

FRANKLIN UNIVERSAL TRUST
Form N-PX
August 27, 2013

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 811-05569

Franklin Universal Trust

(Exact name of registrant as specified in charter)

One Franklin Parkway, San Mateo, CA
94403-1906

(Address of principal executive offices) (Zip code)

Craig S. Tyle, One Franklin Parkway, San
Mateo, CA 94403-1906

(Name and address of agent for service)

Registrant's telephone number, including area code: (650) 312-2000

Date of fiscal year end: 8/31

Date of reporting period: 6/30/13

Item 1. Proxy Voting Records.

AMERICAN ELECTRIC POWER COMPANY, INC.

Meeting Date: APR 23, 2013

Record Date: FEB 25, 2013

Meeting Type: ANNUAL

Ticker: AEP

Security ID: 025537101

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| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Nicholas K. Akins | Management | For | For |
| 1.2 | Elect Director David J. Anderson | Management | For | For |
| 1.3 | Elect Director Ralph D. Crosby, Jr. | Management | For | For |
| 1.4 | Elect Director Linda A. Goodspeed | Management | For | For |
| 1.5 | Elect Director Thomas E. Hoaglin | Management | For | For |
| 1.6 | Elect Director Sandra Beach Lin | Management | For | For |
| 1.7 | Elect Director Michael G. Morris | Management | For | For |
| 1.8 | Elect Director Richard C. Notebaert | Management | For | For |
| 1.9 | Elect Director Lionel L. Nowell, III | Management | For | For |
| 1.10 | Elect Director Stephen S. Rasmussen | Management | For | For |
| 1.11 | Elect Director Oliver G. Richard, III | Management | For | For |
| 1.12 | Elect Director Richard L. Sandor | Management | For | For |
| 1.13 | Elect Director Sara Martinez Tucker | Management | For | For |
| 1.14 | Elect Director John F. Turner | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Report on Lobbying Payments and Policy | Shareholder | Against | Against |

CENTERPOINT ENERGY, INC.**Meeting Date: APR 25, 2013****Record Date: FEB 25, 2013****Meeting Type: ANNUAL**

Ticker: CNP

Security ID: 15189T107

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Milton Carroll | Management | For | For |
| 1b | Elect Director Michael P. Johnson | Management | For | For |
| 1c | Elect Director Janiece M. Longoria | Management | For | For |
| 1d | Elect Director David M. McClanahan | Management | For | For |
| 1e | Elect Director Susan O. Rheney | Management | For | For |
| 1f | Elect Director R. A. Walker | Management | For | For |
| 1g | Elect Director Peter S. Wareing | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |

CONSOLIDATED EDISON, INC.**Meeting Date: MAY 20, 2013****Record Date: MAR 22, 2013****Meeting Type: ANNUAL**

Ticker: ED

Security ID: 209115104

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|---------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Kevin Burke | Management | For | For |
| 1.2 | Elect Director Vincent A. Calarco | Management | For | For |
| 1.3 | Elect Director George Campbell, Jr. | Management | For | For |
| 1.4 | Elect Director Gordon J. Davis | Management | For | For |
| 1.5 | Elect Director Michael J. Del Giudice | Management | For | For |

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| | | | | |
|------|----------------------------------------------------|-------------|---------|---------|
| 1.6 | Elect Director Ellen V. Futter | Management | For | For |
| 1.7 | Elect Director John F. Hennessy, III | Management | For | For |
| 1.8 | Elect Director John F. Killian | Management | For | For |
| 1.9 | Elect Director Eugene R. McGrath | Management | For | For |
| 1.10 | Elect Director Sally H. Pinero | Management | For | For |
| 1.11 | Elect Director Michael W. Ranger | Management | For | For |
| 1.12 | Elect Director L. Frederick Sutherland | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Approve Omnibus Stock Plan Advisory Vote to Ratify | Management | For | For |
| 4 | Named Executive Officers' Compensation | Management | For | For |
| 5 | Cease CEO Compensation Benchmarking Policy | Shareholder | Against | Against |

DOMINION RESOURCES, INC.**Meeting Date: MAY 03, 2013****Record Date: FEB 28, 2013****Meeting Type: ANNUAL**

