

180 DEGREE CAPITAL CORP. /NY/  
Form N-PX  
August 30, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-07074

180 Degree Capital Corp.  
(Exact name of registrant as specified in charter)

7. North Willow Street, Suite 4B  
Montclair, NJ 07042  
(Address of principal executive offices) (Zip code)

Daniel B. Wolfe  
President and Chief Financial Officer  
180 Degree Capital Corp.  
7. North Willow Street, Suite 4B  
Montclair, NJ 07042  
(Name and address of agent for service)

Registrant's telephone number, including area code: 973-746-4500

Date of fiscal year end: December 31

Date of reporting period: July 1, 2016 — June 30, 2017

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

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.



Item 1. Proxy Voting Record

Adesto Technologies Corporation

|                           |                |
|---------------------------|----------------|
| Exchange and Symbol:      | NASDAQ:IOTS    |
| CUSIP:                    | 00687D101      |
| Shareholder Meeting Type: | Annual Meeting |
| Shareholder Meeting Date: | June 6, 2017   |

|           |              |       |                            |
|-----------|--------------|-------|----------------------------|
| Proposal: | Proposed by: | Vote: | For/Against<br>Management: |
|-----------|--------------|-------|----------------------------|

|                                      |            |     |     |
|--------------------------------------|------------|-----|-----|
| 1.<br>Election of Class II Directors |            |     |     |
| Francis Lee                          | Management | For | For |
| Kevin Palatnik                       | Management | For | For |

|  |            |     |     |
|--|------------|-----|-----|
| 2.<br>Ratification of BPM LLP as Adesto's Independent Registered Public Accounting Firm for 2017 | Management | For | For |
|--|------------|-----|-----|

Champions Oncology, Inc.

|                           |                  |
|---------------------------|------------------|
| Exchange and Symbol:      | NASDAQ:CSBR      |
| CUSIP:                    | 15870P307        |
| Shareholder Meeting Type: | Annual Meeting   |
| Shareholder Meeting Date: | October 13, 2016 |

|           |              |       |                            |
|-----------|--------------|-------|----------------------------|
| Proposal: | Proposed by: | Vote: | For/Against<br>Management: |
|-----------|--------------|-------|----------------------------|

|                             |            |     |     |
|-----------------------------|------------|-----|-----|
| 1.<br>Election of Directors |            |     |     |
| Joel Ackerman               | Management | For | For |
| Daniel Mendelson            | Management | For | For |
| Ronnie Morris, M.D.         | Management | For | For |
| Abba David Poliakoff        | Management | For | For |
| David Sidransky             | Management | For | For |
| Philip Breitfeld            | Management | For | For |
| Scott R. Tobin              | Management | For | For |

|   |            |     |     |
|---|------------|-----|-----|
| 2.<br>Ratification of EisnerAmper LLP as Champion Oncology's Independent Registered Public Accounting Firm for its 2017 Fiscal Year | Management | For | For |
|---|------------|-----|-----|

|  |            |     |     |
|--|------------|-----|-----|
| 3.<br>Say on Pay - Approval of compensation of Champion Oncology's named executive officers on an advisory basis | Management | For | For |
|--|------------|-----|-----|



D-Wave Systems, Inc.

Exchange and Symbol: N/A  
 CUSIP: N/A  
 Shareholder Meeting Type: Annual Meeting  
 Shareholder Meeting Date: July 29, 2016

Proposal: Proposed by: Vote: For/Against Management:

|                       |            |     |     |
|-----------------------|------------|-----|-----|
| 1.                    |            |     |     |
| Election of Directors |            |     |     |
| Alexei A. Andreev     | Management | For | For |
| Vern J. Brownell      | Management | For | For |
| Geoff J. Catherwood   | Management | For | For |
| J. Haig Deb. Farris   | Management | For | For |
| Steven T. Jurvetson   | Management | For | For |
| V. Paul Lee           | Management | For | For |
| Donald Listwin        | Management | For | For |
| Steven M. West        | Management | For | For |

|   |            |     |     |
|---|------------|-----|-----|
| 2.  |            |     |     |
| Ratification of PricewaterhouseCoopers LLP as D-Wave's Independent Registered Public Accounting Firm for Fiscal Year 2017 | Management | For | For |

HZO, Inc.

Exchange and Symbol: N/A  
 CUSIP: N/A  
 Shareholder Meeting Type: Annual Meeting  
 Shareholder Meeting Date: February 2, 2017

Proposal: Proposed by: Vote: For/Against Management:

|                       |            |     |     |
|-----------------------|------------|-----|-----|
| 1.                    |            |     |     |
| Election of Directors |            |     |     |
| Donald Blohm          | Management | For | For |
| Gavin Myers           | Management | For | For |
| Douglas Jamison       | Management | For | For |
| Patrick Poon          | Management | For | For |
| Ryan Pollock          | Management | For | For |
| Kamal Bherwani        | Management | For | For |

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: 180 Degree Capital Corp.

By: /s/ Daniel B. Wolfe  
Daniel B. Wolfe  
President and Chief Financial Officer

Date: August 30, 2017