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COHEN & STEERS REIT & PREFERRED INCOME FUND INC

Form N-PX

August 04, 2015

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: 811-21326

NAME OF REGISTRANT: Cohen & Steers REIT and Preferred
Income Fund, Inc.

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 280 Park Avenue
10th Floor
New York, NY 10017

NAME AND ADDRESS OF AGENT FOR SERVICE: Tina M. Payne
280 Park Avenue
10th Floor
New York, NY 10017

REGISTRANT'S TELEPHONE NUMBER: 212-832-3232

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2014 - 06/30/2015

Cohen & Steers REIT and Preferred Income Fund, Inc.

AMERICAN ASSETS TRUST INC

Agent

Security: 024013104
Meeting Type: Annual
Meeting Date: 16-Jun-2015
Ticker: AAT
ISIN: US0240131047

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|------------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | JOHN W. CHAMBERLAIN | Mgmt | For |
| | LARRY E. FINGER | Mgmt | For |
| | DUANE A. NELLES | Mgmt | For |
| | THOMAS S. OLINGER | Mgmt | For |
| | ERNEST S. RADY | Mgmt | For |
| | DR. ROBERT S. SULLIVAN | Mgmt | For |

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- | | | | |
|---|---|------|-----|
| 2 | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3 | AN ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION FOR THE FISCAL YEAR ENDED DECEMBER 31, 2014, AS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT. | Mgmt | For |

AMERICAN HOMES 4 RENT

Agen

Security: 02665T306
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: AMH
 ISIN: US02665T3068

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR B. WAYNE HUGHES DAVID P. SINGELYN JOHN CORRIGAN DANN V. ANGELOFF MATTHEW J. HART JAMES H. KROPP LYNN SWANN KENNETH M. WOOLLEY | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For |
| 2. | RATIFICATION OF APPOINTMENT OF BDO USA, LLP, INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS, TO AUDIT THE ACCOUNTS OF AMERICAN HOMES 4 RENT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

APARTMENT INVESTMENT AND MANAGEMENT CO.

Agen

Security: 03748R101
 Meeting Type: Annual
 Meeting Date: 28-Apr-2015
 Ticker: AIV
 ISIN: US03748R1014

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: JAMES N. BAILEY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: TERRY CONSIDINE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS L. KELTNER | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: J. LANDIS MARTIN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: ROBERT A. MILLER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: KATHLEEN M. NELSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL A. STEIN | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF THE 2015 STOCK AWARD AND INCENTIVE PLAN. | Mgmt | For |
| 5. | AMENDMENT OF AIMCO'S CHARTER TO PERMIT THE BOARD OF DIRECTORS TO GRANT WAIVERS OF THE "LOOK THROUGH OWNERSHIP LIMIT" UP TO 18%. | Mgmt | For |
| 6. | STOCKHOLDER PROPOSAL REGARDING "PROXY ACCESS," IF PROPERLY PRESENTED AT THE STOCKHOLDER'S MEETING. | Shr | Against |

 AVALONBAY COMMUNITIES, INC.

Agen

Security: 053484101
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: AVB
 ISIN: US0534841012

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR GLYN F. AEPPEL TERRY S. BROWN ALAN B. BUCKELEW RONALD L. HAVNER, JR. JOHN J. HEALY, JR. TIMOTHY J. NAUGHTON LANCE R. PRIMIS PETER S. RUMMELL H. JAY SARLES W. EDWARD WALTER | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | TO RATIFY THE SELECTION OF ERNST & YOUNG | Mgmt | For |

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LLP AS THE COMPANY'S INDEPENDENT AUDITORS
FOR THE YEAR ENDING DECEMBER 31, 2015.

- | | | | |
|----|---|------|---------|
| 3. | TO ADOPT A RESOLUTION APPROVING, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION SET FORTH IN THE PROXY STATEMENT | Mgmt | For |
| 4. | TO ADOPT A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, THAT THE BOARD OF DIRECTORS ADOPT, AND PRESENT FOR STOCKHOLDER APPROVAL, A "PROXY ACCESS" BYLAW. | Shr | Against |
| 5. | TO ADOPT A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, THAT THE BOARD OF DIRECTORS ADOPT A POLICY ADDRESSING THE SEPARATION OF THE ROLES OF CEO AND CHAIRMAN. | Shr | Against |

AVIV REIT, INC.