Ticker: D

Security ID: 25746U109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-----------------------------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director William P. Barr | Management | For | For |
| 1.2 | Elect Director Peter W. Brown | Management | For | For |
| 1.3 | Elect Director Helen E. Dragas | Management | For | For |
| 1.4 | Elect Director James O. Ellis, Jr. | Management | For | For |
| 1.5 | Elect Director Thomas F. Farrell, II | Management | For | For |
| 1.6 | Elect Director John W. Harris | Management | For | For |
| 1.7 | Elect Director Robert S. Jepson, Jr. | Management | For | For |
| 1.8 | Elect Director Mark J. Kington | Management | For | For |
| 1.9 | Elect Director Pamela J. Royal | Management | For | For |
| 1.10 | Elect Director Robert H. Spilman, Jr. | Management | For | For |
| 1.11 | Elect Director Michael E. Szymanczyk | Management | For | For |
| 1.12 | Elect Director David A. Wollard | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Provide Right to Call Special Meeting | Management | For | For |
| 5 | Report on Coal Use from Mountaintop Removal Mining | Shareholder | Against | Against |
| 6 | Include Sustainability as a Performance Measure for Senior Executive Compensation | Shareholder | Against | Against |
| 7 | | Shareholder | Against | Against |

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| | | | | |
|---|--------------------------------------------------------------------------------------------------|-------------|---------|---------|
| 8 | Minimize Pool Storage of Spent Nuclear Fuel Report on Financial Risks of Climate Change | Shareholder | Against | Against |
|---|--------------------------------------------------------------------------------------------------|-------------|---------|---------|

DUKE ENERGY CORPORATION**Meeting Date: MAY 02, 2013****Record Date: MAR 05, 2013****Meeting Type: ANNUAL**

Ticker: DUK

Security ID: 26441C204

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director William Barnet, III | Management | For | For |
| 1.2 | Elect Director G. Alex Bernhardt, Sr. | Management | For | For |
| 1.3 | Elect Director Michael G. Browning | Management | For | For |
| 1.4 | Elect Director Harris E. DeLoach, Jr. | Management | For | For |
| 1.5 | Elect Director Daniel R. DiMicco | Management | For | Withhold |
| 1.6 | Elect Director John H. Forsgren | Management | For | Withhold |
| 1.7 | Elect Director Ann Maynard Gray | Management | For | Withhold |
| 1.8 | Elect Director James H. Hance, Jr. | Management | For | Withhold |
| 1.9 | Elect Director John T. Herron | Management | For | For |
| 1.10 | Elect Director James B. Hyler, Jr. | Management | For | For |
| 1.11 | Elect Director E. Marie McKee | Management | For | For |
| 1.12 | Elect Director E. James Reinsch | Management | For | For |
| 1.13 | Elect Director James T. Rhodes | Management | For | For |
| 1.14 | Elect Director James E. Rogers | Management | For | For |
| 1.15 | Elect Director Carlos A. Saladrigas | Management | For | For |
| 1.16 | Elect Director Philip R. Sharp | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | Against |
| 4 | | Management | For | For |

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| | | | | |
|---|-------------------------------------------------------------|-------------|---------|-----|
| | Amend Executive Incentive Bonus Plan | | | |
| 5 | Provide Right to Act by Written Consent | Shareholder | Against | For |
| 6 | Require a Majority Vote for the Election of Directors | Shareholder | Against | For |

EDISON INTERNATIONAL**Meeting Date: APR 25, 2013****Record Date: MAR 01, 2013****Meeting Type: ANNUAL**

Ticker: EIX

Security ID: 281020107

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Jagjeet S. Bindra | Management | For | For |
| 1.2 | Elect Director Vanessa C.L. Chang | Management | For | For |
| 1.3 | Elect Director France A. Cordova | Management | For | For |
| 1.4 | Elect Director Theodore F. Craver, Jr. | Management | For | For |
| 1.5 | Elect Director Bradford M. Freeman | Management | For | For |
| 1.6 | Elect Director Luis G. Nogales | Management | For | For |
| 1.7 | Elect Director Ronald L. Olson | Management | For | For |
| 1.8 | Elect Director Richard T. Schlosberg, III | Management | For | For |
| 1.9 | Elect Director Thomas C. Sutton | Management | For | For |
| 1.10 | Elect Director Peter J. Taylor | Management | For | For |
| 1.11 | Elect Director Brett White | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Require Independent Board Chairman | Shareholder | Against | Against |

