

ADAMS DIVERSIFIED EQUITY FUND, INC.
Form N-PX
July 21, 2017

FORM N-PX

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY**

Investment Company Act file number: 811-00248

ADAMS DIVERSIFIED EQUITY FUND, INC.

(Exact name of registrant as specified in charter)

500 East Pratt Street, Suite 1300, Baltimore, Maryland 21202

(Address of principal executive offices)

**Lawrence L. Hooper, Jr.
Adams Diversified Equity Fund, Inc.
500 East Pratt Street, Suite 1300
Baltimore, Maryland 21202**

(Name and address of agent for service)

Registrant's telephone number, including area code: (410) 752-5900

Date of fiscal year end: December 31

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

Item 1. Proxy Voting Record

ABBVIE INC.									
Security				00287Y109		Meeting Type		Annual	
Ticker Symbol				ABBV		Meeting Date		05-May-2017	
ISIN				US00287Y1091		Agenda		934548821 - Management	
Item	Proposal			Proposed by		Vote		For/Against Management	
1.	DIRECTOR			Management					
	1	ROBERT J. ALPERN				For	For		
	2	EDWARD M. LIDDY				For	For		
	3	MELODY B. MEYER				For	For		
	4	FREDERICK H. WADDELL				For	For		
2.	RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017			Management		For		For	
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION			Management		For		For	
4.	APPROVAL OF A MANAGEMENT PROPOSAL REGARDING AMENDMENT OF THE CERTIFICATE OF INCORPORATION FOR THE ANNUAL ELECTION OF DIRECTORS			Management		For		For	

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5.	STOCKHOLDER PROPOSAL - TO ISSUE A REPORT ON LOBBYING			Shareholder	Against		For	
6.	STOCKHOLDER PROPOSAL - TO SEPARATE CHAIR AND CEO			Shareholder	Against		For	
ADAMS NATURAL RESOURCES FUND, INC								
Security			00548F105			Meeting Type		Annual
Ticker Symbol			PEO			Meeting Date		21-Apr-2017
ISIN			US00548F1057			Agenda		934532385 - Management
Item	Proposal			Proposed by	Vote	For/Against Management		
1.	DIRECTOR			Management				
	1	ENRIQUE R. ARZAC			For		For	
	2	PHYLLIS O. BONANNO			For		For	
	3	KENNETH J. DALE			For		For	
	4	FREDERIC A. ESCHERICH			For		For	
	5	ROGER W. GALE			For		For	
	6	KATHLEEN T. MCGAHRAN			For		For	
	7	CRAIG R. SMITH			For		For	
	8	MARK E. STOECKLE			For		For	
2.	THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT PUBLIC AUDITORS.			Management	For		For	
ADOBE SYSTEMS INCORPORATED								
Security			00724F101			Meeting Type		Annual
Ticker Symbol			ADBE			Meeting Date		12-Apr-2017
ISIN			US00724F1012			Agenda		934534581 - Management
Item	Proposal			Proposed by	Vote	For/Against Management		
1A.	ELECTION OF DIRECTOR: AMY BANSE			Management	For		For	
1B.	ELECTION OF DIRECTOR:			Management	For		For	

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	EDWARD BARNHOLT					
1C.	ELECTION OF DIRECTOR: ROBERT BURGESS	Management	For		For	
1D.	ELECTION OF DIRECTOR: FRANK CALDERONI	Management	For		For	
1E.	ELECTION OF DIRECTOR: JAMES DALEY	Management	For		For	
1F.	ELECTION OF DIRECTOR: LAURA DESMOND	Management	For		For	
1G.	ELECTION OF DIRECTOR: CHARLES GESCHKE	Management	For		For	
1H.	ELECTION OF DIRECTOR: SHANTANU NARAYEN	Management	For		For	
1I.	ELECTION OF DIRECTOR: DANIEL ROSENSWEIG	Management	For		For	
1J.	ELECTION OF DIRECTOR: JOHN WARNOCK	Management	For		For	
2.	APPROVAL OF THE 2003 EQUITY INCENTIVE PLAN AS AMENDED TO INCREASE THE AVAILABLE SHARE RESERVE BY 10 MILLION SHARES.	Management	Against		Against	
3.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For		For	
4.	APPROVAL ON AN ADVISORY BASIS OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For		For	
5.	APPROVAL ON AN ADVISORY BASIS OF THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Years		Against	
AETNA INC.						
Security			00817Y108		Meeting Type	Annual
Ticker Symbol			AET		Meeting Date	19-May-2017
ISIN			US00817Y1082		Agenda	934574698 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FERNANDO AGUIRRE	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: BETSY Z. COHEN	Management	For	For
1E.	ELECTION OF DIRECTOR: MOLLY J. COYE, M.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROGER N. FARAH	Management	For	For
1G.	ELECTION OF DIRECTOR: JEFFREY E. GARTEN	Management	For	For
1H.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD J. HARRINGTON	Management	For	For
1J.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG	Management	For	For
1K.	ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE	Management	For	For
1L.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	Management	For	For
2.	COMPANY PROPOSAL - APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	COMPANY PROPOSAL - APPROVAL OF AMENDMENT TO AMENDED AETNA INC. 2010 STOCK INCENTIVE PLAN TO INCREASE NUMBER OF SHARES AUTHORIZED TO BE ISSUED	Management	For	For
4.	COMPANY PROPOSAL - APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS	Management	For	For
5.	COMPANY PROPOSAL - NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION	Management	Years	