Agen

Security: 05381L101
Meeting Type: Special
Meeting Date: 27-Mar-2015
Ticker: AVIV
ISIN: US05381L1017

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | TO APPROVE THE MERGER AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2014 BY AND AMONG OMEGA HEALTHCARE INVESTORS, INC., OHI HEALTHCARE PROPERTIES HOLDCO, INC., OHI HEALTHCARE PROPERTIES LIMITED PARTNERSHIP, AVIV REIT, INC., AND AVIV HEALTHCARE PROPERTIES LIMITED PARTNERSHIP (THE "MERGER AGREEMENT"). | Mgmt | For |
| 2. | TO ADJOURN THE AVIV SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE MERGER AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT. | Mgmt | For |
| 3. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION ARRANGEMENTS FOR AVIV REIT, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTIONS | Mgmt | For |

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CONTEMPLATED BY THE MERGER AGREEMENT.

 BIOMED REALTY TRUST, INC.

Agen

Security: 09063H107
 Meeting Type: Annual
 Meeting Date: 27-May-2015
 Ticker: BMR
 ISIN: US09063H1077

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A | ELECTION OF DIRECTOR: ALAN D GOLD | Mgmt | For |
| 1B | ELECTION OF DIRECTOR: DANIEL M BRADBURY | Mgmt | For |
| 1C | ELECTION OF DIRECTOR: WILLIAM R BRODY MD. PHD | Mgmt | For |
| 1D | ELECTION OF DIRECTOR: GARY A KREITZER | Mgmt | For |
| 1E | ELECTION OF DIRECTOR: THEODORE D ROTH | Mgmt | For |
| 1F | ELECTION OF DIRECTOR: JANICE L SEARS | Mgmt | For |
| 2 | RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3 | TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | Against |

 BOSTON PROPERTIES, INC.

Agen

Security: 101121101
 Meeting Type: Annual
 Meeting Date: 19-May-2015
 Ticker: BXP
 ISIN: US1011211018

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: CAROL B. EINIGER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JACOB A. FRENKEL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOEL I. KLEIN | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: DOUGLAS T. LINDE | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1E. | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ALAN J. PATRICOF | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: OWEN D. THOMAS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARTIN TURCHIN | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID A. TWARDOCK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MORTIMER B. ZUCKERMAN | Mgmt | For |
| 2. | TO APPROVE, BY NON-BINDING RESOLUTION, THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL CONCERNING AN INDEPENDENT BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | Against |
| 5. | STOCKHOLDER PROPOSAL CONCERNING THE ADOPTION OF PROXY ACCESS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL CONCERNING A POLICY REGARDING ACCELERATED VESTING OF EQUITY AWARDS OF SENIOR EXECUTIVES UPON A CHANGE IN CONTROL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shr | Against |

 BRANDYWINE REALTY TRUST

 Agen

Security: 105368203
 Meeting Type: Annual
 Meeting Date: 28-May-2015
 Ticker: BDN
 ISIN: US1053682035

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1 | ELECTION OF DIRECTOR: WALTER D'ALESSIO | Mgmt | For |
| 1.2 | ELECTION OF DIRECTOR: CAROL G. CARROLL | Mgmt | For |
| 1.3 | ELECTION OF DIRECTOR: JAMES C. DIGGS | Mgmt | For |
| 1.4 | ELECTION OF DIRECTOR: WYCHE FOWLER | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1.5 | ELECTION OF DIRECTOR: MICHAEL J. JOYCE | Mgmt | For |
| 1.6 | ELECTION OF DIRECTOR: ANTHONY A. NICHOLS, SR. | Mgmt | For |
| 1.7 | ELECTION OF DIRECTOR: CHARLES P. PIZZI | Mgmt | For |
| 1.8 | ELECTION OF DIRECTOR: GERARD H. SWEENEY | Mgmt | For |
| 2 | RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR CALENDAR YEAR 2015. | Mgmt | For |
| 3 | PROVIDE AN ADVISORY, NON-BINDING VOTE ON OUR EXECUTIVE COMPENSATION. | Mgmt | For |

CUBESMART

Agen

Security: 229663109
Meeting Type: Annual
Meeting Date: 27-May-2015
Ticker: CUBE
ISIN: US2296631094

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR W.M. DIEFENDERFER III PIERO BUSSANI CHRISTOPHER P. MARR MARIANNE M. KELER DEBORAH R. SALZBERG JOHN F. REMONDI JEFFREY F. ROGATZ JOHN W. FAIN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For |
| 2. | TO CONSIDER AND VOTE ON A PROPOSAL TO AMEND OUR CURRENT DECLARATION OF TRUST (THE "DECLARATION OF TRUST") TO INCREASE THE AUTHORIZED COMMON SHARES OF BENEFICIAL INTEREST (THE "COMMON SHARES") FROM 200,000,000 TO 400,000,000. | Mgmt | For |
| 3. | TO CONSIDER AND VOTE ON A PROPOSAL TO AMEND THE DECLARATION OF TRUST TO SIMPLIFY THE OWNERSHIP LIMITATION PROVISIONS OF THE DECLARATION OF TRUST. | Mgmt | For |
| 4. | TO CONSIDER AND VOTE ON A PROPOSAL TO AMEND THE DECLARATION OF TRUST TO INCREASE THE "OWNERSHIP LIMIT" PERTAINING TO OWNERSHIP OF THE COMMON SHARES FROM 5.0% TO 9.8%. | Mgmt | For |
| 5. | TO RATIFY THE APPOINTMENT OF KPMG LLP AS | Mgmt | For |

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OUR INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR THE YEAR ENDING
DECEMBER 31, 2015.

