:

Vote Management Proposal Propose by issuer

Recommended or shareholder Vote A vote for election of the following nominees 1A -01-John P. Amboian.02-Robert P. Bremner,03-Jack B. Evans,04-David J. SPE instructed its nominee to Kundert,05-Judith M. vote the shares beneficially Stockdale,06-Carole E. owned by SPE on the record date Stone,07-Terence J. in the same proportion as the Toth,08-William C. vote of all other holders of such Hunter,09-William J. shares. For Schneider Issuer Name of Fund: Special Opportunities Fund, Inc. (SPE) Period: July 1, 2010 - June 30, 2011 Company Name Meeting Date **CUSIP** Ticker Accuride Corporation CV 7.5% 11/18/2010 00439TAA5 2/26/20 Management Recommended Propose by issuer Vote Vote or Opposition **Proposal** Approval of an amendment to Accuride's amended and restated certificate of incorporation to implement a reverse stock split of Accuride's outstanding common stock at an exchange ratio of 1-for-10 and the related proportional decrease in the number of authorized shares of accuride's common SPE voted "For" For stock and preferred stock. Issuer Approval of the adjournment of the special meeting, if necessary, to solicit additional proxies in favor of SPE voted "For" For item 1. Issuer Name of Fund: Special Opportunities Fund, Inc. (SPE) Period: July 1, 2010 - June 30, 2011

Meeting Date

12/6/2010

**CUSIP** 

55607w100

Company Name

Ticker

**MFD** 

Macquarie/1st Tr GL Ifra/UT Div & Inc.

Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder	
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.	For	Proposal to approve a new investment management agreement with First Trust Advisors L.P. for the Fund.	Issuer	
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.	For	Proposal to approve a new sub-advisory agreement with Macquarie Capital Investment Management LLC for the Fund.	Issuer	
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.		Proposal to approve a new sub-advisory agreement with Four Corners Capital Management, LLC for the Fund.	Issuer	
Name of Fund:	Special Opportunities Fund, Inc. (SPE)			
Period:	July 1, 2010 - June 30, 2011			
Company Name	Meeting Date	CUSIP	Ticker	
DWS RREEF World Real Estate & Tactical Strategies Fund, Inc.	1/12/2011	23339T209	DRP	
Vote	Management Recommended Vote	Proposal	Propose by issuer or shareholder	
		To consider and vote upon agreement and plan of reorganization and the transactions it contemplates, including the transfer of all of the assets of DWS RREEF		
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such		World Real Estate Securities Fund, a series of DWS Advisor Funds ("RREEF GLOBAL"), all as more fully described in the proxy		
shares.	For	statement.	Issuer	

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name	Meeting Date	CUSIP	Ticker
General Motors 7.5% Pfd 7/1/44 Series	2/11/2011	370442121	GMS
General Motors 5.25% Pfd Ser B	2/11/2011	370442733	GBM
General Motors 6.25% Pfd Ser C	2/11/2011	370442717	-
General Motors 7.375% Pfd	2/11/2011	370442766	HGM
General Motors 7.375% Pfd	2/11/2011	370442725	BGM
General Motors 7.25% Pfd	2/11/2011	370442758	RGM
General Motors 7.25% Pfd	2/11/2011	370442774	XGM
General Motors 7.25% Pfd	2/11/2011	370442816	GMW

Management

Recommended Propose by issuer Vote Vote Proposal or shareholder

To accept the plan, as further

Votes cast on-line 1/28/11 - all described in the consent shares FOR

For solicitation package. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

July 1, 2010 - June 30, 2011 Period:

Company Name Meeting Date **CUSIP** Ticker SLS **RVS LaSalle International Real** 2/15/2011 76932W102

**Estate Fund** 

Recommended Propose by issuer

Vote Vote **Proposal** or shareholder

> To approve an agreement and plan of reorganization between Riversource Real Estate Fund, Riversource LaSalle Global Real Estate

SPE instructed its nominee to Fund, Riversource LaSalle vote the shares beneficially Monthly Dividend Real owned by SPE on the record date Estate Fund, Riversource in the same proportion as the LaSalle International Real vote of all other holders of such Estate Fund and Columbia shares. For Real Estate Equity Fund.