6A.	SHAREHOLDER PROPOSAL - ANNUAL REPORT ON DIRECT AND INDIRECT LOBBYING	Shareholder	Against		For	
6B.	SHAREHOLDER PROPOSAL - ANNUAL REPORT ON GENDER PAY GAP	Shareholder	Against		For	
ALLERGAN PLC						
Security		G0177J108		Meeting Type		Annual
Ticker Symbol		AGN		Meeting Date		04-May-2017
ISIN		IE00BY9D5467		Agenda		934551537 - Management
Item	Proposal		Proposed by	Vote	For/Against Management	
1A.	ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.	Management	For		For	
1B.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For		For	
1C.	ELECTION OF DIRECTOR: JAMES H. BLOEM	Management	For		For	
1D.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	Management	For		For	
1E.	ELECTION OF DIRECTOR: ADRIANE M. BROWN	Management	For		For	
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For		For	
1G.	ELECTION OF DIRECTOR: CATHERINE M. KLEMA	Management	For		For	
1H.	ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.	Management	For		For	
1I.	ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN	Management	For		For	
1J.	ELECTION OF DIRECTOR: BRENTON L. SAUNDERS	Management	For		For	
1K.	ELECTION OF DIRECTOR: RONALD R. TAYLOR	Management	For		For	
1L.	ELECTION OF DIRECTOR: FRED G. WEISS	Management	For		For	
2.	TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE	Management	For		For	

OFFICER COMPENSATION.										
3.	TO RECOMMEND, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.				Management	Years	Against			
4.	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH ITS AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION.				Management	For	For			
5.	TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR THE PURPOSES OF SECTION 162(M) UNDER THE ALLERGAN PLC 2017 ANNUAL INCENTIVE COMPENSATION PLAN.				Management	For	For			
6.	TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE MEETING.				Shareholder	Against	For			
ALPHABET INC										
Security			02079K305			Meeting Type				Annual
Ticker Symbol			GOOGL			Meeting Date				07-Jun-2017
ISIN			US02079K3059			Agenda				934604946 - Management
Item	Proposal			Proposed by	Vote	For/Against Management				
1.	DIRECTOR			Management						
	1		LARRY PAGE			For				For
	2		SERGEY BRIN			For				For

	3	ERIC E. SCHMIDT				For		For	
	4	L. JOHN DOERR				For		For	
	5	ROGER W. FERGUSON, JR.				For		For	
	6	DIANE B. GREENE				For		For	
	7	JOHN L. HENNESSY				For		For	
	8	ANN MATHER				For		For	
	9	ALAN R. MULALLY				For		For	
	10	PAUL S. OTELLINI				For		For	
	11	K. RAM SHRIRAM				For		For	
	12	SHIRLEY M. TILGHMAN				For		For	
2.		THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS ALPHABET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Management			For		For	
3.		THE APPROVAL OF AN AMENDMENT TO ALPHABET'S 2012 STOCK PLAN TO INCREASE THE SHARE RESERVE BY 15,000,000 SHARES OF CLASS C CAPITAL STOCK.	Management			Against		Against	
4.		THE APPROVAL OF THE 2016 COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS.	Management			For		For	
5.		THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES REGARDING COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS.	Management			Years		For	
6.		A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder			Against		For	
7.		A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder			Against		For	
8.		A STOCKHOLDER PROPOSAL REGARDING A POLITICAL CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE	Shareholder			Against		For	

	MEETING.						
9.	A STOCKHOLDER PROPOSAL REGARDING A REPORT ON GENDER PAY, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against		For		
10.	A STOCKHOLDER PROPOSAL REGARDING A CHARITABLE CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against		For		
11.	A STOCKHOLDER PROPOSAL REGARDING THE IMPLEMENTATION OF "HOLY LAND PRINCIPLES," IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against		For		
12.	A STOCKHOLDER PROPOSAL REGARDING A REPORT ON "FAKE NEWS," IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against		For		
AMAZON.COM, INC.							
Security			023135106		Meeting Type		Annual
Ticker Symbol			AMZN		Meeting Date		23-May-2017
ISIN			US0231351067		Agenda		934583596 - Management
Item	Proposal			Proposed by	Vote	For/Against	Management
1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS			Management	For	For	
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG			Management	For	For	
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN			Management	For	For	
1D.	ELECTION OF DIRECTOR: JAMIE S. GORELICK			Management	For	For	
1E.	ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER			Management	For	For	
1F.	ELECTION OF DIRECTOR: JUDITH A. MCGRATH			Management	For	For	
1G.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN			Management	For	For	

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1H.	ELECTION OF DIRECTOR: THOMAS O. RYDER	Management		For		For	
1I.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Management		For		For	