

# Citadel Income Fund

June 30, 2016

<b>Agnico-Eagle Mines Ltd.</b>	
Ticker Symbol	AEM
CUSIP	008474
Meeting Type	Annual
Meeting Date	April 29, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Leanne M. Baker	Management	For		*
	Elect Director Sean Boyd				*
	Elect Director Martine A. Celej				*
	Elect Director Robert J. Gemmell				*
	Elect Director Mel Leiderman				*
	Elect Director Deborah A. McCombe				*
	Elect Director James D. Nasso				*
	Elect Director Sean Riley				*
	Elect Director J. Merfyn Roberts				*
	Elect Director Jaime C. Sokalsky				*
	Elect Director Howard R. Stockford				*
	Elect Director Pertti Voutilainen				*
02	Appointment of Ernst & Yonung LLP as auditors	Management	For		*
03	An ordinary resolution approving an amendment to the Company's Stock Option Plan.	Management	For		*
04	A non-binding, advisory resolution accepting the Company's approach to executive compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>ARC Resources Ltd.</b>	
Ticker Symbol	ARX
CUSIP	00208D408
Meeting Type	Annual
Meeting Date	April 29, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director John P. Dielwart	Management	For		*
	Elect Director Fred J. Dymont		For		*
	Elect Director Timothy J. Heam		For		*
	Elect Director James C. Houck		For		*
	Elect Director Harold N. Kvisle		For		*
	Elect Director Kathleen M. O'Neill		For		*
	Elect Director Herbert C. Pinder, Jr.		For		*
	Elect Director William G. Sembo		For		*
	Elect Director Nancy L. Smith		For		*
	Elect Director Myron M. Stadnyk		For		*
02	Appointment of Auditors Deloitte LLP	Management	For		*
03	Advisory Vote on Executive Compensation	Management	For		*
04	Reduction of Stated Capital	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Apple Inc.</b>	
Ticker Symbol	AAPL
CUSIP	037833100
Meeting Type	Annual
Meeting Date	Feb 26, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01		Management	For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
	Elect Director		For		*
02	Appointment of Auditors Ernst & Young LLP	Management	For		*
03	Advisory vote to approve executive compensation	Management	For		*
04	To approve the amended and restated employee stock plan	Management	For		*
05	Shareholder Proposal 1		Against		*
	Shareholder Proposal 2		Against		*
	Shareholder Proposal 3		Against		*
	Shareholder Proposal 4		Against		*

# Citadel Income Fund

June 30, 2016

<b>The Bank of Nova Scotia</b>	
Ticker Symbol	BNS
CUSIP	064149107
Meeting Type	Annual
Meeting Date	April 12, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Nora A. Aufreiter	Management	For		*
	Elect Director Guillermo E. Babatz		For		*
	Elect Director Scott B. Bonham		For		*
	Elect Director Ronald A. Breneman		For		*
	Elect Director Charles H. Dallara		For		*
	Elect Director William R. Fatt		For		*
	Elect Director Tiff Macklem		For		*
	Elect Director Thomas C. O'Neill		For		*
	Elect Director Eduardo Pacheco		For		*
	Elect Director Brian J. Porter		For		*
	Elect Director Una M. Power		For		*
	Elect Director Aaron W. Regent		For		*
	Elect Director Indira V. Samarasekera		For		*
	Elect Director Susan L. Segal		For		*
	Elect Director Paul D. Sobey		For		*
	Elect Director Barbara S. Thomas		For		*
	Elect Director L. Scott Thompson		For		*
02	Appointment of KPMG LLP as auditors	Management	For		*
03	Advisory vote on non-binding resolution on executive compensation approach	Management	For		*
04	Shareholder Proposal – Streamlining Financial Reporting		Against		*
05	Shareholder Proposal – Paying fair share of Taxes		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Bank of America Corporation</b>	
Ticker Symbol	BAC
CUSIP	060505104
Meeting Type	Annual
Meeting Date	Apr 27, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Sharon L. Allen	Management	For		*
	Elect Director Susan S. Bies		For		*
	Elect Director Jack O. Bovender, Jr.		For		*
	Elect Director Frank P. Bramble, Sr.		For		*
	Elect Director Pierre J. P. de Weck		For		*
	Elect Director Arnold W. Donald		For		*
	Elect Director Charles K. Gifford		For		*
	Elect Director Linda P. Hudson		For		*
	Elect Director Monica C. Lozano		For		*
	Elect Director Thomas J. May		For		*
	Elect Director Brian T. Moynihan		For		*
	Elect Director Lionel L. Nowell, III		For		*
	Elect Director Thomas D. Woods		For		*
	Elect Director R. David Yost		For		*
02	Approving Our Executive Compensation (an Advisory, Non-binding "Say on Pay" Resolution)	Management	For		*
03	Ratifying the Appointment of Our Registered Independent Public Accounting Firm for 2016	Management	For		*
04	Approving the Amendment and Restatement of the Bank of America Corporation 2003 Key Associate Stock Plan	Management	For		*
05	Stockholder Proposal – Clawback Amendment		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Barrick Gold Co.</b>	
Ticker Symbol	ABX
CUSIP	067901108
Meeting Type	Annual
Meeting Date	April 26, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director G.A. Cisneros	Management	For		*
	Elect Director G.G. Clow		For		*
	Elect Director G.A. Doer		For		*
	Elect Director J.M. Evans		For		*
	Elect Director K.P.M. Dusshnisky				*
	Elect Director B.L. Greenspun		For		*
	Elect Director J.B Harey		For		*
	Elect Director N.H.O Lockhart		For		*
	Elect Director D. Moyo		For		*
	Elect Director A. Munk		For		*
	Elect Director J.R.S. Prichard		For		*
	Elect Director S.J. Shapiro		For		*
	Elect Director J.L. Thornton		For		*
	Elect Director E.L. Thrasher		For		*
02	Resolution approving the appointment of PRICEWATERHOUSE LLP as the auditors of Barrick and authorizing the directors to fix their remuneration	Management	For		*
03	Advisory resolution on executive compensation approach	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