Management

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Meeting Date **CUSIP** Company Name Ticker Bancroft Fund Ltd. 2/18/2011 59695106 **BCV** 

Management

Recommended Propose by issuer Vote Vote or shareholder **Proposal** 

SPE instructed its nominee to Directors Recommend: A vote the shares beneficially vote for election of the owned by SPE on the record date following nominees in the same proportion as the 1-01-Thomas H. vote of all other holders of such Dinsmore,02-Daniel D.

shares. For Harding Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

Proposal to ratify selection of

shares. For accountants Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Meeting Date **CUSIP** Ticker Company Name MVC Capital, Inc. 3/10/2011 553829102 **MVC** 

Management

Recommended Propose by issuer or shareholder Vote Vote **Proposal** 

> Directors Recommend: A vote for election of the following nominees

1-01-Emilio SPE instructed its nominee to

vote the shares beneficially Dominianni.02-Gerald owned by SPE on the record date Hellerman,03-Warren in the same proportion as the Holtsberg,04-Rpbert vote of all other holders of such Knapp,05-William

shares. For Taylor,06-Michael Tokarz Issuer

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date To Ratify the selection of in the same proportion as the Ernst & Young LLP as the vote of all other holders of such Fund's independent registered For shares.

Public Accounting Firm. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name	Meeting Date	CUSIP	Ticker
Adams Express Company	3/22/2011	006212104	ADX
Vote	Management Recommended Vote	Proposal Directors Recommend: A vote for election of the following nominees 1-01-Enrique R. Arzac,02-Phyllis O.	Propose by issuer or shareholder
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.	For	Bonanno,03-Kenneth J. Dale,04-Daniel E. Emerson,05-Frederic A. Escherich,06-Roger W. Gale,07-Thomas H. Lenach,08-Kathleen T. McGahran,09-Douglas G. Ober,10-Craig R. Smith	Issuer
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.	For	The selection of Pricewaterhousecoopers LLP as independent public auditors.	Issuer
SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.	Against	If properly presented, to act upon a stockholder proposal recommending that the Board of Directors consider causing the company to conduct a self-tender offer.	Shareholder
Name of Fund: Period:	Special Opportu July 1, 2010 - July 1		
Company Name Tri-Continental Corporation	Meeting Date 4/14/2011	CUSIP 895436103	Ticker TY
Vote SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the	Management Recommended Vote	Proposal Directors Recommend: A vote for election of the following nominees 1-01-patricia M.	Propose by issuer or shareholder
vote of all other holders of such shares.	For	Flynn,02-Stephen R. Lewis Jr.,03-Catherine James Paglia	Issuer

To ratify the selection of

Ernst & Young LLP as the Corporation's independent

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record day

owned by SPE on the record date in the same proportion as the vote of all other holders of such

registered Public Accounting

shares.

For Firm.

Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record dat

owned by SPE on the record date in the same proportion as the vote of all other holders of such shares. To approve the changes to the

Corporation's fundamental investment policy regarding

res. For securities lending.

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

Vote

July 1, 2010 - June 30, 2011

Company Name

Meeting Date

CUSIP

Ticker

Liberty All-Star Equity Fund

4/14/2011

530158104

USA

Management

Recommended

Propose by issuer

Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

For

Directors Recommend: A vote for election of the following nominees 1-01-Thomas W.

Brock,02-George R. Gaspari Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name
Macquarie/1st Tr GL Ifra/UT

Meeting Date 4/18/2011

CUSIP 55607w100

Ticker MFD

Div & Inc.

Management

Recommended

Propose by issuer or shareholder

Vote Vote Proposal

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the vote of all other holders of such Directors Recommended: A

vote for the following nominees 1-01-Robert F.

shares. For Keith

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

**CUSIP** Ticker Company Name Meeting Date LMP Capital & Income Fund 4/29/2011 50208A102 **SCD** 

Inc.

Management

Recommended Propose by issuer

Vote Vote **Proposal** or shareholder

SPE instructed its nominee to Directors Recommend: A vote the shares beneficially vote for election of the owned by SPE on the record date following nominees in the same proportion as the 1-01-Riordan vote of all other holders of such Roett,02-Jeswald W.

For Salacuse Issuer shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

**CUSIP** Ticker Company Name Meeting Date 5/2/2011 **FOFI** First Opportunity Fund Inc. 33587T108

Management

Recommended Propose by issuer

Vote Vote or shareholder **Proposal** 

Directors recommend: a vote SPE instructed its nominee to for election of the following vote the shares beneficially nominees 2-01-Richard I.

owned by SPE on the record date Barr,02-John S. in the same proportion as the Horejsi,03-Susan L. vote of all other holders of such Ciciora,04-Dr. Dean L. For

shares. Jacobsen,05-Joel W. Looney Issuer

SPE instructed its nominee to vote the shares beneficially

To approve an amendment to owned by SPE on the record date the charter classifying the in the same proportion as the Board of Directors into three vote of all other holders of such separate classes and making shares. For related changes to the charter.

Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker **H&Q Life Sciences Investors** 5/2/2011 404053100 **HQL** 

Vote Proposal Propose by issuer

Management or shareholder

Recommended

Vote

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

To approve and adopt the amendment to the declaration of trust as discussed in the

shares. For attached proxy statement. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Boulder Total Return Fund 5/2/2011 101541100 BTF

Management

Recommended Propose by issuer

Vote Vote Proposal or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

To approve the elimination of the fund's fundamental

investment policy prohibiting the fund from purchasing

shares. For securities on margin. Issuer

To approve amendment to the fund's charter that would permit the fund's Directors that are elected by holders of the fund's preferred stock, at such time that the fund's Pref

Stock is no longer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

outstanding, to continue to serve as Directors of the fund for the remainder of his or her term and until his or her

successor is duly elected and

qualified. Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

For

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Boulder Growth & Income Fund 5/2/2011 101507101 BIF

Vote Management Proposal Propose by issuer

Recommended or shareholder

Vote

1 -To approve amendment to the fund's charter that would permit the fund's Directors that are elected by holders of the fund's preferred stock, at such time that the fund's Pref

Stock is no longer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

outstanding, to continue to serve as Directors of the fund for the remainder of his or her term and until his or her successor is duly elected and

For qualified.

Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

2- To approve the removal of the fund's fundamental investment policy requiring the fund to invest at least 25% of its total assets in Real

For Estarte related companied Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name I Nuveen Multi-Strategy Income

& Growth Fund 2

Vote

shares.

Meeting Date CUSIP 5/6/2011 67073D102

JQC

Ticker

Management

Recommended
Vote Proposal

Propose by issuer or shareholder

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

Directors Recommend: A vote for election of the following nominees

1-01-john P.

Amboian.,02-David J.

shares. For Kundertr,03-Terence J. Toth Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

Nuveen Multi-Strategy Income 5/6/2011 67073B106 JPC

& Growth Fund

Vote Management Proposal Propose by issuer

Recommended or shareholder

Vote

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the

vote of all other holders of such

shares.

For

Directors Recommend: A vote for election of the following nominees 1-01-john P.

Amboian.,02-David J.

Kundertr,03-Terence J. Toth

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

Fund

Vote

July 1, 2010 - June 30, 2011

Company Name Alpine Global Premier Properties

Meeting Date 5/9/2011

**CUSIP** 02083A103 Ticker **AWP** 

Management

Recommended Vote

**Proposal** 

Propose by issuer or shareholder

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the vote of all other holders of such

shares.

Directors Recommend: A

vote for election of the following nominees

1-01-Jeffrey E. Wacksman

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2010 - June 30, 2011

Company Name

The Zweig Total Return Fund,

Inc.

Vote

Meeting Date **CUSIP** 5/10/2011 989837109

**Proposal** 

**ZTR** 

Ticker

Management

Recommended

Vote

Propose by issuer or shareholder

For

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

shares.

For

Directors Recommend: A

vote for election of the following nominees

1-01-Wendy

Luscombe,02-R.Keith Walton

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2010 - June 30, 2011

Company Name **GDL Fund Common**  Meeting Date 5/16/2011

**CUSIP** 361570104 Ticker **GDL** 

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to
vote the shares beneficially

owned by SPE on the record date
in the same proportion as the
vote of all other holders of such

Directors Recommend: A
vote for election of the
following nominees
1-01-Clarence A.

shares. For Davis,02-Arthur V. Ferrara Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker Gabelli Global Multimedia Trust 5/16/2011 36239Q109 GGT

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to

vote the shares beneficially

owned by SPE on the record date
in the same proportion as the

Directors Recommend: A

vote for election of the
following nominees

1-01-Frank J. Fahrenkopf

vote of all other holders of such Jr.,02-Werner J.

shares. For Roeder,03-Salvatore J. Zizza Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Western Asset Premier Bond 5.17.11 957664204 WEA APRPS

Fund

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

Directors Recommend: A vote for election of the following nominees 1-01-Ronald J.

SPE instructed its nominee to

Arnault,02-Anita L.

vote the shares beneficially

owned by SPE on the record date

1-01-Ronald J.

Arnault,02-Anita L.

Defrantz,03-William E.B.

Siart,04-Jaynie M.

in the same proportion as the Studenmund,05-Avedick B.

vote of all other holders of such Poladian,06-R. Jay

shares. For Gerken,07-Ronald L. Olson Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker Sunamerica Focused Alpha 5/19/2011 867037103 FGF

Growth Fund

shares.

