

Edgar Filing: CALAMOS CONVERTIBLE & HIGH INCOME FUND - Form N-PX

CALAMOS CONVERTIBLE & HIGH INCOME FUND  
Form N-PX  
August 26, 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: 811-21319

NAME OF REGISTRANT: CALAMOS CONVERTIBLE & HIGH  
INCOME FUND

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court  
Naperville, IL 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President  
Calamos Advisors LLC  
2020 Calamos Court  
Naperville, IL 60563-2787

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

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

Calamos Convertible & High Income Fund

AMERICAN INTERNATIONAL GROUP, INC.

Agen

Security: 026874784  
Meeting Type: Annual  
Meeting Date: 13-May-2015  
Ticker: AIG  
ISIN: US0268747849

| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: W. DON CORNWELL      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: PETER R. FISHER      | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: JOHN H. FITZPATRICK  | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: PETER D. HANCOCK     | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN | Mgmt          | For           |

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|     |  |      |     |
|-----|--|------|-----|
| 1F. | ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH   | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GEORGE L. MILES, JR.   | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: HENRY S. MILLER  | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ROBERT S. MILLER   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON   | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RONALD A. RITTENMEYER  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND   | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: THERESA M. STONE   | Mgmt | For |
| 2.  | TO VOTE, ON A NON-BINDING ADVISORY BASIS,<br>TO APPROVE EXECUTIVE COMPENSATION.  | Mgmt | For |
| 3.  | TO ACT UPON A PROPOSAL TO RATIFY THE<br>SELECTION OF PRICEWATERHOUSECOOPERS LLP AS<br>AIG'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2015. | Mgmt | For |

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CROWN CASTLE INTERNATIONAL CORP

Agen

Security: 22822V200  
 Meeting Type: Annual  
 Meeting Date: 29-May-2015  
 Ticker: CCIPRA  
 ISIN: US22822V2007

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| Prop.# | Proposal  | Proposal<br>Type | Proposal Vote |
|--------|---|------------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: P. ROBERT BARTOLO   | Mgmt             | For           |
| 1B.    | ELECTION OF DIRECTOR: CINDY CHRISTY   | Mgmt             | For           |
| 1C.    | ELECTION OF DIRECTOR: ARI Q. FITZGERALD   | Mgmt             | For           |
| 1D.    | ELECTION OF DIRECTOR: ROBERT E. GARRISON II   | Mgmt             | For           |
| 1E.    | ELECTION OF DIRECTOR: DALE N. HATFIELD  | Mgmt             | For           |
| 1F.    | ELECTION OF DIRECTOR: LEE W. HOGAN  | Mgmt             | For           |
| 1G.    | ELECTION OF DIRECTOR: JOHN P. KELLY   | Mgmt             | For           |
| 1H.    | ELECTION OF DIRECTOR: ROBERT F. MCKENZIE  | Mgmt             | For           |
| 2.     | THE RATIFICATION OF THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>FOR FISCAL YEAR 2015. | Mgmt             | For           |

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- |    |  |      |        |
|----|--|------|--------|
| 3. | THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.                           | Mgmt | For    |
| 4. | THE NON-BINDING ADVISORY VOTE REGARDING THE FREQUENCY OF VOTING ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |

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 INTELSAT S.A.

Agen

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 Security: L5140P119  
 Meeting Type: Annual  
 Meeting Date: 18-Jun-2015  
 Ticker: IPRA  
 ISIN: LU0914713457  
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- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | ACKNOWLEDGEMENT OF REPORT AND APPROVAL OF AN EXTENSION OF THE VALIDITY PERIOD OF THE AUTHORIZED SHARE CAPITAL AND RELATED AUTHORIZATION AND WAIVER, SUPPRESSION AND WAIVER OF SHAREHOLDER PRE-EMPTIVE RIGHTS (SEE NOTICE FOR FURTHER DETAILS) | Mgmt          | For           |

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 METLIFE, INC.

Agen

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 Security: 59156R108  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: MET  
 ISIN: US59156R1086  
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- | Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: CHERYL W. GRISE      | Mgmt          | For           |
| 1B.    | ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ  | Mgmt          | For           |
| 1C.    | ELECTION OF DIRECTOR: R. GLENN HUBBARD     | Mgmt          | For           |
| 1D.    | ELECTION OF DIRECTOR: STEVEN A. KANDARIAN  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ALFRED F. KELLY, JR. | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: EDWARD J. KELLY, III | Mgmt          | For           |
| 1G.    | ELECTION OF DIRECTOR: WILLIAM E. KENNARD   | Mgmt          | For           |
| 1H.    | ELECTION OF DIRECTOR: JAMES M. KILTS       | Mgmt          | For           |

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|     |   |      |     |
|-----|---|------|-----|
| 1I. | ELECTION OF DIRECTOR: CATHERINE R. KINNEY   | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DENISE M. MORRISON  | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: KENTON J. SICCHITANO  | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LULU C. WANG  | Mgmt | For |
| 2A. | AMEND THE CERTIFICATE OF INCORPORATION TO CHANGE EACH SUPERMAJORITY COMMON SHAREHOLDER VOTE REQUIREMENT FOR AMENDMENTS TO THE CERTIFICATE OF INCORPORATION TO A MAJORITY VOTE REQUIREMENT | Mgmt | For |
| 2B. | AMEND THE CERTIFICATE OF INCORPORATION TO CHANGE THE SUPERMAJORITY VOTE REQUIREMENT FOR SHAREHOLDERS TO AMEND THE BY-LAWS TO A MAJORITY VOTE REQUIREMENT                                  | Mgmt | For |
| 3.  | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2015  | Mgmt | For |
| 4.  | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS  | Mgmt | For |

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 OCH-ZIFF CAPITAL MANAGEMENT GROUP LLC

Agen

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 Security: 67551U105  
 Meeting Type: Annual  
 Meeting Date: 07-May-2015  
 Ticker: OZM  
 ISIN: US67551U1051  
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| Prop.# | Proposal  | Proposal Type        | Proposal Vote     |
|--------|---|----------------------|-------------------|
| 1.     | DIRECTOR<br>DAVID WINDREICH<br>J. BARRY GRISWELL<br>GEORGANNE C. PROCTOR  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OCH-ZIFF'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt                 | For               |

\* Management position unknown

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### 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)   | CALAMOS CONVERTIBLE & HIGH INCOME FUND |
| By (Signature) | /s/ John P. Calamos, Sr.               |
| Name           | John P. Calamos, Sr.                   |
| Title          | President                              |
| Date           | 08/26/2015                             |