2

<b>Baytex Energy Corp.</b>	
Ticker Symbol	BTE
CUSIP	07317Q
Meeting Type	Annual
Meeting Date	June 1, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director James L. Bowzer	Management	For		*
	Elect Director John A. Brussa				*
	Elect Director Raymond T. Chan				*
	Elect Director Edward Chwyl				*
	Elect Director Naveen Dargan				*
	Elect Director R.E.T. (Rusty) Goepel				*
	Elect Director Gregory K. Melchin				*
	Elect Director Mary Ellen Peters				*
	Elect Director Dale O. Shwed				*
02	Appointment of Deloitte LLP, as auditors of Baytex for the ensuing year and to authorize the directors of Baytex to fix their remuneration	Management	For		*
03	Advisory resolution to accept the approach to executive compensation disclosed in the accompanying information circular – proxy statement	Management	For		*
04	Approving the unallocated share awards under the Share Award Incentive Plan	Management	For		*
05	Approving certain amendments to the Share Award Incentive Plan	Management	For		*
06	Approving a special resolution to reduce the stated capital of the common shares	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>BCE Inc.</b>	
Ticker Symbol	BCE
CUSIP	05534b
Meeting Type	Annual
Meeting Date	April 28, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director B.K. Allen	Management	For		*
	Elect Director R.A. Brenneman				*
	Elect Director S. Brochu				*
	Elect Director R.E. Brown				*
	Elect Director G.A Cope				*
	Elect Director D.F. Denison				*
	Elect Director R.P. Dexter				*
	Elect Director I. Greenberg				*
	Elect Director K. Lee				*
	Elect Director M.F. Leroux				*
	Elect Director G.M. Nixon				*
	Elect Director C. Rovinescu				*
	Elect Director R.C. Simmonds				*
	Elect Director P.R. Weiss				*
02	Appointment of auditors Deloitte LLP	Management	For		*
03	Advisory vote on executive compensation	Management	For		*
04	Shareholder Proposal 1. Female Representation in senior management		Against		*
	Shareholder Proposal 2. Reconstitution of compensation committee		Against		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Cameco Co.</b>	
Ticker Symbol	CCO
CUSIP	13321L
Meeting Type	Annual
Meeting Date	May 11, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Ian Bruce	Management	For		*
	Elect Director Daniel Camus				*
	Elect Director John Clappison				*
	Elect Director Donald Deranger				*
	Elect Director Catherine Gignac				*
	Elect Director Tim Gitzel				*
	Elect Director James Gowans				*
	Elect Director Dan Kayne				*
	Elect Director Anne McLellan				*
	Elect Director Neil McMillan				*
02	Appoint KPMG LLP as auditors	Management	For		*
03	Have a say on companies approach to executive compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Canadian Apartment Properties Real Estate Investment Trust</b>	
Ticker Symbol	CAR
CUSIP	134921
Meeting Type	Annual
Meeting Date	May 25, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Trustee Harold Burke	Management	For		*
	Elect Trustee David Erlich				*
	Elect Trustee Paul Harris				*
	Elect Trustee Edwin Hawken				*
	Elect Trustee Thomas Schwartz				*
	Elect Trustee David Sloan				*
	Elect Trustee Michael Stein				*
	Elect Trustee Stanley Swartzman				*
	Elect Trustee Elaine Todres				*
02	Re- appointment of PricewaterhouseCoopers LLP as auditor	Management	For		*
03	Unitholders' Rights Plan Agreement	Management	For		*
04	Authorization and Issuance of Preferred Units	Management	For		*
05	Amendments to definition of "Independent Trustee Matter"	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Canadian Imperial Bank of Commerce	
Ticker Symbol	CM
CUSIP	136069
Meeting Type	Annual
Meeting Date	April 5, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director B.S. Belzberg	Management	For		*
	Elect Director N.E. Caldwell				*
	Elect Director G.F. Colter				*
	Elect Director P.D. Daniel				*
	Elect Director L. Desjardins				*
	Elect Director V.G. Dodig				*
	Elect Director G.D. Giffin				*
	Elect Director L.S. Hasenfratz				*
	Elect Director K.J. Kelly				*
	Elect Director N.D. Le Pan				*
	Elect Director J.P. Manley				*
	Elect Director J.L. Peverett				*
	Elect Director K.B. Stevenson				*
	Elect Director M. Turcotte				*
	Elect Director R,W, Zubrow				*
02	Appointment of Ernst & Young LLP as auditors	Management	For		*
03	Advisory vote on non-binding resolution on Executive Compensation approach	Management	For		*
04	Special resolution to amend By-Law No. 1 regarding directors' compensation	Management	For		*
05	Ordinary resolution to amend By-Law No. 1 regarding administrative matters	Management	For		*
06	Shareholder Proposal 1.		Against		*
07	Shareholder Proposal 2.		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Canadian National Railway	
Ticker Symbol	CNR
CUSIP	136375
Meeting Type	Annual
Meeting Date	April 26, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Donald J. Carty	Management	For		*
	Elect Director Ambassador Gordon D. Giffin				*
	Elect Director Edith E. Holiday				*
	Elect Director V. Maureen Kempston				*
	Elect Director The Hon. Denis Losier				*
	Elect Director The. Hon Kein G. Lynch				*
	Elect Director Claude Mongeau				*
	Elect Director James. E. O'Connor				*
	Elect Director Robert Pace				*
	Elect Director Robert L. Phillips				*
	Elect Director Laura Stein				*
02	Appointment of auditors KPMG LLP	Management	For		*
03	Non-binding advisory vote on executive compensation	Management	For		*
04	Shareholder Proposal		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Capstone Mining Corp.</b>	
Ticker Symbol	CS
CUSIP	14068G
Meeting Type	Annual
Meeting Date	April 27, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	To set the number of Directors at eight	Management	For		*
02	Elect Director Lawrence I. Bell	Management	For		*
	Elect Director George L. Brack				*
	Elect Director Chantal Gosselin				*
	Elect Director Soon Jin Kwon				*
	Elect Director Kalidas Madhavpeddi				*
	Elect Director Dale C. Peniuk				*
	Elect Director Darren M. Pylot				*
	Elect Director Richard N. Zimmer				*
03	Appointment of Deloitte LLP as Auditors	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Canadian Natural Resources Limited</b>	
Ticker Symbol	CNQ
CUSIP	136385
Meeting Type	Annual
Meeting Date	May 5, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01.	Elect Director Catherine M. Best	Management	For		*
	Elect Director N. Murray Edwards				*
	Elect Director Timothy W. Faithfull				*
	Elect Director Honorable Gary A. Filmon				*
	Elect Director Christopher L. Fong				*
	Elect Director Ambassador Gordon D. Griffin				*
	Elect Director Wilfred A. Gobert				*
	Elect Director Steve W. Laut				*
	Elect Director Honourable Frank J. McKenna				*
	Elect Director David A. Tuer				*
	Elect Director Annette Verschuren				*
02.	Appointment of PricewaterhouseCoopers LLP as auditors	Management	For		*
03.	Stock Option Plan	Management	For		*
04.	Plan of Arrangement	Management	For		*
05.	Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Canadian Western Bank</b>	
Ticker Symbol	CWB
CUSIP	13677f
Meeting Type	Annual
Meeting Date	March 3, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01.	Elect Director Albrecht W.A. Bellstedt, Q.C	Management	For		*
	Elect Director Andrew J. Bibby				*
	Elect Director Christopher H. Fowler				*
	Elect Director Linda M.O. Hohol				*
	Elect Director Robert A. Manning				*
	Elect Director Sarah A. Morgan-Silvester				*
	Elect Director Robert L. Philips, Q.C				*
	Elect Director Raymond J. Protti				*
	Elect Director Ian M. Reid				*
	Elect Director H. Sanford Riley				*
	Elect Director Alan. M. Rowe				*
02.	Appointment of KPMG as auditors	Management	For		*
03.	Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Genovus Energy</b>	
Ticker Symbol	CVE
CUSIP	15135U
Meeting Type	Annual
Meeting Date	April 27, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Appointment of PricewaterhouseCoopers LLP as auditors	Management	For		*
02	Elect Director Patrick D. Daniel	Management	For		*
	Elect Director Ian W. Delaney				*
	Elect Director Brian C. Fergusson				*
	Elect Director Michael A. Grandin				*
	Elect Director Steven F. Leer				*
	Elect Director Richard J. Marcogliese				*
	Elect Director Valerie A.A. Nielsen				*
	Elect Director Charles M. Rampacek				*
	Elect Director Colin Taylor				*
	Elect Director Wayne G. Thomson				*
	Elect Director Rhonda I. Zygocki				*
03	Shareholder advisory vote on Executive compensation	Management	For		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Coach Inc.</b>	
Ticker Symbol	COH
CUSIP	189754104
Meeting Type	Annual
Meeting Date	September 8, 2015