ENTERGY CORPORATION**Meeting Date: MAY 03, 2013****Record Date: MAR 05, 2013****Meeting Type: ANNUAL**

Ticker: ETR

Security ID: 29364G103

| Proposal No | Proposal | Proposed By | Vote Cast |
|--------------------|-----------------|--------------------|------------------|
|--------------------|-----------------|--------------------|------------------|

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| | | Management Recommendation | | |
|----|----------------------------------------------------------------|--------------------------------------|---------|---------|
| 1a | Elect Director Maureen Scannell Bateman | Management | For | For |
| 1b | Elect Director L.P. Denault | Management | For | For |
| 1c | Elect Director Gary W. Edwards | Management | For | For |
| 1d | Elect Director Alexis M. Herman | Management | For | For |
| 1e | Elect Director Donald C. Hintz | Management | For | For |
| 1f | Elect Director Stuart L. Levenick | Management | For | For |
| 1g | Elect Director Blanche L. Lincoln | Management | For | For |
| 1h | Elect Director Stewart C. Myers | Management | For | For |
| 1i | Elect Director W.J. Tauzin | Management | For | For |
| 1j | Elect Director Steven V. Wilkinson | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Report on Lobbying Payments and Policy | Shareholder | Against | Against |
| 5 | Minimize Pool Storage of Spent Nuclear Fuel | Shareholder | Against | Against |

EXELON CORPORATION**Meeting Date: APR 23, 2013****Record Date: MAR 01, 2013****Meeting Type: ANNUAL**

Ticker: EXC

Security ID: 30161N101

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Anthony K. Anderson | Management | For | For |
| 1b | Elect Director Ann C. Berzin | Management | For | For |
| 1c | Elect Director John A. Canning, Jr. | Management | For | For |
| 1d | Elect Director Christopher M. Crane | Management | For | For |
| 1e | Elect Director Yves C. de Balmann | Management | For | For |
| 1f | Elect Director Nicholas DeBenedictis | Management | For | For |
| 1g | Elect Director Nelson A. Diaz | Management | For | For |
| 1h | Elect Director Sue L. Gin | Management | For | For |
| 1i | Elect Director Paul L. Joskow | Management | For | For |
| 1j | Elect Director Robert J. Lawless | Management | For | For |
| 1k | Elect Director Richard W. Mies | Management | For | For |
| 1l | Elect Director William C. Richardson | Management | For | For |
| 1m | Elect Director Thomas J. Ridge | Management | For | For |
| 1n | Elect Director John W. Rogers, Jr. | Management | For | For |
| 1o | Elect Director Mayo A. Shattuck, III | Management | For | For |
| 1p | Elect Director Stephen D. Steinour | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | Against |
| 4 | Amend Qualified Employee Stock Purchase Plan | Management | For | For |

FIRSTENERGY CORP.**Meeting Date: MAY 21, 2013****Record Date: MAR 22, 2013****Meeting Type: ANNUAL**

Ticker: FE

Security ID: 337932107

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Paul T. Addison | Management | For | For |
| 1.2 | Elect Director Anthony J. Alexander | Management | For | For |
| 1.3 | Elect Director Michael J. Anderson | Management | For | For |
| 1.4 | Elect Director Carol A. Cartwright | Management | For | For |
| 1.5 | Elect Director William T. Cottle | Management | For | For |
| 1.6 | Elect Director Robert B. Heisler, Jr. | Management | For | Withhold |
| 1.7 | Elect Director Julia L. Johnson | Management | For | For |
| 1.8 | Elect Director Ted J. Kleisner | Management | For | Withhold |
| 1.9 | Elect Director Donald T. Misheff | Management | For | For |
| 1.10 | Elect Director Ernest J. Novak, Jr. | Management | For | For |
| 1.11 | Elect Director Christopher D. Pappas | Management | For | Withhold |
| 1.12 | Elect Director Catherine A. Rein | Management | For | Withhold |
| 1.13 | Elect Director George M. Smart | Management | For | For |
| 1.14 | Elect Director Wes M. Taylor | Management | For | Withhold |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Reduce Supermajority Vote Requirement | Management | For | For |
| 5 | Cease CEO Compensation Benchmarking Policy | Shareholder | Against | Against |
| 6 | | Shareholder | Against | Against |