- | | | | |
|----|---|------|-----|
| 6. | TO CAST AN ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION. | Mgmt | For |
|----|---|------|-----|

CYRUSONE INC.

Agen

Security: 23283R100
Meeting Type: Annual
Meeting Date: 04-May-2015
Ticker: CONE
ISIN: US23283R1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1 | DIRECTOR GARY J. WOJTASZEK WILLIAM E. SULLIVAN T. TOD NIELSEN ALEX SHUMATE DAVID H. FERDMAN LYNN A. WENTWORTH JOHN W. GAMBLE | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2 | APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS (SAY-ON-PAY) | Mgmt | For |
| 3 | RECOMMENDATION, BY ADVISORY (NON-BINDING) VOTE, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION | Mgmt | 1 Year |
| 4 | THE RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |

DDR CORP.

Agen

Security: 23317H102
Meeting Type: Annual
Meeting Date: 12-May-2015
Ticker: DDR
ISIN: US23317H1023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|-----|--|------|-----|
| 1A. | ELECTION OF DIRECTOR: TERRANCE R. AHERN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JAMES C. BOLAND | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS FINNE | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT H. GIDEL | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: VICTOR B. MACFARLANE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DAVID J. OAKES | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: ALEXANDER OTTO | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SCOTT D. ROULSTON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: BARRY A. SHOLEM | Mgmt | For |
| 2. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |

DOUGLAS EMMETT, INC.

Agen

Security: 25960P109
Meeting Type: Annual
Meeting Date: 28-May-2015
Ticker: DEI
ISIN: US25960P1093

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR DAN A. EMMETT JORDAN L. KAPLAN KENNETH M. PANZER CHRISTOPHER H. ANDERSON LESLIE E. BIDER DR. DAVID T. FEINBERG THOMAS E. O'HERN WILLIAM E. SIMON, JR. VIRGINIA MCFERRAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, OUR EXECUTIVE COMPENSATION. | Mgmt | For |

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EQUITY COMMONWEALTH

Agen

Security: 294628102
Meeting Type: Annual
Meeting Date: 16-Jun-2015
Ticker: EQC
ISIN: US2946281027

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR SAM ZELL JAMES S. CORL MARTIN L. EDELMEN EDWARD A. GLICKMAN DAVID HELFAND PETER LINNEMAN JAMES L. LOZIER, JR. MARY JANE ROBERTSON KENNETH SHEA GERALD A. SPECTOR JAMES A. STAR | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | TO APPROVE THE EQUITY COMMONWEALTH 2015 OMNIBUS INCENTIVE PLAN. | Mgmt | For |
| 3. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

EQUITY RESIDENTIAL

Agen

Security: 29476L107
Meeting Type: Annual
Meeting Date: 24-Jun-2015
Ticker: EQR
ISIN: US29476L1070

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR JOHN W. ALEXANDER CHARLES L. ATWOOD LINDA WALKER BYNOE MARY KAY HABEN BRADLEY A. KEYWELL JOHN E. NEAL | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For |

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| | | | |
|----|---|------|---------|
| | DAVID J. NEITHERCUT | Mgmt | For |
| | MARK S. SHAPIRO | Mgmt | For |
| | GERALD A. SPECTOR | Mgmt | For |
| | STEPHEN E. STERRETT | Mgmt | For |
| | B. JOSEPH WHITE | Mgmt | For |
| | SAMUEL ZELL | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2015. | Mgmt | For |
| 3. | APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS. | Shr | Against |

 ESSEX PROPERTY TRUST, INC.

 Agen

Security: 297178105
 Meeting Type: Annual
 Meeting Date: 19-May-2015
 Ticker: ESS
 ISIN: US2971781057

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR DAVID W. BRADY KEITH R. GUERICKE IRVING F. LYONS, III GEORGE M. MARCUS GARY P. MARTIN ISSIE N. RABINOVITCH THOMAS E. RANDLETT THOMAS E. ROBINSON MICHAEL J. SCHALL BYRON A. SCORDELIS JANICE L. SEARS THOMAS P. SULLIVAN CLAUDE J. ZINNGRABE, JR | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For |
| 2 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3 | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |

 EXTENDED STAY AMERICA, INC.