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director David Denton	Management	For		*
	Elect Director Andrea Guerra				*
	Elect Director Susan Kropf				*
	Elect Director Victor Luis				*
	Elect Director Ivan Menezes				*
	Elect Director William Nuti				*
	Elect Director Stephanie Tilenius				*
	Elect Director Jide Zeitlin				*
02	Ratification of the appointment of Deloitte & Touche LLP as the company's independent registered public accounting firm for fiscal year 2016	Management	For		*
03	Approval, on a non-binding advisory basis, of the company's executive compensation as disclosed in the proxy statement for the 2016 annual meeting	Management	For		*
04	Approval of the amendment and restated Coach Inc. 2010 Stock Incentive Plan as of September 18, 2015	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Crescent Point Energy Corp</b>	
Ticker Symbol	CPG
CUSIP	22576C
Meeting Type	Annual
Meeting Date	May 13, 2016

<b>Item</b>	<b>Matters to be Voted On</b>	<b>Proposed By</b>	<b>Proposal Vote</b>	<b>For/Against Management</b>	<b>N/A</b>
01	To fix number of directors at nine	Management	For		*
02	Elect Director Rene Amirault				*
	Elect Director Peter Bannister				*
	Elect Director Laura A. Cillis				*
	Elect Director D. Hugh Gillard				*
	Elect Director Robert F. Heinemann				*
	Elect Director Barbara Munroe				*
	Elect Director Gerald A. Romanzin				*
	Elect Director Scott Saxberg				*
	Elect Director Gregory G. Turnbull, QC				*
03	Appointment of auditors PricewaterhouseCoopers LLP	Management	For		*
04	Amendment to Restricted Share Bonus Plan – Increase in Common Share Reserve	Management	For		*
05	Amendment to Restricted Share Bonus Plan – Increase Grant Limits to Directors	Management	For		*
06	Advisory Vote on Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>CVS Health Corp</b>	
Ticker Symbol	Cvs
CUSIP	126650100
Meeting Type	Annual
Meeting Date	May 19, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Richard M. Braken	Management	For		*
	Elect Director C. David Brown III				*
	Elect Director Alecia A. Decoudreaux				*
	Elect Director Nancy-Ann m. DeParle				*
	Elect Director David W. Doman				*
	Elect Director Anne M. Finucane				*
	Elect Director Larry J. Merlo				*
	Elect Director Jean- Pierre Millon				*
	Elect Director Richard J Swift				*
	Elect Director William C. Weldon				*
	Elect Director Tony L. White				*
02	Proposal to ratify public accounting firm for 2016	Management	For		*
03	Say on Pay	Management	For		*
04	Stockholder Proposal 1			Against	*
	Stockholder Proposal 2			Against	*

# Citadel Income Fund

June 30, 2016

<b>Dream Office Real Estate Investment Fund</b>	
Ticker Symbol	D
CUSIP	26153P
Meeting Type	Annual
Meeting Date	May 5, 2016

