Salient Midstream & MLP Fund Form N-PX August 17, 2018

#### **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: 811-22626

## SALIENT MIDSTREAM & MLP FUND

(Exact name of registrant as specified in charter)

4265 San Felipe, Suite 800

#### Houston, TX 77027

(Address of principal executive offices) (Zip code)

Gregory A. Reid, Principal Executive Officer

With a Copy To:

Salient Midstream & MLP fund

George J. Zornada

4265 San Felipe, 8th Floor

**K&L Gates LLP** 

Houston, TX 77027

State Street Financial Center

(Name and address of agent for service)

One Lincoln St.

Boston, MA 02111-2950

(617) 261-3231

Registrant s Telephone Number, including Area Code: (713) 993-4001

Date of fiscal year end: November 30

Date of reporting period: July 1, 2017 June 30, 2018

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, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Proposed by

# Item 1 Proxy Voting Record.

# Salient Midstream & MLP Fund

ARR GMLP Y2745C102 9/27/2017 TO ELECT CARL STEEN AS A CLASS I Voted F F II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2020 ANNUAL MEETING OF LIMITED PARTNERS.  STERN WES 958254104 10/17/2017 TO APPROVE THE WESTERN GAS I PARTNERS, LP 2017 LONG-TERM INCENTIVE PLAN (THE LTIP PROPOSAL)  STERN WES 958254104 10/17/2017 TO APPROVE THE ADJOURNMENT OF I THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL  NAGAS DLNG Y2188B108 12/7/2017 TO ELECT LEVON DEDEGIAN AS A I CLASS III DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2020 ANNUAL MEETING OF LIMITED PARTNERS  NAGAS DLNG Y2188B108 12/7/2017 TO APPROVE THE APPOINTMENT OF I ERNST & YOUNG (HELLAS)  CERTIFIED AUDITORS  ACCOUNTANTS S.A. AS THE PARTNERSHIP S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017  SYIELD, NYLDA 62942X306 4/24/2018 DIRECTOR Mauricio Gutierrez I Voted F F	ipany LAR } TNERS	Ticker GMLP	CUSIP Y2745C102	Meeting Date 9/27/2017	A brief identification of the matter voted on TO ELECT CARL STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2020 ANNUAL MEETING OF LIMITED PARTNERS.	Issuer or Security Holder	Voted Vote Cast Voted F	Managem (F/A, N Nonbindin
PARTNERS, LP 2017 LONG-TERM INCENTIVE PLAN (THE LTIP PROPOSAL)  STERN WES 958254104 10/17/2017 TO APPROVE THE ADJOURNMENT OF I THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL  WAGAS DLNG Y2188B108 12/7/2017 TO ELECT LEVON DEDEGIAN AS A I CLASS III DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2020 ANNUAL MEETING OF LIMITED PARTNERS  AGAAS DLNG Y2188B108 12/7/2017 TO APPROVE THE APPOINTMENT OF I ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS S.A. AS THE PARTNERSHIP S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017	j	GMLP	Y2745C102	9/27/2017	TO ELECT CARL STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2020 ANNUAL MEETING OF LIMITED	I	Voted F	F
THE SPECIAL MEETING TO A LATER  DATE OR DATES, IF NECESSARY OR  APPROPRIATE, TO SOLICIT  ADDITIONAL PROXIES IN THE  EVENT THERE ARE NOT SUFFICIENT  VOTES AT THE TIME OF THE  SPECIAL MEETING TO APPROVE THE  LTIP PROPOSAL  VOTES AT THE TIME OF THE  LTIP PROPOSAL  TO ELECT LEVON DEDEGIAN AS A I VOTED FOR A THREE-YEAR TERM UNTIL THE  2020 ANNUAL MEETING OF LIMITED  PARTNERS  VAGAS DLNG Y2188B108 12/7/2017 TO APPROVE THE APPOINTMENT OF I VOTED F  ERNST & YOUNG (HELLAS)  CERTIFIED AUDITORS  ACCOUNTANTS S.A. AS THE  PARTNERSHIP S INDEPENDENT  AUDITORS FOR THE FISCAL YEAR  ENDING DECEMBER 31, 2017	3	WES	958254104	10/17/2017	PARTNERS, LP 2017 LONG-TERM INCENTIVE PLAN (THE LTIP	I	Voted F	F
CLASS III DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2020 ANNUAL MEETING OF LIMITED PARTNERS  VAGAS DLNG Y2188B108 12/7/2017 TO APPROVE THE APPOINTMENT OF I ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS S.A. AS THE PARTNERSHIP S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017	\$	WES	958254104	10/17/2017	THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE	I	Voted F	F
ERNST & YOUNG (HELLAS)  CERTIFIED AUDITORS  ACCOUNTANTS S.A. AS THE  PARTNERSHIP S INDEPENDENT  AUDITORS FOR THE FISCAL YEAR  ENDING DECEMBER 31, 2017	j	DLNG	Y2188B108	12/7/2017	CLASS III DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2020 ANNUAL MEETING OF LIMITED	I	Voted F	F
G YIELD, NYLDA 62942X306 4/24/2018 DIRECTOR Mauricio Gutierrez I Voted F F	j	DLNG	Y2188B108	12/7/2017	ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS S.A. AS THE PARTNERSHIP S INDEPENDENT AUDITORS FOR THE FISCAL YEAR	I	Voted F	F
	YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR Mauricio Gutierrez	I	Voted F	F

