

Salient Midstream & MLP Fund  
Form N-PX  
August 13, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number: 811-22626

**SALIENT MIDSTREAM & MLP FUND**

(Exact name of registrant as specified in charter)

4265 SAN FELIPE, SUITE 800

HOUSTON, TEXAS 77027

(Address of principal executive offices) (Zip code)

George Zornada, Esq.

K&L Gates

State Street Financial Center

One Lincoln Street

Boston, Ma 02111

(Name and address of agent for service)

Registrant's telephone number, including area code: (713) 993-4675

## Edgar Filing: Salient Midstream & MLP Fund - Form N-PX

Date of fiscal year end: November 30

Date of reporting period: July 1, 2012 through June 30, 2013

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

**PROXY VOTING RECORD**

**FOR PERIOD JULY 1, 2012 TO JUNE 30, 2013**

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**NAVIOS MARITIME PARTNERS L.P.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | Y62267102    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | NMM          | <b>Meeting Date:</b>        | 06-Dec-2012 |
| <b>ISIN</b>            | MHY622671029 | <b>Vote Deadline Date:</b>  | 05-Dec-2012 |
| <b>Agenda</b>          | 933702272    | <b>Total Ballot Shares:</b> | 600528      |
|                        | Management   |                             |             |
| <b>Last Vote Date:</b> | 15-Nov-2012  |                             |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Recommendation</b> | <b>Default Vote</b> | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Take No Action</b> |
|-------------|--|-----------------------|---------------------|------------|----------------|----------------|-----------------------|
| 1           | DIRECTOR   | For                   | None                |            |                |                |                       |
|             | 1 JOHN KARAKADAS   |                       |                     | 83100      | 0              | 0              | 0                     |
|             | 2 ROBERT PIEROT  |                       |                     | 83100      | 0              | 0              | 0                     |
| 2           | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. | For                   | None                | 83100      | 0              | 0              | 0                     |

**GOLAR LNG PARTNERS LP**

|                        |              |                            |                                    |
|------------------------|--------------|----------------------------|------------------------------------|
| <b>Security:</b>       | Y2745C102    | <b>Meeting Type:</b>       | Annual                             |
| <b>Ticker:</b>         | GMLP         | <b>Meeting Date:</b>       | 13-Dec-2012                        |
| <b>ISIN</b>            | MHY2745C1021 | <b>Vote Deadline Date:</b> | 12-Dec-2012                        |
| <b>Agenda</b>          | 933701307    | Management                 | <b>Total Ballot Shares:</b> 151500 |
| <b>Last Vote Date:</b> | 11-Dec-2012  |                            |                                    |

| Item | Proposal   | Recommendation | Default Vote | For   | Against | Abstain | Take No Action |
|------|--|----------------|--------------|-------|---------|---------|----------------|
| 1    | TO ELECT BART VELDHUIZEN AS A CLASS I DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2013 ANNUAL MEETING OF LIMITED PARTNERS.   | For            | None         | 11000 | 0       | 0       | 0              |
| 2    | TO ELECT CARL ERIK STEEN AS A CLASS II DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2014 ANNUAL MEETING OF LIMITED PARTNERS.  | For            | None         | 11000 | 0       | 0       | 0              |
| 3    | TO ELECT HANS PETTER AAS AS A CLASS III DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2015 ANNUAL MEETING OF LIMITED PARTNERS.   | For            | None         | 11000 | 0       | 0       | 0              |
| 4    | TO ELECT PAUL LEAND JR., AS A CLASS III DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2015 ANNUAL MEETING OF LIMITED PARTNERS.   | For            | None         | 11000 | 0       | 0       | 0              |
| 5    | TO APPROVE THE ADOPTION OF AN AMENDMENT TO SECTION 13.9 OF THE PARTNERSHIP S FIRST AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP TO REDUCE THE QUORUM REQUIREMENT FOR MEETINGS OF THE LIMITED PARTNERS FROM A MAJORITY TO 33 1/3% OF THE OUTSTANDING UNITS OF THE PARTNERSHIP. | For            | None         | 11000 | 0       | 0       | 0              |