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| | | | | |
|---|----------------------------------------------------------|-------------|---------|---------|
| | Submit SERP to Shareholder Vote | | | |
| 7 | Stock Retention/Holding Period | Shareholder | Against | Against |
| 8 | Require a Majority Vote for the Election of Directors | Shareholder | Against | Against |
| 9 | Provide Right to Act by Written Consent | Shareholder | Against | Against |

GREAT PLAINS ENERGY INCORPORATED

Meeting Date: MAY 07, 2013

Record Date: FEB 26, 2013

Meeting Type: ANNUAL

Ticker: GXP

Security ID: 391164100

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------------|--------------------|--------------------------------------|------------------|
| 1.1 | Elect Director Terry Bassham | Management | For | For |
| 1.2 | Elect Director David L. Bodde | Management | For | For |
| 1.3 | Elect Director Randall C. Ferguson, Jr. | Management | For | For |
| 1.4 | Elect Director Gary D. Forsee | Management | For | For |
| 1.5 | Elect Director Thomas D. Hyde | Management | For | For |
| 1.6 | Elect Director James A. Mitchell | Management | For | For |
| 1.7 | Elect Director Ann D. Murtlow | Management | For | For |
| 1.8 | Elect Director John J. Sherman | Management | For | For |
| 1.9 | Elect Director Linda H. Talbott | Management | For | For |
| 1.10 | Elect Director Robert H. West | Management | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3 | Ratify Auditors | Management | For | For |

NEXTERA ENERGY, INC.**Meeting Date: MAY 23, 2013****Record Date: MAR 25, 2013****Meeting Type: ANNUAL**

Ticker: NEE

Security ID: 65339F101

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Sherry S. Barrat | Management | For | For |
| 1b | Elect Director Robert M. Beall, II | Management | For | For |
| 1c | Elect Director James L. Camaren | Management | For | For |
| 1d | Elect Director Kenneth B. Dunn | Management | For | For |
| 1e | Elect Director Lewis Hay, III | Management | For | For |
| 1f | Elect Director Toni Jennings | Management | For | For |
| 1g | Elect Director James L. Robo | Management | For | For |
| 1h | Elect Director Rudy E. Schupp | Management | For | For |
| 1i | Elect Director John L. Skolds | Management | For | For |
| 1j | Elect Director William H. Swanson | Management | For | For |
| 1k | Elect Director Michael H. Thaman | Management | For | For |
| 1l | Elect Director Hansel E. Tookes, II | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Approve Executive Incentive Bonus Plan | Management | For | For |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 5 | Minimize Pool Storage of Spent Nuclear Fuel | Shareholder | Against | Against |

NV ENERGY, INC.**Meeting Date: MAY 08, 2013****Record Date: MAR 11, 2013****Meeting Type: ANNUAL**

Ticker: NVE

Security ID: 67073Y106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Joseph B. Anderson, Jr. | Management | For | For |
| 1b | Elect Director Glenn C. Christenson | Management | For | For |
| 1c | Elect Director Susan F. Clark | Management | For | For |
| 1d | Elect Director Stephen E. Frank | Management | For | Against |
| 1e | Elect Director Brian J. Kennedy | Management | For | For |
| 1f | Elect Director Maureen T. Mullarkey | Management | For | For |
| 1g | Elect Director John F. O'Reilly | Management | For | For |
| 1h | Elect Director Philip G. Satre | Management | For | For |
| 1i | Elect Director Donald D. Snyder | Management | For | For |
| 1j | Elect Director Michael W. Yackira | Management | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3 | Approve Omnibus Stock Plan | Management | For | Against |
| 4 | Ratify Auditors | Management | For | For |

PG&E CORPORATION**Meeting Date: MAY 06, 2013****Record Date: MAR 07, 2013****Meeting Type: ANNUAL**

Ticker: PCG

Security ID: 69331C108

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-----------------|--------------------|----------------------------------|------------------|
| 1.1 | | Management | For | For |