<b>Item</b>	<b>Matters to be Voted On</b>	<b>Proposed By</b>	<b>Proposal Vote</b>	<b>For/Against Management</b>	<b>N/A</b>
01	Election of Trustee Detlef Bierbaum	Management	For		*
	Election of Trustee Donald Charter				*
	Election of Trustee Michael J. Cooper				*
	Election of Trustee Joanne Ferstman				*
	Election of Trustee Robert Goodall				*
	Election of Trustee Duncan Jackman				*
	Election of Trustee The Hon. Dr. Kellie Leitch				
	Election of Trustee Karine MacIndoe				*
02	Appointment of PricewaterhouseCoopers LLP auditor	Management	For		*
03	Amendment to Deferred Unit Incentive Plan	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Enbridge Inc.</b>	
Ticker Symbol	ENB
CUSIP	29250N
Meeting Type	Annual
Meeting Date	May 12, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director David A. Arledge	Management	For		*
	Elect Director James J. Blanchard				*
	Elect Director Marcel R. Coutu				*
	Elect Director J. Herb England				*
	Elect Director Charles W. Fischer				*
	Elect Director V. Maureen Kempston Darkes				*
	Elect Director Al Monaco				*
	Elect Director George K. Petty				*
	Elect Director Rebecca B. Roberts				*
	Elect Director Dan C. Tutcher				*
	Elect Director Catherine L. Williams				*
02	Appointment of PricewaterhouseCoopers LLP as auditors	Management	For		*
03	Have a "say on pay"	Management	For		*
04	Vote on Shareholder proposal		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Equitable Group Inc.</b>	
Ticker Symbol	EQB
CUSIP	294505
Meeting Type	Annual
Meeting Date	May 17, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Eric Beutel	Management	For		*
	Elect Director Johanne Brossard				*
	Elect Director Michael Emory				*
	Elect Director Eric Kirzner				*
	Elect Director David LeGresley				*
	Elect Director Lynn McDonald				*
	Elect Director Andrew Moor				*
	Elect Director Rowan Saunders				*
	Elect Director Vincenza Sera				*
	Elect Director Michael Stramaglia				*
02	Appointment of KPMG LLP as auditors	Management	For		*
03	Amendment to By-law No. 1	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Goldcorp Inc.</b>	
Ticker Symbol	G
CUSIP	380956
Meeting Type	Annual
Meeting Date	April 28, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Beverly A. Briscoe	Management	For		*
	Elect Director Peter J. Dey				*
	Elect Director Margot A. Franssen, O.C.				*
	Elect Director David A. Garofalo				*
	Elect Director Clement A. Pelletier				*
	Elect Director P. Randy Reifel				*
	Elect Director Ian W. Telfer				*
	Elect Director Blanca Trevino				*
	Elect Director Kenneth F. Williamson				*
02	Appointment of Deloitte LLP as auditors	Management	For		*
03	A resolution approving an amendment to the restricted share unit plan	Management	For		*
04	A non-binding advisory resolution accepting the company's approach to executive compensation	Management	For		*
05	And on such other businesses as my properly come before the Meeting	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Great – West Lifeco Inc.</b>	
Ticker Symbol	GWO
CUSIP	39138C
Meeting Type	Annual
Meeting Date	May 5, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Proposal to amend articles of the corporation	Management	For		*
02	Elect Director Marcel R. Coutu				*
	Elect Director Andre Desmarais				*
	Elect Director Paul Desmarais, Jr.				*
	Elect Director Gary A. Doer				*
	Elect Director Claude Genereux				*
	Elect Director Chavina M. Hosek				*
	Elect Director J. David A. Jackson				*
	Elect Director Paul A. Mahon				*
	Elect Director Susan J. McArthur				*
	Elect Director R. Jeffrey Orr				*
	Elect Director Rima Quereshi				*
	Elect Director Henri-Paul Rousseau				*
	Elect Director Raymond Royer				*
	Elect Director T. Timothy Ryan				*
	Elect Director Jerome J. Selitto				*
	Elect Director James M. Singh				*
	Elect Director Eموke J.E. Szathmary				*
	Elect Director Gregory D. Tretiak				*
	Elect Director Siim A. Vanaselja				*
	Elect Director Brian E. Walsh				*
03	Appointment of Deloitte LLP as auditor	Management	For		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>George Weston Limited</b>	
Ticker Symbol	WN
CUSIP	961148
Meeting Type	Annual
Meeting Date	May 12, 2015

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director A. Charles Baillie	Management	For		*
	Elect Director Paviter S. Binning				*
	Elect Director Darren Entwistle				*
	Elect Director Anthony R. Graham				*
	Elect Director John S. Lacey				*
	Elect Director Isabelle Marcoux				*
	Elect Director Sarabjit S. Marwah				*
	Elect Director Gordon M. Nixon				*
	Elect Director J. Robert S. Prichard				*
	Elect Director Thomas F. Rahilly				*
	Elect Director Barbara Stymiest				*
	Elect Director W. Galen Weston				*
02	Appointment of KPMG LLP as auditor	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Husky Energy Inc.</b>	
Ticker Symbol	HSE
CUSIP	448055
Meeting Type	Annual
Meeting Date	April 26, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Victor T.K. Li	Management	For		*
	Elect Director Canning K.N. Fok				*
	Elect Director Stephen E. Bradley				*
	Elect Director Asim Ghosh				*
	Elect Director Martin J.G. Glynn				*
	Elect Director Poh Chan Koh				*
	Elect Director Eva L. Kwok				*
	Elect Director Stanley T.L. Kwok				*
	Elect Director Frederick S.H. Ma				*
	Elect Director George C. Magnus				*
	Elect Director Neil D. McGee				*
	Elect Director Colin S. Russel				*
	Elect Director Wayne E. Shaw				*
	Elect Director William Shurniak				*
	Elect Director Frank J. Sixt				*
02	Appointment of KPMG LLP as auditors	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Hudson's Bay Company</b>	
Ticker Symbol	HBC
CUSIP	444218
Meeting Type	Annual
Meeting Date	June 3, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Richard Baker	Management	For		*
	Elect Director Robert Baker				*
	Elect Director David Leith				*
	Elect Director William Mack				*
	Elect Director Lee Neibart				*
	Elect Director Denise Pickett				*
	Elect Director Wayne Pommen				*
	Elect Director Earl Rotman				*
	Elect Director Matthew Rubel				*
	Elect Director Gerald Storch				*
	Elect Director Andrea Wong				*
02	Appointment of Deloitte LLP as auditors	Management	For		*
03	Advisory Vote on Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>HudBay Minerals Inc.</b>	
Ticker Symbol	HBM
CUSIP	443628
Meeting Type	Annual
Meeting Date	April 12, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Alan Hair	Management	For		*
	Elect Director Igor A. Gonzales				*
	Elect Director Tom S. Goodman				*
	Elect Director Alan R. Hibben				*
	Elect Director W. Warren Holmes				*
	Elect Director Sarah B. Kavanagh				*
	Elect Director Carin S. Knickel				*
	Elect Director Alan J. Lenczner				*
	Elect Director Kenneth G. Stowe				*
	Elect Director Michael T. Waites				*
02	Appointment of Deloitte LLP as auditors	Management	For		*
03	Approval of the Third Amended and Restated Long Term Equity Plan	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Home Capital Group Inc.</b>	
Ticker Symbol	HCG
CUSIP	436913
Meeting Type	Annual
Meeting Date	May 11, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Jacqueline E. Beurivage	Management	For		*
	Elect Director Robert J. Blowes				*
	Elect Director Brenda J. Eprile				*
	Elect Director William F. Falk				*
	Elect Director James E. Keohane				*
	Elect Director John M. Marsh				*
	Elect Director Robert A. Mitchell				*
	Elect Director Martin K. Reid				*
	Elect Director Kevin P.D. Smith				*
	Elect Director Gerald M. Soloway				*
	Elect Director Bonita J. Then				*
	Elect Director William J. Walker				*
02	Appointment of Ernst & Young LLP as auditors	Management	For		*
03	Advisory Resolution	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

H&R Real Estate Investment Trust	
Ticker Symbol	HR
CUSIP	403925
Meeting Type	Annual
Meeting Date	May 11, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	In respect of the REIT	Management	For		
	Elect Trustee Thomas J. Hofstedler				*
	Elect Trustee Robert E. Dickson				*
	Elect Trustee Edward Gilbert				*
	Elect Trustee Laurence A. Lebovic				*
	Elect Trustee Ronald C. Rutman				*
	Elect Trustee Stephen L. Sender				*
	Appointment of KPMG LLP as auditor of the REIT	Management	For		*
	Special Resolution authorizing and approving certain amendments to the RIET's Declaration of Trust	Management	For		*
02	In respect of the Finance Trust	Management	For		
	Elect Trustee Marvin Rubner				*
	Elect Trustee Shimshon (Stephen) Gross				*
	Elect Trustee Neil Sigler				*
03	Appointment of KPMG LLP as the auditors of Finance Trust	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