**CENTERPOINT ENERGY, INC.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 15189T107    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | CNP          | <b>Meeting Date:</b>        | 25-Apr-2013 |
| <b>ISIN</b>            | US15189T1079 | <b>Vote Deadline Date:</b>  | 24-Apr-2013 |
| <b>Agenda</b>          | 933743569    | <b>Total Ballot Shares:</b> | 45130       |
|                        | Management   |                             |             |
| <b>Last Vote Date:</b> | 23-Mar-2013  |                             |             |

| Item | Proposal  | Recommendation | Default Vote | For  | Against | Abstain | Take No Action |
|------|---|----------------|--------------|------|---------|---------|----------------|
| 1    | ELECTION OF DIRECTOR: MILTON CARROLL  | For            | None         | 4240 | 0       | 0       | 0              |
| 2    | ELECTION OF DIRECTOR: MICHAEL P. JOHNSON  | For            | None         | 4240 | 0       | 0       | 0              |
| 3    | ELECTION OF DIRECTOR: JANIECE M. LONGORIA   | For            | None         | 4240 | 0       | 0       | 0              |
| 4    | ELECTION OF DIRECTOR: DAVID M. MCCLANAHAN   | For            | None         | 4240 | 0       | 0       | 0              |
| 5    | ELECTION OF DIRECTOR: SUSAN O. RHENEY   | For            | None         | 4240 | 0       | 0       | 0              |
| 6    | ELECTION OF DIRECTOR: R.A. WALKER   | For            | None         | 4240 | 0       | 0       | 0              |
| 7    | ELECTION OF DIRECTOR: PETER S. WAREING  | For            | None         | 4240 | 0       | 0       | 0              |
| 8    | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2013. | For            | None         | 4240 | 0       | 0       | 0              |
| 9    | APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.                        | For            | None         | 4240 | 0       | 0       | 0              |

**MAGELLAN MIDSTREAM PARTNERS,L.P.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 559080106    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | MMP          | <b>Meeting Date:</b>        | 25-Apr-2013 |
| <b>ISIN</b>            | US5590801065 | <b>Vote Deadline Date:</b>  | 24-Apr-2013 |
| <b>Agenda</b>          | 933740311    | <b>Total Ballot Shares:</b> | 359792      |
| <b>Last Vote Date:</b> | 25-Mar-2013  |                             |             |

| Item | Proposal  | Recommendation | Default Vote | For | Against | Abstain | Take No Action |
|------|---|----------------|--------------|-----|---------|---------|----------------|
| 1    | DIRECTOR  | For            | None         |     |         |         |                |
|      | 1 WALTER R. ARNHEIM                                   |                |              | 2   | 0       | 0       | 0              |
|      | 2 PATRICK C. EILERS                                   |                |              | 2   | 0       | 0       | 0              |
| 2    | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | For            | None         | 2   | 0       | 0       | 0              |
| 3    | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR    | For            | None         | 2   | 0       | 0       | 0              |

**CROSSTEX ENERGY, INC.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 22765Y104    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | XTXI         | <b>Meeting Date:</b>        | 09-May-2013 |
| <b>ISIN</b>            | US22765Y1047 | <b>Vote Deadline Date:</b>  | 08-May-2013 |
| <b>Agenda</b>          | 933761517    | <b>Total Ballot Shares:</b> | 520521      |
| <b>Last Vote Date:</b> | 18-Apr-2013  |                             |             |