 Agen

Security: 30224P200

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Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: STAY
 ISIN: US30224P2002

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR DOUGLAS G. GEOGA MICHAEL A. BARR JAMES L. DONALD WILLIAM A. KUSSELL WILLIAM D. RAHM WILLIAM J. STEIN RICHARD F. WALLMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | PROPOSAL FOR THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 3. | PROPOSAL FOR THE APPROVAL OF THE AMENDED AND RESTATED EXTENDED STAY AMERICA, INC. LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 4. | PROPOSAL FOR THE APPROVAL OF THE EXTENDED STAY AMERICA, INC. ANNUAL INCENTIVE PLAN | Mgmt | For |

EXTENDED STAY AMERICA, INC.

Agen

Security: 30224P211
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker:
 ISIN:

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR DOUGLAS G. GEOGA CHRISTOPHER K. DANIELLO KEVIN W. DINNIE JAMES L. DONALD LISA PALMER TY E. WALLACH RICHARD F. WALLMAN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For Withheld Withheld Withheld Withheld Withheld For |
| 2. | PROPOSAL FOR THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 3. | PROPOSAL FOR THE APPROVAL OF THE AMENDED AND RESTATED ESH HOSPITALITY, INC. | Mgmt | For |

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LONG-TERM INCENTIVE PLAN

 EXTRA SPACE STORAGE INC. Agen

 Security: 30225T102
 Meeting Type: Annual
 Meeting Date: 26-May-2015
 Ticker: EXR
 ISIN: US30225T1025

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR KENNETH M. WOOLLEY SPENCER F. KIRK KARL HAAS JOSEPH D. MARGOLIS DIANE OLMSTEAD ROGER B. PORTER K. FRED SKOUSEN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | APPROVAL OF THE EXTRA SPACE STORAGE INC. 2015 INCENTIVE AWARD PLAN. | Mgmt | For |

 GENERAL GROWTH PROPERTIES, INC Agen

 Security: 370023103
 Meeting Type: Annual
 Meeting Date: 16-Apr-2015
 Ticker: GGP
 ISIN: US3700231034

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD B. CLARK | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: MARY LOU FIALA | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: J. BRUCE FLATT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN K. HALEY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DANIEL B. HURWITZ | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1F. | ELECTION OF DIRECTOR: BRIAN W. KINGSTON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: SANDEEP MATHRANI | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DAVID J. NEITHERCUT | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MARK R. PATTERSON | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL ON A POLICY THAT A SIGNIFICANT PORTION OF FUTURE STOCK OPTION GRANTS TO SENIOR EXECUTIVES BE PERFORMANCE-BASED. | Shr | Against |

 GRAMERCY PROPERTY TRUST INC

Agen

 Security: 38489R100
 Meeting Type: Special
 Meeting Date: 26-Feb-2015
 Ticker: GPT
 ISIN: US38489R1005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | TO APPROVE AN AMENDMENT TO THE COMPANY'S CHARTER TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK. | Mgmt | For |

 GRAMERCY PROPERTY TRUST INC.

Agen

 Security: 38489R605
 Meeting Type: Annual
 Meeting Date: 23-Jun-2015
 Ticker: GPT
 ISIN: US38489R6053

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|----------------------|-------------------|
| 1. | DIRECTOR ALLAN J. BAUM GORDON F. DUGAN THOMAS D. ECKERT | Mgmt Mgmt Mgmt | For For For |

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| | | | |
|----|--|------|-----|
| | GREGORY F. HUGHES | Mgmt | For |
| | JEFFREY E. KELTER | Mgmt | For |
| | CHARLES S. LAVEN | Mgmt | For |
| | WILLIAM H. LENEHAN | Mgmt | For |
| 2. | TO APPROVE OUR 2015 EQUITY INCENTIVE PLAN. | Mgmt | For |
| 3. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 4. | TO APPROVE AN AMENDMENT TO THE COMPANY'S CHARTER DECREASING THE AMOUNT OF COMMON STOCK THE COMPANY IS AUTHORIZED TO ISSUE TO 200,000,000 SHARES. | Mgmt | For |
| 5. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

HEALTH CARE REIT, INC.

Agem

Security: 42217K106
Meeting Type: Annual
Meeting Date: 07-May-2015
Ticker: HCN
ISIN: US42217K1060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: THOMAS J. DEROSA | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JEFFREY H. DONAHUE | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: FRED S. KLIPSCH | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: GEOFFREY G. MEYERS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: TIMOTHY J. NAUGHTON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: SHARON M. OSTER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JUDITH C. PELHAM | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: SERGIO D. RIVERA | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: R. SCOTT TRUMBULL | Mgmt | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2015. | Mgmt | For |
| 3. | APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE | Mgmt | For |

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PROXY STATEMENT PURSUANT TO THE
COMPENSATION DISCLOSURE RULES OF THE SEC.