High Liner Foods Incorporated	
Ticker Symbol	HLF
CUSIP	429696
Meeting Type	Annual
Meeting Date	May 11, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Alan Bell	Management	For		*
	Elect Director Derek H.L. Buntain				*
	Elect Director James G. Covelluzi				*
	Elect Director Keith A. Decker				*
	Elect Director Henry E. Demone				*
	Elect Director Robert P. Dexter				*
	Elect Director Andrew J. Hennigar				*
	Elect Director David J. Hennigar				*
	Elect Director Shelly L. Jamieson				*
	Elect Director M. Jolene Mahody				*
	Elect Director R. Andy Miller				*
	Elect Director Robert L. Pace				*
	Elect Director Frank B.H. van Schaayk				*
02	Appointment of Ernst & Young LLP as auditors	Management	For		*
03	Shareholder Rights Plan	Management	For		*
04	Advisory Resolution Regarding Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

HSBC Holdings PLC.	
Ticker Symbol	HSBC
CUSIP	404280406
Meeting Type	Annual
Meeting Date	April 22, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	To receive the Annual Report and accounts 2015	Management	For		*
02	To approve the directors remuneration report	Management	For		*
03	To approve the Directors' Remuneration Policy				*
03	To elect Director Henri de Castries	Management	For		*
	To elect Director Irene Lee				*
	To elect Director Pauline van der Meer Mohr				*
	To elect Director Paul Walsh				*
	To re-elect Philip Ameen				*
	To re-elect Kathleen Casey				*
	To re-elect Laura Cha				*
	To re-elect Lord Evans of Weardale				*
	To re-elect Joachim Faber				*
	To re-elect Douglas Flint				*
	To re-elect Stuart Gulliver				*
	To re-elect Sam Laidlaw				*
	To re-elect John Lipsky				*
	To re-elect Rachel Lomax				*
	To re-elect Iain Mackay				*
	To re-elect Marc Moses				*
	To re-elect Heidi Miller				*
	To re-elect Jonathan Symonds				*
04	To appoint PricewaterhouseCoopers LLP as auditor	Management	For		*
05	To authorise the group audit committee to determine the remuneration of the auditor	Management	For		*
06	To authorise the director to allot shares	Management	For		*
07	To disapply pre-emption rights	Management	For		*
08	To authorise the directors to allot any repurchase shares	Management	For		*
09	To authorise the company to purchase its own ordinary shares	Management	For		*
10	To authorise the directors to allot equity securities in relation to the issue of contingent convertible securities	Management	For		*
11	To disapply pre-emption rights in relation to the issue of contingent convertible securities	Management	For		*
12	To authorise the Directors to offer a scrip dividend alternative	Management	For		*
13	To approve general meetings	Management	For		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Inter Pipeline Ltd.</b>	
Ticker Symbol	IPL
CUSIP	45833
Meeting Type	Annual
Meeting Date	May 9, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	To fix the number of directors to be elected at eight	Management	For		*
02	Elect Director Richard Shaw				*
	Elect Director David Fesyk				*
	Elect Director Lorne Brown				*
	Elect Director Duane Keinick				*
	Elect Director Alison Taylor Love				*
	Elect Director William Robertson				*
	Elect Director Brant Sangster				*
	Elect Director Margaret McKenzie				*
03	Appointment of Ernst & Young LLP as auditor	Management	For		*
04	Say on Pay	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Johnson &amp; Johnson</b>	
Ticker Symbol	JNJ
CUSIP	478160104
Meeting Type	Annual
Meeting Date	April 28, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Mary C. Beckerle	Management	For		*
	Elect Director D. Scott Davis				*
	Elect Director Ian E. L. Davis				*
	Elect Director Alex Gorsky				*
	Elect Director Susan L. Lindquist				*
	Elect Director Mark B. McClellan				*
	Elect Director Anne M. Mulcahy				*
	Elect Director William D. Perez				*
	Elect Director Charles Prince				*
	Elect Director A. Eugene Washington				*
	Elect Director Ronald A. Williams				*
02	Advisory vote to approve named executive officer compensation	Management	For		*
03	Ratification of appointment of independent registered public accounting firm for 2016	Management	For		*
04	Shareholder Proposal – Policy for Share Repurchase Preference		Against		*
05	Shareholder Proposal – independent board chairman		Against		*
06	Shareholder Proposal – Take-Back Programs for Unused Medicines		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Keyera Corp.</b>	
Ticker Symbol	KEY
CUSIP	493271
Meeting Type	Annual
Meeting Date	May 10, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Appointment of Deloitte LLP as auditor	Management	For		*
02	Elect Director James V. Bertram	Management	For		*
	Elect Director Douglas J. Haughey				*
	Elect Director Nancy M. Laird				*
	Elect Director Donald J. Nelson				*
	Elect Director Michael J. Norris				*
	Elect Director Thomas O'Connor				*
	Elect Director David G. Smith				*
	Elect Director William R. Stedman				*
	Elect Director Janet Woodruff				*
03	Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Major Drilling Group International Inc.</b>	
Ticker Symbol	MDI
CUSIP	560909
Meeting Type	Annual
Meeting Date	September 11, 2015