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| | | | | |
|------|----------------------------------------------------------------|-------------|---------|---------|
| | Elect Director David R. Andrews | | | |
| 1.2 | Elect Director Lewis Chew | Management | For | For |
| 1.3 | Elect Director C. Lee Cox | Management | For | For |
| 1.4 | Elect Director Anthony F. Earley, Jr. | Management | For | For |
| 1.5 | Elect Director Fred J. Fowler | Management | For | For |
| 1.6 | Elect Director Maryellen C. Herring | Management | For | For |
| 1.7 | Elect Director Roger H. Kimmel | Management | For | For |
| 1.8 | Elect Director Richard A. Meserve | Management | For | For |
| 1.9 | Elect Director Forrest E. Miller | Management | For | For |
| 1.10 | Elect Director Rosendo G. Parra | Management | For | For |
| 1.11 | Elect Director Barbara L. Rambo | Management | For | For |
| 1.12 | Elect Director Barry Lawson Williams | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Require Independent Board Chairman | Shareholder | Against | Against |

PINNACLE WEST CAPITAL CORPORATION**Meeting Date: MAY 15, 2013****Record Date: MAR 12, 2013****Meeting Type: ANNUAL**

Ticker: PNW

Security ID: 723484101

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Edward N. Basha, Jr. | Management | For | For |
| 1.2 | Elect Director Donald E. Brandt | Management | For | For |
| 1.3 | Elect Director Susan Clark-Johnson | Management | For | For |
| 1.4 | Elect Director Denis A. Cortese | Management | For | For |
| 1.5 | Elect Director Michael L. Gallagher | Management | For | For |
| 1.6 | Elect Director Roy A. Herberger, Jr. | Management | For | For |
| 1.7 | Elect Director Dale E. Klein | Management | For | For |
| 1.8 | Elect Director Humberto S. Lopez | Management | For | For |
| 1.9 | Elect Director Kathryn L. Munro | Management | For | For |
| 1.10 | Elect Director Bruce J. Nordstrom | Management | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3 | Ratify Auditors | Management | For | For |

PPL CORPORATION**Meeting Date: MAY 15, 2013****Record Date: FEB 28, 2013****Meeting Type: ANNUAL**

Ticker: PPL

Security ID: 69351T106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|--------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Frederick M. Bernthal | Management | For | For |

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| | | | | |
|------|----------------------------------------------------------------|-------------|---------|---------|
| 1.2 | Elect Director John W. Conway | Management | For | For |
| 1.3 | Elect Director Philip G. Cox | Management | For | For |
| 1.4 | Elect Director Steven G. Elliott | Management | For | For |
| 1.5 | Elect Director Louise K. Goeser | Management | For | For |
| 1.6 | Elect Director Stuart E. Graham | Management | For | For |
| 1.7 | Elect Director Stuart Heydt | Management | For | For |
| 1.8 | Elect Director Raja Rajamannar | Management | For | For |
| 1.9 | Elect Director Craig A. Rogerson | Management | For | For |
| 1.10 | Elect Director William H. Spence | Management | For | For |
| 1.11 | Elect Director Natica von Althann | Management | For | For |
| 1.12 | Elect Director Keith H. Williamson | Management | For | For |
| 2 | Adopt Majority Voting for Uncontested Election of Directors | Management | For | For |
| 3 | Ratify Auditors | Management | For | For |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 5 | Report on Political Contributions | Shareholder | Against | Against |

PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED**Meeting Date: APR 16, 2013****Record Date: FEB 15, 2013****Meeting Type: ANNUAL**

Ticker: PEG

Security ID: 744573106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Albert R. Gamper, Jr. | Management | For | For |
| 1.2 | Elect Director William V. Hickey | Management | For | For |
| 1.3 | Elect Director Ralph Izzo | Management | For | For |
| 1.4 | Elect Director Shirley Ann Jackson | Management | For | For |
| 1.5 | Elect Director David Lilley | Management | For | For |
| 1.6 | Elect Director Thomas A. Renyi | Management | For | For |
| 1.7 | Elect Director Hak Cheol Shin | Management | For | For |
| 1.8 | Elect Director Richard J. Swift | Management | For | For |
| 1.9 | Elect Director Susan Tomasky | Management | For | For |
| 1.10 | Elect Director Alfred W. Zollar | Management | For | For |
| | Advisory Vote to Ratify | | | |
| 2 | Named Executive Officers' Compensation | Management | For | For |
| 3 | Amend Omnibus Stock Plan | Management | For | For |
| 4 | Amend Nonqualified Employee Stock Purchase Plan | Management | For | For |
| 5 | Ratify Auditors | Management | For | For |
| 6 | Reduce Supermajority Vote Requirement | Shareholder | Against | For |