| Item | Proposal  | Recommendation | Default Vote | For    | Against | Abstain | Take No Action |
|------|---|----------------|--------------|--------|---------|---------|----------------|
| 1    | DIRECTOR  | For            | None         |        |         |         |                |
|      | 1 BRYAN H. LAWRENCE   |                |              | 367000 | 0       | 0       | 0              |
|      | 2 CECIL E. MARTIN, JR.  |                |              | 367000 | 0       | 0       | 0              |
|      | 3 JAMES C. CRAIN  |                |              | 367000 | 0       | 0       | 0              |
| 2    | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS CROSSTEX ENERGY, INC. S INDEPENDENT PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED DECEMBER 31, 2013.   | For            | None         | 367000 | 0       | 0       | 0              |
| 3    | PROPOSAL TO APPROVE AN ADVISORY RESOLUTION REGARDING THE COMPENSATION PAID TO CROSSTEX ENERGY, INC. S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.                                | For            | None         | 367000 | 0       | 0       | 0              |
| 4    | PROPOSAL TO APPROVE THE AMENDED AND RESTATED CROSSTEX ENERGY, INC. 2009 LONG-TERM INCENTIVE PLAN (INCLUDING AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR ISSUANCE THEREUNDER). | For            | None         | 367000 | 0       | 0       | 0              |
| 5    | STOCKHOLDER PROPOSAL TO AMEND THE EMPLOYMENT POLICY OF CROSSTEX ENERGY, INC. TO EXPLICITLY PROHIBIT DISCRIMINATION BASED ON SEXUAL ORIENTATION AND GENDER IDENTITY OR EXPRESSION.                   | Against        | None         | 0      | 367000  | 0       | 0              |



**CROSSTEX ENERGY, L.P.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 22765U102    | <b>Meeting Type:</b>        | Special     |
| <b>Ticker:</b>         | XTEX         | <b>Meeting Date:</b>        | 09-May-2013 |
| <b>ISIN</b>            | US22765U1025 | <b>Vote Deadline Date:</b>  | 08-May-2013 |
| <b>Agenda</b>          | 933761682    | <b>Total Ballot Shares:</b> | 1120412     |
|                        | Management   |                             |             |
| <b>Last Vote Date:</b> | 17-Apr-2013  |                             |             |

| Item | Proposal   | Recommendation | Default Vote | For    | Against | Abstain | Take No Action |
|------|--|----------------|--------------|--------|---------|---------|----------------|
| 1    | PROPOSAL TO APPROVE THE AMENDED AND RESTATED CROSSTEX ENERGY GP, LLC LONG-TERM INCENTIVE PLAN (INCLUDING AN INCREASE IN THE NUMBER OF COMMON UNITS AVAILABLE FOR ISSUANCE THEREUNDER). | For            | None         | 373451 | 0       | 0       | 0              |

**THE WILLIAMS COMPANIES, INC.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 969457100    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | WMB          | <b>Meeting Date:</b>        | 16-May-2013 |
| <b>ISIN</b>            | US9694571004 | <b>Vote Deadline Date:</b>  | 15-May-2013 |
| <b>Agenda</b>          | 933780303    | <b>Total Ballot Shares:</b> | 961774      |
| <b>Last Vote Date:</b> | 29-Apr-2013  |                             |             |

| <b>Item</b> | <b>Proposal</b>   | <b>Recommendation</b> | <b>Default Vote</b> | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Take No Action</b> |
|-------------|---|-----------------------|---------------------|------------|----------------|----------------|-----------------------|
| 1           | ELECTION OF DIRECTOR: ALAN S. ARMSTRONG   | For                   | None                | 274000     | 0              | 0              | 0                     |
| 2           | ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND                                       | For                   | None                | 274000     | 0              | 0              | 0                     |
| 3           | ELECTION OF DIRECTOR: KATHLEEN B. COOPER  | For                   | None                | 274000     | 0              | 0              | 0                     |
| 4           | ELECTION OF DIRECTOR: JOHN A. HAGG  | For                   | None                | 274000     | 0              | 0              | 0                     |
| 5           | ELECTION OF DIRECTOR: JUANITA H. HINSHAW  | For                   | None                | 274000     | 0              | 0              | 0                     |
| 6           | ELECTION OF DIRECTOR: RALPH IZZO  | For                   | None                | 274000     | 0              | 0              | 0                     |
| 7           | ELECTION OF DIRECTOR: FRANK T. MACINNIS   | For                   | None                | 274000     | 0              | 0              | 0                     |
| 8           | ELECTION OF DIRECTOR: STEVEN W. NANCE   | For                   | None                | 274000     | 0              | 0              | 0                     |
| 9           | ELECTION OF DIRECTOR: MURRAY D. SMITH   | For                   | None                | 274000     | 0              | 0              | 0                     |
| 10          | ELECTION OF DIRECTOR: JANICE D. STONEY  | For                   | None                | 274000     | 0              | 0              | 0                     |
| 11          | ELECTION OF DIRECTOR: LAURA A. SUGG   | For                   | None                | 274000     | 0              | 0              | 0                     |
| 12          | RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2013.                         | For                   | None                | 274000     | 0              | 0              | 0                     |
| 13          | APPROVAL, BY NONBINDING ADVISORY VOTE, OF THE COMPANY S EXECUTIVE COMPENSATION. | For                   | None                | 274000     | 0              | 0              | 0                     |