Management

Recommended Propose by issuer
Vote Vote Proposal or shareholder

SPE instructed its nominee to
vote the shares beneficially
owned by SPE on the record date
in the same proportion as the
vote of all other holders of such

Directors recommend: a vote
for election of the following
nominees 1-01-Richard W.
Grant,02-Stephen J.

shares. For Gutman,03-Peter A. Harbeck Issuer

2B- Shareholder Proposal Requesting that all advisory and management agreements between Sunamerica Focused Alpha Growth Fund, Inc. and

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

shares

ACN

between Sunamerica F
Alpha Growth Fund, In
Sunamerica Asset
Management Corp. be
terminated as soon as

shares. AGN possible. Shareholder

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker
Taiwan Greater China Fund 5/27/2011 874037104 TFC

Management

Recommended Propose by issuer

Vote Vote Proposal or Opposition

Sutro

SPE instructed its nominee to

vote the shares beneficially
owned by SPE on the record date
in the same proportion as the

A vote for election of the
following nominees 101-Mr. James W. Miller,
Jr.,02-Mr. Kevin

vote of all other holders of such T.Kogler,03-Mr. Steven H.

SPE instructed its nominee to For 2A - To approve the

vote the shares beneficially conversion of the trust from a owned by SPE on the record date closed-end investment company into an open-end

vote of all other holders of such investment company.

For

Issuer

shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

For

For

For

For

For

For

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such shares.

2B - Consider whether to approve an investment advisory agreement between CCM Partners L.P.

2C- Consider whether to approve an investment sub-advisory agreement between CCM Partners L.P. and Nikko Asset

Management Co. Ltd.

2D - Approve an amendment to trust's amended and restated declaration of trust ("Declaration of Trust") eliminating staggered nature of trust's board of trustees ("Board of Trustees" or "Board")

2E - Consider whether to approve an amendment to the declaration of trust to allow for the trust to have multiple funds.

2F -Consider whether to approve an amendment to the declaration of trust to allow for the trust to make in-kind redemptions.

2G - To approve an amendment to investment objective of trust to expand the primary geographic scope of the trust's investments from Republic of China to Greater China region.

2H - To approve an amendment to the investment policies of the trust to expand the Geographic region in which the trust must invest, under normal circumstances, at least 80% of its net assets, from the Republic of China to the Greater China region.

Issuer

Issuer

Issuer

Issuer

Issuer

Issuer

SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date in the same proportion as the vote of all other holders of such

2I - Consider whether to approve an amendment to the investment policies of the trust removing restrictions on certain investment activities

shares.

For of the trust.

Issuer

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

July 1, 2010 - June 30, 2011

Company Name

DWS High Income Opportunities

Meeting Date 6/3/2011

CUSIP 23339M204

Ticker DHG

Fund

Management

Recommended

Propose by issuer

Vote Vote

Proposal

or shareholder

Directors Recommend: A vote for election of the following nominees

1-01-John W.

Ballantine#,02-Dawn-Marie Driscoll#,03-Kenneth C. Froewiss#,04-Rebecca W.

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the vote of all other holders of such

For Stror

Rimel#,05-Henry

P.Becton, Jr.\*, 06-Paul K. Freeman\*, 07-William Mcclayton\*, 08-Jean Gleason

Stromberg\*

Issuer

Note - # Class I Directors

\* Class III Directors

Name of Fund:

Special Opportunities Fund, Inc. (SPE)

Period:

Vote

shares.

July 1, 2010 - June 30, 2011

Company Name

Meeting Date

CUSIP

Ticker

Equus Total Return, Inc.

6/10/2011

294766100

EQS

Management

Recommended Vote

For

Proposal

Propose by issuer or Opposition

Issuer

SPE instructed its nominee to vote the shares beneficially

owned by SPE on the record date in the same proportion as the vote of all other holders of such Election of Directors. (01)

Fraser Atkinson(02) Alessandro Benedetti (03) Richard F. Bergner (04)