SEMPRA ENERGY**Meeting Date: MAY 09, 2013****Record Date: MAR 12, 2013****Meeting Type: ANNUAL**

Ticker: SRE

Security ID: 816851109

| Proposal No | Proposal | Proposed By | Vote Cast |
|--------------------|-----------------|--------------------|------------------|
|--------------------|-----------------|--------------------|------------------|

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| | | Management Recommendation | | |
|------|----------------------------------------------------------------|--------------------------------------|---------|---------|
| 1.1 | Elect Director Alan L. Boeckmann | Management | For | For |
| 1.2 | Elect Director James G. Brocksmith, Jr. | Management | For | For |
| 1.3 | Elect Director William D. Jones | Management | For | For |
| 1.4 | Elect Director William G. Ouchi | Management | For | For |
| 1.5 | Elect Director Debra L. Reed | Management | For | For |
| 1.6 | Elect Director William C. Rusnack | Management | For | For |
| 1.7 | Elect Director William P. Rutledge | Management | For | For |
| 1.8 | Elect Director Lynn Schenk | Management | For | For |
| 1.9 | Elect Director Jack T. Taylor | Management | For | For |
| 1.10 | Elect Director Luis M. Tellez | Management | For | For |
| 1.11 | Elect Director James C. Yardley | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Approve Omnibus Stock Plan | Management | For | For |
| 5 | Require Independent Board Chairman | Shareholder | Against | Against |

SPECTRA ENERGY CORP**Meeting Date: APR 30, 2013****Record Date: MAR 04, 2013****Meeting Type: ANNUAL**

Ticker: SE

Security ID: 847560109

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director William T. Esrey | Management | For | For |
| 1b | Elect Director Gregory L. Ebel | Management | For | For |
| 1c | Elect Director Austin A. Adams | Management | For | For |
| 1d | Elect Director Joseph Alvarado | Management | For | For |
| 1e | Elect Director Pamela L. Carter | Management | For | For |
| 1f | Elect Director F. Anthony Comper | Management | For | For |
| 1g | Elect Director Peter B. Hamilton | Management | For | For |
| 1h | Elect Director Dennis R. Hendrix | Management | For | For |
| 1i | Elect Director Michael McShane | Management | For | For |
| 1j | Elect Director Michael G. Morris | Management | For | For |
| 1k | Elect Director Michael E.J. Phelps | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Report on Lobbying Payments and Policy | Shareholder | Against | Against |
| 5 | Report on Methane Emissions | Shareholder | Against | Against |

THE SOUTHERN COMPANY**Meeting Date: MAY 22, 2013****Record Date: MAR 25, 2013****Meeting Type: ANNUAL**

Ticker: SO

Security ID: 842587107

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Juanita Powell Baranco | Management | For | For |
| 1b | Elect Director Jon A. Boscia | Management | For | For |
| 1c | Elect Director Henry A. 'Hal' Clark, III | Management | For | For |
| 1d | Elect Director Thomas A. Fanning | Management | For | For |
| 1e | Elect Director David J. Grain | Management | For | For |
| 1f | Elect Director H. William Habermeyer, Jr. | Management | For | For |
| 1g | Elect Director Veronica M. Hagen | Management | For | For |
| 1h | Elect Director Warren A. Hood, Jr. | Management | For | For |
| 1i | Elect Director Donald M. James | Management | For | For |
| 1j | Elect Director Dale E. Klein | Management | For | For |
| 1k | Elect Director William G. Smith, Jr. | Management | For | For |
| 1l | Elect Director Steven R. Specker | Management | For | For |
| 1m | Elect Director E. Jenner Wood, III | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Alter Mandatory Retirement Policy for Directors | Management | For | For |
| 5 | Reduce Supermajority Vote Requirement | Management | For | For |
| 6 | Reduce Supermajority Vote Requirement | Management | For | For |