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Edward J. Breiner	Management	For		*
	Elect Director Jean Desrosiers				*
	Elect Director Fred J. Dymont				*
	Elect Director David A. Fennell				*
	Elect Director Denis Larocque				*
	Elect Director Francis P. McGuire				*
	Elect Director Catherine McLeod –Seltzer				*
	Elect Director Janice G. Rennie				*
	Elect Director David B. Tennant				*
	Elect Director Jo Mark Zurel				*
02	Accepting the advisory resolution to accept the board's approach to executive compensation	Management	For		*
03	Appointment of Deloitte LLP as auditor	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Manulife Financial Corporation</b>	
Ticker Symbol	MFC
CUSIP	56501R
Meeting Type	Annual
Meeting Date	May 5, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Joseph P. Caron	Management	For		*
	Elect Director John. M Cassaday				*
	Elect Director Susan F. Dabarno				*
	Elect Director Richard B. DeWolfe				*
	Elect Director Sheila S. Fraser				*
	Elect Director Donald A. Guloien				*
	Elect Director Luther S. Helms				*
	Elect Director Tsun-yan Hsieh				*
	Elect Director P. Thomas Jenkins				*
	Elect Director Pamela O. Kimmet				*
	Elect Director Donald R. Lindsay				*
	Elect Director John R. V. Palmer				*
	Elect Director C. James Prieur				*
	Elect Director Andrea S. Rosen				*
	Elect Director Lesley D. Webster				*
02	Appointment of Ernst & Young LLP	Management	For		*
03	Advisory resolution accepting approach to Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Northland Power Inc.</b>	
Ticker Symbol	NPI
CUSIP	111002
Meeting Type	Annual
Meeting Date	May 25, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director James C. Temerty	Management	For		*
	Elect Director Rt. Hon. John N. Turner, Q.C.				*
	Elect Director Marie Bountrogianni				*
	Elect Director Linda L. Bertoldi				*
	Elect Director Barry Gilmour				*
	Elect Director Russell Goodman				*
02	Appointment of Ernst & Young LLP as auditor	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Pembina Pipeline Corporation</b>	
Ticker Symbol	PPL
CUSIP	706327
Meeting Type	Annual
Meeting Date	May 12, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Anne-Maire N. Ainsworth	Management	For		*
	Elect Director Grant D. Billing				*
	Elect Director Michael H. Dilger				*
	Elect Director Randall J. Findlay				*
	Elect Director Lorne B. Gordon				*
	Elect Director Gordon J. Kerr				*
	Elect Director David M.B. Le Gresley				*
	Elect Director Robert B. Michaleski				*
	Elect Director Leslie A. O'Donoghue				*
	Elect Director Jeffrey T. Smith				*
02	Appointment of KPMG LLP as auditor	Management	For		*
03	The ordinary resolution to continue Pembina's shareholder rights plan, and ratify , confirm and approve Pembina's amended and restated shareholder rights plan	Management	For		*
04	Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Pfizer Inc.</b>	
Ticker Symbol	PFE
CUSIP	717081103
Meeting Type	Annual
Meeting Date	April 28, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Dennis A. Ausiello	Management	For		*
	Elect Director W. Don Cornwell				*
	Elect Director Joseph J. Echevarria				*
	Elect Director Frances . Fergusson				
	Elect Director Helen H. Hobbs				*
	Elect Director James M. Kilts				*
	Elect Director Shantanu Narayen				*
	Elect Director Suzanne Nora Johnson				*
	Elect Director Ian C. Read				*
	Elect Director Stephen W. Sanger				*
	Elect Director James C. Smith				*
02	Ratification of Selection of our Independent Registered Public Accounting Firm	Management	For		*
03	Advisory approval of executive compensation	Management	For		*
04	Shareholder proposal regarding report on lobbying activities		Against		*
	Shareholder proposal regarding policy on director elections		Against		*
	Shareholder proposal regarding right to act by written consent		Against		*
	Shareholder proposal regarding certain taxable events		Against		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Philip Morris International</b>	
Ticker Symbol	PM
CUSIP	718172109
Meeting Type	Annual
Meeting Date	May 4, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Harold Brown	Management	For		*
	Elect Director Wermer Gessler				*
	Elect Director Jennifer Li				*
	Elect Director Jun Makihara				*
	Elect Director Kalpana Morparia				*
	Elect Director Lucio A. Noto				*
	Elect Director Frederik Paulsen				*
	Elect Director Robert B. Polet				*
	Elect Director Stephen M. Wolf				*
02	Ratification of the selection of PricewaterhouseCoopers as auditor	Management	For		*
03	Advisory vote approving executive compensation	Management	For		*
04	Shareholder Proposal on Human Rights		Against		*
05	Shareholder approval on mediation of alleged Human Rights Violations		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Power Financial Corporation</b>	
Ticker Symbol	PWF
CUSIP	73927C
Meeting Type	Annual
Meeting Date	May 12, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Marc. Bibeau	Management	For		*
	Elect Director Andre Desmarais				*
	Elect Director Paul Desmaris, Jr				*
	Elect Director Gary A. Doer				*
	Elect Director Gerald Frere				*
	Elect Director Anthony R. Graham				*
	Elect Director J. David A. Jackson				*
	Elect Director R. Jeffrey Orr				*
	Elect Director Louise Roy				*
	Elect Director Raymond Royer				*
	Elect Director T. Timothy Ryan Jr.				*
	Elect Director Eموke J.E. Szathmary				*
02	Appointment of Deloitte LLP as auditor	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>PrairieSky Royalty Ltd.</b>	
Ticker Symbol	PSK
CUSIP	739721
Meeting Type	Annual
Meeting Date	April 27, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director James M. Estey	Management	For		*
	Elect Director Andrew M. Philips				*
	Elect Director Sheldon B. Steeves				*
	Elect Director Grant A. Zawalsky				*
	Elect Director Margaret A. McKenzie				*
02	Appointment of KPMG LLP as auditor	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Reitmans (Canada) Limited</b>	
Ticker Symbol	RET
CUSIP	759404
Meeting Type	Annual
Meeting Date	June 3, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director David Kassie	Management	For		*
	Elect Director Marie Josee Lamothe				*
	Elect Director Samuel Minzberg				*
	Elect Director Daniel Rabinowicz				*
	Elect Director Jeremy H. Rietman				*
	Elect Director Stephen F. Rietman				*
	Elect Director Howard Stotland				*
	Elect Director John J. Swindler				*
	Elect Director Robert S. Vineberg				*
02	Appointment of KPMG LLP as auditors	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Rogers Communication Inc.</b>	
Ticker Symbol	RCI
CUSIP	775109
Meeting Type	Annual
Meeting Date	April 19, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director C. William D. Birchall	Management	For		*
	Elect Director Bonnie. R. Brooks				*
	Elect Director Robert K. Burgess				*
	Elect Director John H. Clappison				*
	Elect Director Alan D. Horn				*
	Elect Director J. Guy Laurence				*
	Elect Director Philip B. Lind				*
	Elect Director John A. MacDonald				*
	Elect Director Isabelle Marcoux				*
	Elect Director David R. Peterson				*
	Elect Director Edward S. Rogers				*
	Elect Director Loretta A. Rogers				*
	Elect Director Martha L. Rogers				*
	Elect Director Melinda M. Rogers				*
	Elect Director Charles Sirois				*
02	Appointment of KPMG LLP as auditors	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Royal Dutch Shell PLC	
Ticker Symbol	RDCA
CUSIP	780259206
Meeting Type	Annual
Meeting Date	May 24, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Receipt of Annual Report and accounts	Management	For		*
02	Approval of Directors remuneration report	Management	For		*
03	Reappointment of Ben van Beurden	Management	For		*
	Reappointment of Guy Elliot				*
	Reappointment of Euleen Goh				*
	Reappointment of Simon Henry				*
	Reappointment of Charles O. Holliday				*
	Reappointment of Gerard Kleisterlee				*
	Reappointment of Sir Nigel Sheinwald				*
	Reappointment of Linda G. Stuntz				*
	Reappointment of Hans Wijers				*
	Reappointment of Patricia A. Woertz				*
	Reappointment of Gerit Zalm				*
04	Reappointment of Auditor	Management	For		*
05	Remuneration of Auditor	Management	For		*
06	Authority to allot shares	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Rio Tinto PLC	
Ticker Symbol	RIO
CUSIP	767204100
Meeting Type	Annual
Meeting Date	April 14, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Receipt of the 2015 Annual report	Management	For		*
02	Approval of the Directors' Report on Remuneration and Remuneration Committee chairman's letter	Management	For		*
03	Approval of the Remuneration Report	Management	For		*
04	To re- elect Michael L'Estrange as a director	Management	For		*
	To re-elect Robert Brown as a director				*
	To re-elect Megan Clark as a director				*
	To re-elect Jan du Plessis as a director				*
	To re-elect Ann Godbehere as a director				*
	To re-elect Anne Lauvergeon as a director				*
	To re-elect Chris Lynch as a director				*
	To re-elect Paul Tellier as a director				*
	To re-elect Simon Thompson as a director				*
	To re-elect John Varley as a director				*
	To re-elect Sam Walsh as a director				*
05	Re-appointment of auditors	Management	For		*
06	Remuneration of auditors	Management	For		*
07	Special resolution – Strategic resilience for 2035 and beyond	Management	For		*
08	General authority to allot shares	Management	For		*
09	Disapplication of pre-emption rights	Management	For		*
10	Authority to purchase Rio Tinto plc shares	Management	For		*
11	Notice period for general meetings other than annual general meetings	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Royal Bank of Canada</b>	
Ticker Symbol	RY
CUSIP	780087
Meeting Type	Annual
Meeting Date	April 6, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director W.G. Beattie	Management	For		*
	Elect Director J Cote				*
	Elect Director T.N. Daruvala				*
	Elect Director D.F. Denison				*
	Elect Director R.L. George				*
	Elect Director A.D. Laberge				*
	Elect Director M.H. McCain				*
	Elect Director D.I. McKay				*
	Elect Director H. Munroe-Blum				*
	Elect Director T.A. Renyi				*
	Elect Director E. Sonshine				*
	Elect Director K.P. Taylor				*
	Elect Director B.A. van Kralingen				*
	Elect Director T. Vandal				*
02	Appointment of PricewaterhouseCoopers LLP as auditor	Management	For		*
03	Advisory resolution to accept the approach to executive compensation	Management	For		*
04	Special resolution to amend BY-law Two-maximum board compensation	Management	For		*
05	Shareholder Proposal 1		Against		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Sherritt International Corporation</b>	
Ticker Symbol	S
CUSIP	823901
Meeting Type	Annual
Meeting Date	April 6, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Appointment of auditor	Management	For		*
02	Say-on Pay resolution	Management	For		*
03	Elect Director Harold (Hap) Stephen	Management	For		*
	Elect Director Timothy Baker				*
	Elect Director R. Peter Gillin				*
	Elect Director Sir Richard Lapthorne				*
	Elect Director Adrian Loader				*
	Elect Director Edythe A. (Dee) Marcoux				*
	Elect Director Lisa Pankratz				*
	Elect Director David V. Pathe				*
04	Continuance under the CBCA	Management	For		*
05	By-Law Resolution	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Suncor Energy Inc.</b>	
Ticker Symbol	SU
CUSIP	867224
Meeting Type	Annual
Meeting Date	April 28, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Patricia M. Bedient				*
	Elect Director Mel E. Benson	Management	For		*
	Elect Director Jacythe Cote				*
	Elect Director Dominic D'Alessandro				*
	Elect Director John D. Gass				*
	Elect Director John R. Huff				*
	Elect Director Maureen McCaw				*
	Elect Director Michael W. O'Brien				*
	Elect Director James W. Simpson				*
	Elect Director Eira M. Thomas				*
	Elect Director Steven W. Williams				*
	Elect Director Michael M. Wilson				*
02	Appointment of PricewaterCoopers LLP as auditor	Management	For		*
03	Advisory resolution on executive compensation	Management	For		*
04	Shareholder Proposal No. 1		For		*
05	Shareholder Proposal No. 2		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Teck Resources Limited</b>	
Ticker Symbol	TCK
CUSIP	878742
Meeting Type	Annual
Meeting Date	April 27, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director M.M. Ashar	Management	For		*
	Elect Director Q. Chong				*
	Elect Director J.L. Cockwell				*
	Elect Director L.L. Dottori - Attanasio				*
	Elect Director E.C. Dowling				*
	Elect Director E. Fukuda				*
	Elect Director N.B. Keevil				*
	Elect Director N.B. Keevil III				*
	Elect Director T.Kubota				*
	Elect Director D.R. Lindsay				*
	Elect Director T.L. McVicar				*
	Elect Director K.W. Pickering				*
	Elect Director W.S.R. Seyffert				*
	Elect Director T.R. Snider				*
02	To appoint PricewaterhouseCoopers LLP	Management	For		*
03	To approve the advisory resolution on the corporations approach to executive compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Thomson Reuters Corporation	
Ticker Symbol	TRI
CUSIP	884903
Meeting Type	Annual
Meeting Date	May 11, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director David Thomson	Management	For		*
	Elect Director James C. Smith				*
	Elect Director Sheila C. Blair				*
	Elect Director David W. Binet				*
	Elect Director Mary Cirillo				*
	Elect Director W. Edmund Clark				*
	Elect Director Michael E. Daniels				*
	Elect Director P. Thomas Jenkins				*
	Elect Director Ken Olisa				*
	Elect Director Vance K. Opperman				*
	Elect Director Barry Salzberg				*
	Elect Director Peter J. Thompson				*
	Elect Director Wulf von Schimmelmann				*
02	Appointment of PricewaterhouseCoopers LLP as auditor	Management	For		*
03	Advisory resolution on Executive Compensation	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>TELUS Corporation</b>	
Ticker Symbol	T
CUSIP	87971M
Meeting Type	Annual
Meeting Date	May 5, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director R.H (Dick) Auchinleck	Management	For		*
	Elect Director Micheline Bouchard				*
	Elect Director Raymond T. Chan				*
	Elect Director Stockwell Day				*
	Elect Director Lisa de Wilde				*
	Elect Director Darren Entwistle				*
	Elect Director Mary Jo Haddad				*
	Elect Director John S. Lacey				*
	Elect Director William A. MacKinnon				*
	Elect Director John Manley				*
	Elect Director Sarabjit Marwah				*
	Elect Director David L. Mowat				*
02	Appointment of Deloitte LLP as auditors	Management	For		*
03	Shareholder Rights Plan	Management	For		*
04	Advisory vote on Say on Pay	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>The Toronto Dominion Bank</b>	
Ticker Symbol	TD
CUSIP	891160
Meeting Type	Annual
Meeting Date	March 30, 2016