HIGHWOODS PROPERTIES, INC.

Agen

Security: 431284108
Meeting Type: Annual
Meeting Date: 13-May-2015
Ticker: HIW
ISIN: US4312841087

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR CHARLES A. ANDERSON GENE H. ANDERSON CARLOS E. EVANS EDWARD J. FRITSCH DAVID J. HARTZELL SHERRY A. KELLETT O. TEMPLE SLOAN, JR. | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2015 | Mgmt | For |
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | APPROVAL OF THE 2015 LONG-TERM EQUITY INCENTIVE PLAN | Mgmt | For |

HOME PROPERTIES, INC.

Agen

Security: 437306103
Meeting Type: Annual
Meeting Date: 28-Apr-2015
Ticker: HME
ISIN: US4373061039

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1 | ELECTION OF DIRECTOR: MICHAEL D. BARNELLO | Mgmt | For |
| 1.2 | ELECTION OF DIRECTOR: BONNIE S. BIUMI | Mgmt | For |
| 1.3 | ELECTION OF DIRECTOR: STEPHEN R. BLANK | Mgmt | For |
| 1.4 | ELECTION OF DIRECTOR: ALAN L. GOSULE | Mgmt | For |
| 1.5 | ELECTION OF DIRECTOR: LEONARD F. HELBIG, III | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1.6 | ELECTION OF DIRECTOR: THOMAS P. LYDON, JR. | Mgmt | For |
| 1.7 | ELECTION OF DIRECTOR: EDWARD J. PETTINELLA | Mgmt | For |
| 1.8 | ELECTION OF DIRECTOR: CLIFFORD W. SMITH, JR. | Mgmt | For |
| 2. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |

HOST HOTELS & RESORTS, INC.

Agen

Security: 44107P104
Meeting Type: Annual
Meeting Date: 14-May-2015
Ticker: HST
ISIN: US44107P1049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.1 | ELECTION OF DIRECTOR: MARY L. BAGLIVO | Mgmt | For |
| 1.2 | ELECTION OF DIRECTOR: SHEILA C. BAIR | Mgmt | For |
| 1.3 | ELECTION OF DIRECTOR: TERENCE C. GOLDEN | Mgmt | For |
| 1.4 | ELECTION OF DIRECTOR: ANN M. KOROLOGOS | Mgmt | For |
| 1.5 | ELECTION OF DIRECTOR: RICHARD E. MARRIOTT | Mgmt | For |
| 1.6 | ELECTION OF DIRECTOR: JOHN B. MORSE, JR. | Mgmt | For |
| 1.7 | ELECTION OF DIRECTOR: WALTER C. RAKOWICH | Mgmt | For |
| 1.8 | ELECTION OF DIRECTOR: GORDON H. SMITH | Mgmt | For |
| 1.9 | ELECTION OF DIRECTOR: W. EDWARD WALTER | Mgmt | For |
| 2. | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2015. | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL RELATING TO BYLAW AMENDMENTS. | Shr | Against |

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KILROY REALTY CORPORATION

Agen

Security: 49427F108
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: KRC
 ISIN: US49427F1084

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JOHN KILROY | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: EDWARD BRENNAN, PH.D. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOLIE HUNT | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: SCOTT INGRAHAM | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: GARY STEVENSON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PETER STONEBERG | Mgmt | For |
| 2. | AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2006 INCENTIVE AWARD PLAN, AS AMENDED. | Mgmt | For |
| 3. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

KIMCO REALTY CORPORATION

Agen

Security: 49446R109
 Meeting Type: Annual
 Meeting Date: 05-May-2015
 Ticker: KIM
 ISIN: US49446R1095

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-------------|---------------|---------------|
| 1 | DIRECTOR | | |
| | M. COOPER | Mgmt | For |
| | P. COVIELLO | Mgmt | For |
| | R. DOOLEY | Mgmt | For |
| | J. GRILLS | Mgmt | For |
| | D. HENRY | Mgmt | For |
| | F. LOURENSO | Mgmt | For |
| | C. NICHOLAS | Mgmt | For |
| | R. SALTZMAN | Mgmt | For |

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- | | | | |
|---|--|------|-----|
| 2 | THE ADVISORY RESOLUTION TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION (AS MORE PARTICULARLY DESCRIBED IN THE PROXY STATEMENT). | Mgmt | For |
| 3 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 (AS MORE PARTICULARLY DESCRIBED IN THE PROXY STATEMENT). | Mgmt | For |

 OMEGA HEALTHCARE INVESTORS, INC.