With or Ag

YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR John F. Chlebowski	I	Voted F	F
YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR Kirkland B. Andrews	I	Voted F	F
3 YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR John Chillemi	I	Voted F	F
3 YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR Brian R. Ford	I	Voted F	F
YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR Ferrell P. McClean	I	Voted F	F
3 YIELD,	NYLDA	62942X306	4/24/2018	DIRECTOR Christopher S. Sotos	I	Voted F	F
YIELD,	NYLDA	62942X306	4/24/2018	To approve, on a non-binding advisory basis, NRG Yield, Inc. s executive compensation.	I	Voted F	F
FYIELD,	NYLDA	62942X306	4/24/2018	To ratify the appointment of KPMG LLP as NRG Yield, Inc. s independent registered public accounting firm for the 2018 fiscal year.	I	Voted F	F
YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR Mauricio Gutierrez	I	Voted F	F
YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR John F. Chlebowski	I	Voted F	F
3 YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR Kirkland B. Andrews	I	Voted F	F
YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR John Chillemi	I	Voted F	F
YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR Brian R. Ford	I	Voted F	F
YIELD,	NYLD	62942X405	4/24/2018	DIRECTOR Ferrell P. McClean	I	Voted F	F
FYIELD,	NYLD	62942X405	4/24/2018	DIRECTOR Christopher S. Sotos	I	Voted F	F

	Ticker	CUSIP	Meeting Date	A brief identification of the matter voted on	Proposed by Issuer or Security Holder	Voted Vote	Cast	W
INC.				To approve, on a non-binding advisory basis, NRG Yield, Inc. s executive compensation.	I	Voted F	Cust	F
INC.	NYLD	62942X405	4/24/2018	To ratify the appointment of KPMG LLP as NRG Yield, Inc. s independent registered public accounting firm for the 2018 fiscal year.	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Alan S. Armstrong	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Stephen W. Bergstrom	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Stephen I. Chazen	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Charles I. Cogut	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Kathleen B. Cooper	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Michael A. Creel	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Peter A. Ragauss	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Scott D. Sheffield	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: Murray D. Smith	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Election of Director: William H. Spence	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Ratification of Ernst & Young LLP as auditors for 2018.	I	Voted F		F
MS COMPANIES,	WMB	969457100	5/10/2018	Approval, by nonbinding advisory vote, of the company s executive compensation.	I	Voted F		F
IOLDINGS, L.P.	PAGP	72651A207	5/15/2018	DIRECTOR Bobby S. Shackouls	I	Voted F		F
IOLDINGS, L.P.	PAGP	72651A207	5/15/2018	DIRECTOR Christopher M. Temple	I	Voted F		F
IOLDINGS, L.P.	PAGP	72651A207	5/15/2018	Ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for 2018.	I	Voted F		F

I

Voted N

PAGP 72651A207 5/15/2018 The approval, on a non-binding advisory

OLDINGS, L.P.