Item	Matters to be Voted On	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director William E. Bennett	Management	For		*
	Elect Director Amy W. Brinkley				*
	Elect Director Brian C. Ferguson				*
	Elect Director Colleen A. Goggins				*
	Elect Director Mary Jo Haddad				*
	Elect Director Jen-Rene Halde				*
	Elect Director David E. Kepler				*
	Elect Director Brian M. Levitt				*
	Elect Director Alan N. MacGibbon				*
	Elect Director Karen E. Maidment				*
	Elect Director Bharat B. Masrani				*
	Elect Director Irene R. Miller				*
	Elect Director Nadir H. Mohamed				*
	Elect Director Claude Mongeau				*
02	Appointment of auditor	Management	For		*
03	Approach to executive compensation	Management	For		*
04	Shareholder Proposal A		Against		*
05	Shareholder Proposal B		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>TransCanada Corporation</b>	
Ticker Symbol	TRP
CUSIP	89353D
Meeting Type	Annual
Meeting Date	April 29, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Kevin E. Benson	Management	For		*
	Elect Director Derek H. Burney				*
	Elect Director Russell K. Girling				*
	Elect Director S. Barry Jackson				*
	Elect Director John E. Lowe				*
	Elect Director Paula Rosput Reynolds				*
	Elect Director John Richels				*
	Elect Director Mary Pat Salomone				*
	Elect Director Indira V. Samarakekera				*
	Elect Director D. Michael G. Stewart				*
	Elect Director Siim A. Vanaselja				*
	Elect Director Richard E. Waugh				*
02	Appointment of KPMG LLP as auditors	Management	For		*
03	Advisory vote on Executive Compensation	Management	For		*
04	Amendment to Stock Option Plan	Management	For		*
05	Continuation of the Shareholder Rights Plan	Management	For		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