 Agen

Security: 681936100
 Meeting Type: Special
 Meeting Date: 27-Mar-2015
 Ticker: OHI
 ISIN: US6819361006

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1 | TO APPROVE THE ISSUANCE OF SHARES OF OMEGA COMMON STOCK TO THE STOCKHOLDERS OF AVIV REIT, INC. ("AVIV") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2014 BY AND AMONG OMEGA HEALTHCARE INVESTORS, INC. ("OMEGA"), OHI HEALTHCARE PROPERTIES HOLDCO, INC., OHI ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt | For |
| 2 | TO AMEND OMEGA'S ARTICLES OF AMENDMENT AND RESTATEMENT TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF OMEGA CAPITAL STOCK FROM 220,000,000 TO 370,000,000 AND THE NUMBER OF AUTHORIZED SHARES OF OMEGA COMMON STOCK FROM 200,000,000 TO 350,000,000. | Mgmt | For |
| 3 | TO AMEND OMEGA'S ARTICLES OF AMENDMENT AND RESTATEMENT TO DECLASSIFY OMEGA'S BOARD OF DIRECTORS AND PROVIDE THAT DIRECTORS SHALL BE ELECTED FOR ONE-YEAR TERMS. | Mgmt | For |
| 4 | TO AMEND OMEGA'S ARTICLES OF AMENDMENT AND RESTATEMENT TO REMOVE THE SUPERMAJORITY VOTING REQUIREMENT (80%) FOR FUTURE AMENDMENTS RELATING TO THE TERMS OF DIRECTORS. | Mgmt | For |
| 5 | TO ADJOURN THE OMEGA SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES FOR THE PROPOSALS TO ISSUE OMEGA COMMON STOCK IN CONNECTION WITH THE | Mgmt | For |

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MERGER AND THE CHARTER AMENDMENT TO
 INCREASE THE NUMBER OF AUTHORIZED SHARES OF
 OMEGA COMMON STOCK.

PENNSYLVANIA REAL ESTATE INVESTMENT TR

Agen

Security: 709102107
 Meeting Type: Annual
 Meeting Date: 04-Jun-2015
 Ticker: PEI
 ISIN: US7091021078

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR JOSEPH F. CORADINO M. WALTER D'ALESSIO MICHAEL J. DEMARCO ROSEMARIE B. GRECO LEONARD I. KORMAN MARK E. PASQUERILLA CHARLES P. PIZZI JOHN J. ROBERTS RONALD RUBIN | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF THE SELECTION OF KPMG LLP AS INDEPENDENT AUDITOR FOR 2015. | Mgmt | For |

PHYSICIANS REALTY TRUST

Agen

Security: 71943U104
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: DOC
 ISIN: US71943U1043

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR JOHN T. THOMAS TOMMY G. THOMPSON STANTON D. ANDERSON MARK A. BAUMGARTNER ALBERT C. BLACK, JR. WILLIAM A. EBINGER, M.D RICHARD A. WEISS | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |

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- | | | | |
|----|---|------|-----|
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | TO APPROVE THE PHYSICIANS REALTY TRUST 2015 EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |

 PROLOGIS, INC.

 Agen

Security: 74340W103
 Meeting Type: Annual
 Meeting Date: 29-Apr-2015
 Ticker: PLD
 ISIN: US74340W1036

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: HAMID R. MOGHADAM | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: GEORGE L. FOTIADES | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CHRISTINE N. GARVEY | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: LYDIA H. KENNARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: J. MICHAEL LOSH | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: IRVING F. LYONS III | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DAVID P. O'CONNOR | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JEFFREY L. SKELTON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CARL B. WEBB | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION FOR 2014 | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2015 | Mgmt | For |

 QTS REALTY TRUST, INC.

 Agen

Security: 74736A103
 Meeting Type: Annual
 Meeting Date: 04-May-2015
 Ticker: QTS
 ISIN: US74736A1034

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR CHAD L. WILLIAMS PHILIP P. TRAHANAS JOHN W. BARTER WILLIAM O. GRABE CATHERINE R. KINNEY PETER A. MARINO SCOTT D. MILLER STEPHEN E. WESTHEAD | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For |
| 2. | TO APPROVE AN AMENDMENT TO THE QTS REALTY TRUST, INC. 2013 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 3,000,000 AND ADD CERTAIN ADDITIONAL AUTHORIZED PERFORMANCE MEASURES AND APPROVE THE MATERIAL TERMS FOR PAYMENT OF PERFORMANCE-BASED COMPENSATION THEREUNDER FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

RAMCO-GERSHENSON PROPERTIES TRUST

Agen

Security: 751452202
Meeting Type: Annual
Meeting Date: 05-May-2015
Ticker: RPT
ISIN: US7514522025