**TARGA RESOURCES CORP.**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 87612G101    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | TRGP         | <b>Meeting Date:</b>        | 20-May-2013 |
| <b>ISIN</b>            | US87612G1013 | <b>Vote Deadline Date:</b>  | 17-May-2013 |
| <b>Agenda</b>          | 933775946    | <b>Total Ballot Shares:</b> | 778541      |
| <b>Last Vote Date:</b> | 02-May-2013  |                             |             |

| Item | Proposal   | Recommendation | Default Vote | For   | Against | Abstain | Take No Action |
|------|--|----------------|--------------|-------|---------|---------|----------------|
| 1    | DIRECTOR   | For            | None         |       |         |         |                |
|      | 1 RENE R. JOYCE                                    |                |              | 28000 | 0       | 0       | 0              |
|      | 2 PETER R. KAGAN                                   |                |              | 28000 | 0       | 0       | 0              |
|      | 3 CHRIS TONG                                       |                |              | 28000 | 0       | 0       | 0              |
| 2    | RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS. | For            | None         | 28000 | 0       | 0       | 0              |

**MARKWEST ENERGY PARTNERS LP**

|                        |              |                             |             |
|------------------------|--------------|-----------------------------|-------------|
| <b>Security:</b>       | 570759100    | <b>Meeting Type:</b>        | Annual      |
| <b>Ticker:</b>         | MWE          | <b>Meeting Date:</b>        | 29-May-2013 |
| <b>ISIN</b>            | US5707591005 | <b>Vote Deadline Date:</b>  | 28-May-2013 |
| <b>Agenda</b>          | 933808505    | <b>Total Ballot Shares:</b> | 338681      |
| <b>Last Vote Date:</b> | 10-May-2013  |                             |             |

| <b>Item</b> | <b>Proposal</b>  | <b>Recommendation</b> | <b>Default Vote</b> | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Take No Action</b> |
|-------------|--|-----------------------|---------------------|------------|----------------|----------------|-----------------------|
| 1           | DIRECTOR   | For                   | None                |            |                |                |                       |
| 1           | FRANK M. SEMPLE  |                       |                     | 33024      | 0              | 0              | 0                     |
| 2           | DONALD D. WOLF   |                       |                     | 33024      | 0              | 0              | 0                     |
| 3           | KEITH E. BAILEY  |                       |                     | 33024      | 0              | 0              | 0                     |
| 4           | MICHAEL L. BEATTY  |                       |                     | 33024      | 0              | 0              | 0                     |
| 5           | CHARLES K. DEMPSTER  |                       |                     | 33024      | 0              | 0              | 0                     |
| 6           | DONALD C. HEPPERMAN  |                       |                     | 33024      | 0              | 0              | 0                     |
| 7           | RANDALL J. LARSON  |                       |                     | 33024      | 0              | 0              | 0                     |
| 8           | ANNE E. FOX MOUNSEY  |                       |                     | 33024      | 0              | 0              | 0                     |
| 9           | WILLIAM P. NICOLETTI   |                       |                     | 33024      | 0              | 0              | 0                     |
| 2           | RATIFICATION OF DELOITTE & TOUCHE<br>LLP AS THE PARTNERSHIP S INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTANTS FOR<br>THE FISCAL YEAR ENDING DECEMBER 31,<br>2013. | For                   | None                | 33024      | 0              | 0              | 0                     |

**SIGNATURES**

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

Registrant: Salient Midstream & MLP Fund

By: /s/ Greg A. Reid  
Greg A. Reid  
Chief Executive Officer  
Date: August 13, 2013