UIL HOLDINGS CORPORATION**Meeting Date: MAY 14, 2013****Record Date: MAR 11, 2013****Meeting Type: ANNUAL**

Ticker: UIL

Security ID: 902748102

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Thelma R. Albright | Management | For | For |
| 1.2 | Elect Director Arnold L. Chase | Management | For | Withhold |
| 1.3 | Elect Director Betsy Henley-Cohn | Management | For | For |
| 1.4 | Elect Director Suedeem G. Kelly | Management | For | For |
| 1.5 | Elect Director John L. Lahey | Management | For | For |
| 1.6 | Elect Director Daniel J. Miglio | Management | For | For |
| 1.7 | Elect Director William F. Murdy | Management | For | For |
| 1.8 | Elect Director William B. Plummer | Management | For | For |
| 1.9 | Elect Director Donald R. Shassian | Management | For | For |
| 1.10 | Elect Director James P. Torgerson | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Amend Omnibus Stock Plan | Management | For | Against |

WESTAR ENERGY, INC.**Meeting Date: MAY 16, 2013****Record Date: MAR 18, 2013****Meeting Type: ANNUAL**

Ticker: WR

Security ID: 95709T100

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director Richard L. Hawley | Management | For | For |
| 1.2 | Elect Director B. Anthony Isaac | Management | For | For |
| 1.3 | Elect Director S. Carl Soderstrom, Jr. | Management | For | For |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3 | Ratify Auditors | Management | For | For |

WISCONSIN ENERGY CORPORATION**Meeting Date: MAY 02, 2013****Record Date: FEB 21, 2013****Meeting Type: ANNUAL**

Ticker: WEC

Security ID: 976657106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|-------------------------------------|--------------------|----------------------------------|------------------|
| 1.1 | Elect Director John F. Bergstrom | Management | For | For |
| 1.2 | Elect Director Barbara L. Bowles | Management | For | For |
| 1.3 | Elect Director Patricia W. Chadwick | Management | For | For |
| 1.4 | Elect Director Curt S. Culver | Management | For | For |
| 1.5 | Elect Director Thomas J. Fischer | Management | For | For |
| 1.6 | Elect Director Gale E. Klappa | Management | For | For |
| 1.7 | Elect Director Henry W. Knueppel | Management | For | For |
| 1.8 | Elect Director Ulice Payne, Jr. | Management | For | For |

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| | | | | |
|-----|----------------------------------------------------------------|------------|-----|---------|
| 1.9 | Elect Director Mary Ellen Stanek | Management | For | Against |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |

XCEL ENERGY INC.**Meeting Date: MAY 22, 2013****Record Date: MAR 26, 2013****Meeting Type: ANNUAL**

Ticker: XEL

Security ID: 98389B100

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|--------------------|----------------------------------------------------------------|--------------------|----------------------------------|------------------|
| 1a | Elect Director Gail Koziara Boudreaux | Management | For | For |
| 1b | Elect Director Fredric W. Corrigan | Management | For | For |
| 1c | Elect Director Richard K. Davis | Management | For | For |
| 1d | Elect Director Benjamin G.S. Fowke, III | Management | For | For |
| 1e | Elect Director Albert F. Moreno | Management | For | For |
| 1f | Elect Director Richard T. O'Brien | Management | For | For |
| 1g | Elect Director Christopher J. Policinski | Management | For | For |
| 1h | Elect Director A. Patricia Sampson | Management | For | For |
| 1i | Elect Director James J. Sheppard | Management | For | For |
| 1j | Elect Director David A. Westerlund | Management | For | For |
| 1k | Elect Director Kim Williams | Management | For | For |
| 1l | Elect Director Timothy V. Wolf | Management | For | For |
| 2 | Ratify Auditors | Management | For | For |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Require Independent Board Chairman | Shareholder | Against | Against |

SIGNATURES

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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) Franklin Universal Trust

By (Signature and Title)* /s/LAURA F. FERGERSON

Laura F. Ferguson,

Chief Executive Officer - Finance and Administration

Date August 23, 2013

** Print the name and title of each signing officer under his or her signature.*