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR STEPHEN R. BLANK DENNIS GERSHENSON ARTHUR GOLDBERG DAVID J. NETTINA JOEL M. PASHCOW MARK K. ROSENFELD MICHAEL A. WARD | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS THE TRUST'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |

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 REGENCY CENTERS CORPORATION

Agen

 Security: 758849103
 Meeting Type: Annual
 Meeting Date: 12-May-2015
 Ticker: REG
 ISIN: US7588491032

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR MARTIN E. STEIN, JR. RAYMOND L. BANK BRYCE BLAIR C. RONALD BLANKENSHIP A.R. CARPENTER J. DIX DRUCE, JR. MARY LOU FIALA DAVID P. O'CONNOR JOHN C. SCHWEITZER BRIAN M. SMITH THOMAS G. WATTLES | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2 | ADOPTION OF AN ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION FOR FISCAL YEAR 2014. | Mgmt | For |
| 3 | RATIFICATION OF APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

 RETAIL PROPERTIES OF AMERICA, INC.

Agen

 Security: 76131V202
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: RPAI
 ISIN: US76131V2025

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: FRANK A. CATALANO, JR. | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: PAUL R. GAUVREAU | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GERALD M. GORSKI | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: STEVEN P. GRIMES | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1E. | ELECTION OF DIRECTOR: RICHARD P. IMPERIALE | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: PETER L. LYNCH | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: KENNETH E. MASICK | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: THOMAS J. SARGEANT | Mgmt | For |
| 2. | APPROVAL OF AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF DELOITTE & TOUCHE LLP AS RETAIL PROPERTIES OF AMERICA, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |

 REXFORD INDUSTRIAL REALTY, INC.

 Agen

Security: 76169C100
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: REXR
 ISIN: US76169C1009

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR RICHARD S. ZIMAN HOWARD SCHWIMMER MICHAEL S. FRANKEL ROBERT L. ANTIN STEVEN C. GOOD TYLER H. ROSE PETER E. SCHWAB | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

 SIMON PROPERTY GROUP, INC.

 Agen

Security: 828806109
 Meeting Type: Annual
 Meeting Date: 14-May-2015
 Ticker: SPG
 ISIN: US8288061091

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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| | | | |
|-----|---|------|---------|
| 1A. | ELECTION OF DIRECTOR: MELVYN E. BERGSTEIN | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: KAREN N. HORN, PH.D. | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: ALLAN HUBBARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: REUBEN S. LEIBOWITZ | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: DANIEL C. SMITH, PH.D. | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: J. ALBERT SMITH, JR. | Mgmt | For |
| 2. | ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL | Shr | Against |

SL GREEN REALTY CORP.

Agen

Security: 78440X101
Meeting Type: Annual
Meeting Date: 04-Jun-2015
Ticker: SLG
ISIN: US78440X1019

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | DIRECTOR JOHN H. ALSCHULER STEPHEN L. GREEN | Mgmt Mgmt | For For |
| 2. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, OUR EXECUTIVE COMPENSATION. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

SOVRAN SELF STORAGE, INC.

Agen

Security: 84610H108
Meeting Type: Annual
Meeting Date: 21-May-2015
Ticker: SSS

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ISIN: US84610H1086

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR ROBERT J. ATTEA KENNETH F. MYSZKA CHARLES E. LANNON STEPHEN R. RUSMISEL ARTHUR L. HAVENER, JR. MARK G. BARBERIO | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For |
| 2. | ADOPTION OF THE SOVRAN SELF STORAGE, INC. 2015 AWARD AND OPTION PLAN. | Mgmt | For |
| 3. | APPROVAL OF THE AMENDED AND RESTATED DEFERRED COMPENSATION PLAN FOR DIRECTORS OF SOVRAN SELF STORAGE, INC. | Mgmt | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015. | Mgmt | For |
| 5. | PROPOSAL TO APPROVE THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS. | Mgmt | For |

STAG INDUSTRIAL, INC.

Agen

Security: 85254J102
Meeting Type: Annual
Meeting Date: 04-May-2015
Ticker: STAG
ISIN: US85254J1025

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR BENJAMIN S. BUTCHER VIRGIS W. COLBERT JEFFREY D. FURBER LARRY T. GUILLEMETTE FRANCIS X. JACOBY III CHRISTOPHER P. MARR HANS S. WEGER | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | THE APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION. | Mgmt | For |

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STARWOOD WAYPOINT RESIDENTIAL TRUST

Agen

Security: 85571W109
 Meeting Type: Annual
 Meeting Date: 06-May-2015
 Ticker: SWAY
 ISIN:

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR BARRY S. STERNLICHT DOUGLAS R. BRIEN RICHARD D. BRONSON MICHAEL D. FASCITELLI JEFFREY E. KELTER STEPHEN H. SIMON ANDREW J. SOSSEN COLIN T. WIEL CHRISTOPHER B. WOODWARD | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

STRATEGIC HOTELS & RESORTS, INC.