Kenneth I. Denos (05)

shares. Gregory J. Flanagan (06) Henry W. Hankinson (07) john A. Hardy (08) Robert L Knauss (09) Bertrand Des **Pallieres** SPE instructed its nominee to 2 - To ratify the selection of UHY as the fund's vote the shares beneficially owned by SPE on the record date independent registered Public in the same proportion as the Accountant Firm for the vote of all other holders of such fiscal year ending December shares. For 31, 2011 Issuer 3 - To approve, in a non-binding vote, the compensation paid to the fund's executive officers, as SPE instructed its nominee to disclosed pursuant to item vote the shares beneficially 402 of regulation S-K, owned by SPE on the record date including the compensation in the same proportion as the discussion and analysis, vote of all other holders of such compensation tables, and shares. For narrative discussion. Issuer 4 - To recommend, in a SPE instructed its nominee to vote the shares beneficially non-binding vote, the owned by SPE on the record date frequency of an advisory vote to approve the compensation in the same proportion as the vote of all other holders of such of the fund's executive shares. 1 YR officers. Issuer Name of Fund: Special Opportunities Fund, Inc. (SPE) Period: July 1, 2010 - June 30, 2011 Company Name Meeting Date **CUSIP** Ticker The New Ireland Fund, Inc. 6/7/2011 645673104 **IRL** Management Recommended Propose by issuer Vote Vote or shareholder **Proposal** SPE instructed its nominee to vote the shares beneficially owned by SPE on the record date Directors recommend: a vote in the same proportion as the for election of the following vote of all other holders of such nominees 1-01-Margaret shares. For Duffy Issuer SPE instructed its nominee to For 2- the approval of the Issuer vote the shares beneficially investment advisory owned by SPE on the record date agreement between the fund in the same proportion as the and Kleinwort Benson

Investors international LTD.

vote of all other holders of such

shares.

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker MACQUARIE Global 6/23/2011 55608D101 MGU

Infrastructure Total Return

Management

Recommended Propose by issuer or shareholder

Vote Vote Proposal

SPE instructed its nominee to vote the shares beneficially Directors recommend: a vote owned by SPE on the record date for election of the following in the same proportion as the nominees 1-01-Brad

vote of all other holders of such Frishberg,02-Chris Lavictoire

shares. For Mahai Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Ticker Company Name Meeting Date **CUSIP** 6/29/2011 64190A103 **NRO** 

Neuberger Berman R/E Sec

Income

Management

Recommended Propose by issuer

Vote Vote **Proposal** or shareholder

Directors recommend: a vote SPE instructed its nominee to for election of the following vote the shares beneficially nominees 1-01-Martha C. owned by SPE on the record date Goss,02-Crobert A. in the same proportion as the Kavesh,03-Edward I. vote of all other holders of such O'brien,04-Candace L.

shares. For Straight,05-Joseph V.Amato Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date **CUSIP** Ticker 529900102 Liberty All-Star Growth Fund 6/30/2011 ASG

Management

Propose by issuer Recommended Proposal Vote

or shareholder Vote

SPE instructed its nominee to
vote the shares beneficially
owned by SPE on the record date
For

in the same proportion as the vote of all other holders of such

shares.

Directors Recommend: A vote for election of the following nominees 1-01-john A.

Benning,02-Richard C.

Issuer

Rantzow

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker Morgan Stanley Asia-Pacific 6/30/2011 61744U106 APF

Management

Recommended Propose by issuer

Vote Vote Proposal or shareholder

SPE instructed its nominee to

vote the shares beneficially

owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

Directors recommend: a vote
for election of the following
nominees 1-01-Kathleen A.

Dennis,02-Joseph J.

Kearns,03-Michael E.

shares. For Nugent,04-Fergus Reid Issuer

Name of Fund: Special Opportunities Fund, Inc. (SPE)

Period: July 1, 2010 - June 30, 2011

Company Name Meeting Date CUSIP Ticker

H&Q Life Sciences Investors 7/8/2011 404053100 HQL

Management

Recommended Propose by issuer

Vote Vote Proposal or shareholder

SPE instructed its nominee to

vote the shares beneficially

owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

Directors recommend: a vote
for election of the following
nominees 1-01-Eric
Oddleifson,02-Oleg M.
Pohotsky,03-William S.

shares. For Reardon Issuer

SPE instructed its nominee to

vote the shares beneficially

owned by SPE on the record date
in the same proportion as the

vote of all other holders of such

To ratify the selection of
Deloitte & Touche LLP as the
independent registered public
accountants of the fund for
the fiscal year ending

shares. For September 30, 2011 Issuer
SPE instructed its nominee to Against Shareholder proposal Shareholder

vote the shares beneficially regarding annual terms for

owned by SPE on the record date trustees, if properly

in the same proportion as the vote of all other holders of such shares.

presented.

#### **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.

(Registrant) Special Opportunities Fund, Inc.

By (Signature and Title) /s/ Andrew Dakos Andrew Dakos, President

Date 8/29/11