

FOXBY CORP.
Form N-PX
August 27, 2012

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: 811-09261

Foxby Corp.
(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY
(Address of principal executive offices) 10005
(Zip code)

John F. Ramirez, Esq.
Foxby Corp.
11 Hanover Square, 12th Floor
New York, NY 10005

Registrant's telephone number, including area code: 1-212-480-6432

Date of fiscal year end: 12/31

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

Item 1. Proxy Voting Record

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;

- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote; and
- (i) Whether the registrant cast its vote for or against management.

FOXBY CORP.

3M COMPANY

Ticker: MMM Security ID: 88579Y101
 Meeting Date: MAY 08, 2012 Meeting Type: Annual
 Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linda G. Alvarado	For	For	Management
2	Elect Director Vance D. Coffman	For	For	Management
3	Elect Director Michael L. Eskew	For	For	Management
4	Elect Director W. James Farrell	For	For	Management
5	Elect Director Herbert L. Henkel	For	For	Management
6	Elect Director Edward M. Liddy	For	For	Management
7	Elect Director Robert S. Morrison	For	For	Management
8	Elect Director Aulana L. Peters	For	For	Management
9	Elect Director Inge G. Thulin	For	For	Management
10	Elect Director Robert J. Ulrich	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Report on Lobbying Payments and Policy	Against	For	Shareholder
16	Prohibit Political Contributions	Against	Against	Shareholder
17	Require Independent Board Chairman	Against	Against	Shareholder

AMAZON.COM, INC.

Ticker: AMZN Security ID: 023135106
 Meeting Date: MAY 24, 2012 Meeting Type: Annual
 Record Date: APR 02, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jeffrey P. Bezos	For	For	Management
2	Elect Director Tom A. Alberg	For	For	Management
3	Elect Director John Seely Brown	For	For	Management
4	Elect Director William B. Gordon	For	For	Management
5	Elect Director Jamie S. Gorelick	For	For	Management
6	Elect Director Blake G. Krikorian	For	For	Management
7	Elect Director Alain Monie	For	For	Management
8	Elect Director Jonathan J. Rubinstein	For	For	Management
9	Elect Director Thomas O. Ryder	For	For	Management
10	Elect Director Patricia Q. Stonesifer	For	For	Management
11	Ratify Auditors	For	For	Management
12	Amend Omnibus Stock Plan	For	For	Management
13	Report on Climate Change	Against	For	Shareholder
14	Report on Political Contributions	Against	For	Shareholder

APPLE INC.

Ticker: AAPL Security ID: 037833100
 Meeting Date: FEB 23, 2012 Meeting Type: Annual
 Record Date: DEC 27, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William V. Campbell	For	For	Management
1.2	Elect Director Timothy D. Cook	For	For	Management
1.3	Elect Director Millard S. Drexler	For	For	Management
1.4	Elect Director Al Gore	For	For	Management
1.5	Elect Director Robert A. Iger	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Arthur D. Levinson	For	For	Management
1.8	Elect Director Ronald D. Sugar	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Prepare Conflict of Interest Report	Against	Against	Shareholder
5	Advisory Vote to Ratify Directors' Compensation	Against	Against	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

BERKSHIRE HATHAWAY INC.

Ticker: BRK.B Security ID: 084670702
 Meeting Date: MAY 05, 2012 Meeting Type: Annual
 Record Date: MAR 07, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Warren E. Buffett	For	For	Management
1.2	Elect Director Charles T. Munger	For	For	Management
1.3	Elect Director Howard G. Buffett	For	For	Management
1.4	Elect Director Stephen B. Burke	For	For	Management
1.5	Elect Director Susan L. Decker	For	For	Management
1.6	Elect Director William H. Gates, III	For	For	Management
1.7	Elect Director David S. Gottesman	For	For	Management
1.8	Elect Director Charlotte Guyman	For	For	Management
1.9	Elect Director Donald R. Keough	For	For	Management
1.10	Elect Director Thomas S. Murphy	For	For	Management
1.11	Elect Director Ronald L. Olson	For	For	Management
1.12	Elect Director Walter Scott, Jr.	For	For	Management
2	Adopt Policy on Succession Planning	Against	For	Shareholder

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100
 Meeting Date: MAY 30, 2012 Meeting Type: Annual
 Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linnet F. Deily	For	For	Management
2	Elect Director Robert E. Denham	For	For	Management
3	Elect Director Chuck Hagel	For	For	Management
4	Elect Director Enrique Hernandez, Jr.	For	For	Management
5	Elect Director George L. Kirkland	For	For	Management
6	Elect Director Charles W. Moorman, IV	For	For	Management
7	Elect Director Kevin W. Sharer	For	For	Management
8	Elect Director John G. Stumpf	For	For	Management
9	Elect Director Ronald D. Sugar	For	For	Management
10	Elect Director Carl Ware	For	For	Management
11	Elect Director John S. Watson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Remove Exclusive Venue Provision	Against	For	Shareholder
15	Require Independent Board Chairman	Against	For	Shareholder
16	Report on Lobbying Payments and Policy	Against	For	Shareholder
17	Adopt Guidelines for Country Selection	Against	For	Shareholder
18	Report on Hydraulic Fracturing Risks to Company	Against	For	Shareholder
19	Report on Accident Risk Reduction Efforts	Against	Against	Shareholder
20	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
21	Request Director Nominee with Environmental Qualifications	Against	For	Shareholder

EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 30, 2012 Meeting Type: Annual
 Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director P. Brabeck-Letmathe	For	For	Management
1.3	Elect Director L.R. Faulkner	For	For	Management
1.4	Elect Director J.S. Fishman	For	For	Management
1.5	Elect Director H.H. Fore	For	For	Management
1.6	Elect Director K.C. Frazier	For	For	Management
1.7	Elect Director W.W. George	For	For	Management
1.8	Elect Director S.J. Palmisano	For	For	Management
1.9	Elect Director S.S. Reinemund	For	For	Management
1.10	Elect Director R.W. Tillerson	For	For	Management
1.11	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Require Independent Board Chairman	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	Against	Shareholder
8	Report on Hydraulic Fracturing Risks to Company	Against	For	Shareholder
9	Adopt Quantitative GHG Goals for	Against	For	Shareholder

GOOGLE INC.

Ticker: GOOG Security ID: 38259P508
 Meeting Date: JUN 21, 2012 Meeting Type: Annual
 Record Date: APR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry Page	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management
1.3	Elect Director Eric E. Schmidt	For	For	Management
1.4	Elect Director L. John Doerr	For	For	Management
1.5	Elect Director Diane B. Greene	For	For	Management
1.6	Elect Director John L. Hennessy	For	For	Management

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1.7	Elect Director Ann Mather	For	For	Management
1.8	Elect Director Paul S. Otellini	For	For	Management
1.9	Elect Director K. Ram Shriram	For	For	Management
1.10	Elect Director Shirley M. Tilghman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Authorize a New Class of Common Stock	For	Against	Management
4	Increase Authorized Common Stock	For	Against	Management
5	Amend Charter to Provide For Class A Common Holders to Receive Equal Consideration as Class B Common Holders in event of any Merger, Consolidation or Business Combination	For	For	Management
6	Approve Omnibus Stock Plan	For	Against	Management
7	Approve Omnibus Stock Plan	For	Against	Management
8	Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote	Against	Against	Shareholder
9	Amend Articles Regarding Arbitration of Shareholder Lawsuits	Against	Against	Shareholder
10	Approve Recapitalization Plan for all Stock to have One-vote per Share	Against	For	Shareholder

MCDONALD'S CORPORATION

Ticker: MCD Security ID: 580135101
 Meeting Date: MAY 24, 2012 Meeting Type: Annual
 Record Date: MAR 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert A. Eckert	For	For	Management
2	Elect Director Enrique Hernandez, Jr.	For	For	Management
3	Elect Director Jeanne P. Jackson	For	For	Management
4	Elect Director Andrew J. Mckenna	For	For	Management
5	Elect Director Donald Thompson	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Approve Omnibus Stock Plan	For	For	Management
8	Declassify the Board of Directors	For	For	Management
9	Provide Right to Call Special Meeting	For	For	Management
10	Ratify Auditors	For	For	Management
11	Report on Policy Responses to Children's Health Concerns and Fast Food	Against	Against	Shareholder

MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104
 Meeting Date: NOV 15, 2011 Meeting Type: Annual

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Record Date: SEP 02, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Ballmer	For	For	Management
2	Elect Director Dina Dublon	For	For	Management
3	Elect Director William H. Gates, III	For	For	Management
4	Elect Director Raymond V. Gilmartin	For	For	Management
5	Elect Director Reed Hastings	For	For	Management
6	Elect Director Maria M. Klawe	For	For	Management
7	Elect Director David F. Marquardt	For	For	Management
8	Elect Director Charles H. Noski	For	For	Management
9	Elect Director Helmut Panke	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
12	Ratify Auditors	For	For	Management
13	Amend Bylaws to Establish a Board Committee on Environmental Sustainability	Against	Against	Shareholder

MORGAN STANLEY

Ticker: MS Security ID: 617446448
Meeting Date: MAY 15, 2012 Meeting Type: Annual
Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roy J. Bostock	For	For	Management
2	Elect Director Erskine B. Bowles	For	For	Management
3	Elect Director Howard J. Davies	For	For	Management
4	Elect Director James P. Gorman	For	For	Management
5	Elect Director C. Robert Kidder	For	For	Management
6	Elect Director Klaus Kleinfeld	For	For	Management
7	Elect Director Donald T. Nicolaisen	For	For	Management
8	Elect Director Hutham S. Olayan	For	For	Management
9	Elect Director James W. Owens	For	For	Management
10	Elect Director O. Griffith Sexton	For	For	Management
11	Elect Director Ryosuke Tamakoshi	For	For	Management
12	Elect Director Masaaki Tanaka	For	For	Management
13	Elect Director Laura D. Tyson	For	For	Management
14	Ratify Auditors	For	For	Management
15	Amend Omnibus Stock Plan	For	Against	Management
16	Amend Non-Employee Director Restricted Stock Plan	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

 THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104
 Meeting Date: MAY 24, 2012 Meeting Type: Annual
 Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lloyd C. Blankfein	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Gary D. Cohn	For	For	Management
4	Elect Director Claes Dahlback	For	For	Management
5	Elect Director Stephen Friedman	For	For	Management
6	Elect Director William W. George	For	For	Management
7	Elect Director James A. Johnson	For	For	Management
8	Elect Director Lakshmi N. Mittal	For	For	Management
9	Elect Director James J. Schiro	For	For	Management
10	Elect Director Debora L. Spar	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	For	Shareholder
14	Stock Retention/Holding Period	Against	For	Shareholder
15	Report on Lobbying Payments and Policy	Against	Against	Shareholder

THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109
 Meeting Date: OCT 11, 2011 Meeting Type: Annual
 Record Date: AUG 12, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Angela F. Braly	For	For	Management
2	Elect Director Kenneth I. Chenault	For	For	Management
3	Elect Director Scott D. Cook	For	For	Management
4	Elect Director Susan Desmond-Hellmann	For	For	Management
5	Elect Director Robert A. McDonald	For	For	Management
6	Elect Director W. James McNerney, Jr.	For	For	Management
7	Elect Director Johnathan A. Rodgers	For	For	Management
8	Elect Director Margaret C. Whitman	For	For	Management
9	Elect Director Mary Agnes Wilderotter	For	For	Management
10	Elect Director Patricia A. Woertz	For	For	Management
11	Elect Director Ernesto Zedillo	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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15	Amend Articles of Incorporation	For	For	Management
16	Provide for Cumulative Voting	Against	For	Shareholder
17	Phase Out Use of Laboratory Animals in Pet Food Product Testing	Against	Against	Shareholder
18	Report on Political Contributions and Provide Advisory Vote Against		Against	Shareholder

TOLL BROTHERS, INC.

Ticker: TOL Security ID: 889478103
 Meeting Date: MAR 14, 2012 Meeting Type: Annual
 Record Date: JAN 17, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Douglas C. Yearley, Jr.	For	For	Management
1.2	Elect Director Robert S. Blank	For	For	Management
1.3	Elect Director Stephen A. Novick	For	For	Management
1.4	Elect Director Paul E. Shapiro	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103
 Meeting Date: JUN 01, 2012 Meeting Type: Annual
 Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Aida M. Alvarez	For	For	Management
2	Elect Director James W. Breyer	For	For	Management
3	Elect Director M. Michele Burns	For	For	Management
4	Elect Director James I. Cash, Jr.	For	For	Management
5	Elect Director Roger C. Corbett	For	For	Management
6	Elect Director Douglas N. Daft	For	For	Management
7	Elect Director Michael T. Duke	For	Against	Management
8	Elect Director Marissa A. Mayer	For	For	Management
9	Elect Director Gregory B. Penner	For	For	Management
10	Elect Director Steven S. Reinemund	For	For	Management
11	Elect Director H. Lee Scott, Jr.	For	Against	Management
12	Elect Director Arne M. Sorenson	For	For	Management
13	Elect Director Jim C. Walton	For	For	Management
14	Elect Director S. Robson Walton	For	Against	Management
15	Elect Director Christopher J. Williams	For	Against	Management
16	Elect Director Linda S. Wolf	For	For	Management
17	Ratify Auditors	For	For	Management

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18	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
19	Report on Political Contributions	Against	For	Shareholder
20	Request Director Nominee with Patient Safety and Healthcare Quality Experience	Against	Against	Shareholder
21	Performance-Based Equity Awards	Against	For	Shareholder

WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101
 Meeting Date: APR 24, 2012 Meeting Type: Annual
 Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker, II	For	For	Management
2	Elect Director Elaine L. Chao	For	For	Management
3	Elect Director John S. Chen	For	For	Management
4	Elect Director Lloyd H. Dean	For	For	Management
5	Elect Director Susan E. Engel	For	For	Management
6	Elect Director Enrique Hernandez, Jr.	For	For	Management
7	Elect Director Donald M. James	For	For	Management
8	Elect Director Cynthia H. Milligan	For	For	Management
9	Elect Director Nicholas G. Moore	For	For	Management
10	Elect Director Federico F. Pena	For	For	Management
11	Elect Director Philip J. Quigley	For	Against	Management
12	Elect Director Judith M. Runstad	For	For	Management
13	Elect Director Stephen W. Sanger	For	For	Management
14	Elect Director John G. Stumpf	For	For	Management
15	Elect Director Susan G. Swenson	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Ratify Auditors	For	For	Management
18	Require Independent Board Chairman	Against	For	Shareholder
19	Provide for Cumulative Voting	Against	For	Shareholder
20	Adopt Proxy Access Right	Against	For	Shareholder
21	Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations	Against	Against	Shareholder

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.

Foxby Corp.

By: /s/ John F.
Ramírez
John F.
Ramírez,
Chief
Compliance
Officer

Date:
August 27,
2012