IOLDINOS, L.I .	TAGI	72031A207	3/13/2016	basis, of our named executive officer compensation.	1	voice iv	11
IOLDINGS, L.P.	PAGP	72651A207	5/15/2018	Non-binding advisory vote on the frequency with which future advisory votes to approve our named executive officer compensation should be held.	I	Voted 1	F
E INFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: Norman H. Brown, Jr.	I	Voted F	F
INFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: George W. Carmany, III	I	Voted F	F
INFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: James Hooke	I	Voted F	F
E INFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: Ronald Kirk	I	Voted F	F
EINFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: H.E. (Jack) Lentz	I	Voted F	F
EINFRASTRUCTURE ON	MIC	55608B105	5/16/2018	Election of Director: Ouma Sananikone	I	Voted F	F
E INFRASTRUCTURE ON	MIC	55608B105		The ratification of the selection of KPMG LLP as our independent auditor for the fiscal year ending December 31, 2018.	I	Voted F	F
EINFRASTRUCTURE ON	MIC	55608B105	5/16/2018	The approval, on an advisory basis, of executive compensation.	I	Voted N	N
	OKE	682680103	5/23/2018	Election of director: Brian L. Derksen	I	Voted F	F
	OKE	682680103	5/23/2018	Election of director: Julie H. Edwards	I	Voted F	F

mpany IEOK, INC.	Ticker OKE		Meeting Date 5/23/2018	A brief identification of the matter voted on Election of director: John W. Gibson	Proposed by Issuer or Security Holder I	Voted Voted		With or Again Managemen (F/A, N = Nonbinding
IEOK, INC.	OKE	682680103	5/23/2018	Election of director: Randall J. Larson	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Election of director: Steven J. Malcolm	I	Voted	F	F
EOK, INC.	OKE	682680103	5/23/2018	Election of director: Jim W. Mogg	I	Voted	F	F
EOK, INC.	OKE	682680103	5/23/2018	Election of director: Pattye L. Moore	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Election of director: Gary D. Parker	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Election of director: Eduardo A. Rodriguez	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Election of director: Terry K. Spencer	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Ratification of the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm of ONEOK, Inc. for the year ending December 31, 2018.	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	Approve the ONEOK, Inc. Equity Incentive Plan.	I	Voted	F	F
IEOK, INC.	OKE	682680103	5/23/2018	An advisory vote to approve ONEOK, Inc. executive compensation.	sl.	Voted	F	F
RGA SOURCES PRP.	TRGP	87612G101	5/24/2018	Election of Director: Robert B. Evans	I	Voted	F	F
RGA SOURCES RP.	TRGP	87612G101	5/24/2018	Election of Director: Joe Bob Perkins	I	Voted	F	F
RGA SOURCES RP.	TRGP	87612G101	5/24/2018	Election of Director: Ershel C. Redd Jr.	I	Voted	F	F
RGA SOURCES RP.	TRGP	87612G101	5/24/2018	Ratification of Selection of Independent Accountants	I	Voted	F	F
RGA SOURCES RP.	TRGP	87612G101		Advisory Vote to Approve Executive Compensation	I	Voted	F	F

## **SIGNATURE**

Pursuant to the requirements of the Investment Company Act of 1940, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Salient Midstream & MLP Fund

By: /s/ Gregory A. Reid

Gregory A. Reid

Principal Executive Officer

Date: 8/17/2018