<b>Total SA ADR</b>	
Ticker Symbol	TOT
CUSIP	89151E109
Meeting Type	Annual
Meeting Date	May 24, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Approval of parent company financial statements	Management	For		*
02	Approval of consolidated financial statements	Management	For		*
03	Allocation of earnings, declaration of dividend and option for the payment of the 2015 fiscal year in the new shares	Management	For		*
04	Option for the payment of interim dividends for the 2016 fiscal year in new shares	Management	For		*
05	Authorization for the board of directors to trade in shares of the company	Management	For		*
	Renewal of Mr. Gerard Lamarche as director				*
06	Re-elect Patrick Artus as director	Management	For		*
07	Appointment of MS. Maria Van der Hoevan as a director				*
08	Appointment of Mr. Jean Lemierre as director				*
	Appointment of Ms. Reneta Peryc as director				*
	Appointment of Mr. Werner Guyot as director				*
	Renewal of Ernst & Young as statutory auditor				*
	Renewal of KPMG S.A as statutory auditor				*
	Renewal of Auditex as an alternate auditor				*
	Renewal of Salustro Reydel S.A.as an alternate auditor				*
09	Agreements under Article L. 225-38 of the French commercial code concerning Mr. Thierry Desmarest	Management	For		*
	Commitments under Article L. 225-42-1 of the French commercial code concerning Patrick Pouyanne				*
10	Advisory opinion on the elements of compensation due granted for the fiscal year ended Dec 31, 2015 to Mr. Thierry Desmaret	Management	For		*
11	Advisory opinion on the elements of compensation due or granted for the fiscal year ended December 31, 2015 to Thierry Desmaret	Management	For		*
12	Advisory opinion on the elements of compensation due or granted for the fiscal year ended Dec 31, 2015 to Mr. Patrick Pouyanne, CEO until Dec 18, 2015 and Chairman and CEO since Dec 19, 2015.	Management	For		*

\* The investment manager elected not to vote



# Citadel Income Fund

June 30, 2016

<b>Verizon Communications Inc.</b>	
Ticker Symbol	VZ
CUSIP	92343V104
Meeting Type	Annual
Meeting Date	May 4, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	Elect Director Shellye L. Archambeau	Management	For		*
	Elect Director Mark T. Bertolini				*
	Elect Director Richard L. Carrion				*
	Elect Director Melanie L. Healey				*
	Elect Director M. Frances Keeth				*
	Elect Director Karl-Ludwig Kley				*
	Elect Director Lowell C. McAdam				*
	Elect Director Donald T. Nicolaisen				*
	Elect Director Clarence Otis, Jr.				*
	Elect Director Rodney E. Slaber				*
	Elect Director Kathryn A. Tesija				*
	Elect Director Gregory D. Wasson				*
	Elect Director Gregory G. Weaver				*
02	Ratification of appointment of Independent registered public firm	Management	For		*
03	Advisory vote to approve executive compensation	Management	For		*
04	Shareholder Proposal		Against		*

\* The investment manager elected not to vote

# Citadel Income Fund

June 30, 2016

Vodafone Group Plc ADR	
Ticker Symbol	VOD
CUSIP	92343V104
Meeting Type	Annual
Meeting Date	July 29, 2016

Item	Matter to be Voted on	Proposed By	Proposal Vote	For/Against Management	N/A
01	To receive the Company's accounts, the strategic report and reports of the directors and the auditor for the year ended 31 March 2016	Management	For		*
02	To re-elect Gerard Kleisterlee as a director				*
	To re-elect Vittorio Colao as a director				*
	To elect Nick Read as a director				*
	To elect Sir Crispin Davis as a director				*
	To elect Dr Mathias Dopfner as director				
	To elect Dame Clara Furse as a director				*
	To elect Valerie Gooding as a director				*
	To re-elect Renee James as a director				*
	To re-elect Samuel Jonah as a director				*
	To re-elect Nick Land as a director				*
	To re-elect Philip Yea as a director				*
03	To declare a final dividend of 7.77p per ordinary share for the year ended 31 March 2016	Management	For		*
04	To approve the directors' Remuneration Policy contained in the Remuneration Report of the Board for the year ended 31 March 2016	Management	For		*
05	To approve the Vodafone Global Incentive Plan rules	Management	For		*
06	To confirm the appointment of PricewaterhouseCoopers LLP as auditor	Management	For		*
07	To authorise the Audit and Risk Committee to determine the remuneration of the auditor	Management	For		*
08	To authorise the directors to allot shares	Management	For		*
09	To authorise the Company to purchase its own shares	Management	For		*
10	To authorise the calling of general meetings (other than annual general meetings) on a minimum of 14 clear days' notice	Management	For		*

\* The investment manager elected not to vote