Agen

Security: 86272T106
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: BEE
 ISIN: US86272T1060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1 | DIRECTOR ROBERT P. BOWEN RAYMOND L. GELLEIN, JR. JAMES A. JEFFS DAVID W. JOHNSON RICHARD D. KINCAID SIR DAVID M.C. MICHELS WILLIAM A. PREZANT EUGENE F. REILLY SHELI Z. ROSENBERG | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2 | APPROVAL ON AN ADVISORY BASIS OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DESCRIBED IN OUR PROXY | Mgmt | For |

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STATEMENT FOR THE 2015 ANNUAL MEETING OF STOCKHOLDERS.

| | | | |
|---|---|------|-----|
| 3 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 4 | A NON-BINDING STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING. | Shr | For |

 SUNSTONE HOTEL INVESTORS, INC.

 Agen

Security: 867892101
 Meeting Type: Annual
 Meeting Date: 30-Apr-2015
 Ticker: SHO
 ISIN: US8678921011

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR JOHN V. ARABIA ANDREW BATINOVICH Z. JAMIE BEHAR THOMAS A. LEWIS, JR. KEITH M. LOCKER DOUGLAS M. PASQUALE KEITH P. RUSSELL LEWIS N. WOLFF | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For |
| 2. | RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF ERNST & YOUNG LLP TO ACT AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF SUNSTONE'S NAMED EXECUTIVE OFFICERS, AS SET FORTH IN SUNSTONE'S PROXY STATEMENT FOR THE 2015 ANNUAL MEETING OF STOCKHOLDERS. | Mgmt | For |

 THE MACERICH COMPANY

 Agen

Security: 554382101
 Meeting Type: Annual
 Meeting Date: 28-May-2015
 Ticker: MAC
 ISIN: US5543821012

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF CLASS I DIRECTOR: DOUGLAS D. ABBEY | Mgmt | Against |
| 1B. | ELECTION OF CLASS I DIRECTOR: JOHN H. ALSCHULER | Mgmt | Against |
| 1C. | ELECTION OF CLASS I DIRECTOR: STEVEN R. HASH | Mgmt | Against |
| 1D. | ELECTION OF CLASS I DIRECTOR: STANLEY A. MOORE | Mgmt | Against |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | Against |

 UDR, INC.

Agen

Security: 902653104
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: UDR
 ISIN: US9026531049

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|---|
| 1. | DIRECTOR KATHERINE A. CATTANACH ROBERT P. FREEMAN JON A. GROVE JAMES D. KLINGBEIL ROBERT A. MCNAMARA MARK R. PATTERSON LYNNE B. SAGALYN THOMAS W. TOOMEY | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For |
| 2. | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |

 VENTAS, INC.

Agen

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Security: 92276F100
 Meeting Type: Annual
 Meeting Date: 14-May-2015
 Ticker: VTR
 ISIN: US92276F1003

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MELODY C. BARNES | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: DEBRA A. CAFARO | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DOUGLAS CROCKER II | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RONALD G. GEARY | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JAY M. GELLERT | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD I. GILCHRIST | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: MATTHEW J. LUSTIG | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DOUGLAS M. PASQUALE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ROBERT D. REED | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: GLENN J. RUFRANO | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JAMES D. SHELTON | Mgmt | For |
| 2. | RATIFICATION OF THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015. | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |

VORNADO REALTY TRUST

Agen

Security: 929042109
 Meeting Type: Annual
 Meeting Date: 21-May-2015
 Ticker: VNO
 ISIN: US9290421091

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|----------------------|-------------------|
| 1. | DIRECTOR STEVEN ROTH MICHAEL D. FASCITELLI RUSSELL B. WIGHT, JR. | Mgmt Mgmt Mgmt | For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE | Mgmt | For |

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& TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.

- | | | | |
|---|--|------|---------|
| 3 | NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4 | NON-BINDING SHAREHOLDER PROPOSAL REGARDING THE APPOINTMENT OF AN INDEPENDENT CHAIRMAN. | Shr | Against |

* Management position unknown

SIGNATURES

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

| | |
|----------------|---|
| (Registrant) | Cohen & Steers REIT and Preferred Income Fund, Inc. |
| By (Signature) | /s/ Tina M. Payne |
| Name | Tina M. Payne |
| Title | Assistant Secretary |
| Date | 08/04/2015 |