

TEKLA HEALTHCARE INVESTORS  
Form N-PX  
August 28, 2015

**UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION**

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Washington, D.C. 20549

**FORM N-PX**

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

Investment Company Act file number 811- 04889

**Tekla Healthcare Investors**

(Exact name of registrant as specified in charter)

**100 Federal Street, 19th Floor, Boston, MA**  
(Address of principal executive offices)

**02110**  
(Zip code)

**Laura Woodward**

**Tekla Healthcare Investors**

**100 Federal Street, 19th Floor, Boston MA 02110**

(Name and address of agent for service)

Registrant's telephone number, including area code: **617-772-8500**

Date of fiscal year end: **September 30**

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Date of reporting period: **7/1/14-6/30/15**

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 (ss.ss.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. ss. 3507.

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**Item 1. Proxy Voting Record.**

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*Vote Summary***ABBVIE INC.**

<b>Security</b>	00287Y109	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ABBV	<b>Meeting Date</b>	08-May-2015
<b>Record Date</b>	11-Mar-2015		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ROXANNE S. AUSTIN		For	For
	2 RICHARD A. GONZALEZ		For	For
	3 GLENN F. TILTON		For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For

**ACADIA PHARMACEUTICALS INC.**

<b>Security</b>	004225108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ACAD	<b>Meeting Date</b>	15-Jun-2015
<b>Record Date</b>	16-Apr-2015		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEPHEN BIGGAR		For	For
	2 TORSTEN RASMUSSEN		For	For
	3 DANIEL SOLAND		For	For
2.	TO APPROVE AN AMENDMENT TO OUR 2010 EQUITY INCENTIVE PLAN, AS AMENDED, TO, AMONG OTHER THINGS, INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER THE PLAN BY 5,000,000 SHARES.	Management	For	For
3.	TO APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 150,000,000 TO 225,000,000.	Management	For	For
4.	TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION.	Management	For	For
5.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For

## ACCURAY INCORPORATED

<b>Security</b>	004397105	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ARAY	<b>Meeting Date</b>	20-Nov-2014
<b>Record Date</b>	26-Sep-2014		

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: LOUIS J. LAVIGNE, JR.	Management	For	For
1.2	ELECTION OF DIRECTOR: DENNIS L. WINGER	Management	For	For
1.3	ELECTION OF DIRECTOR: JACK GOLDSTEIN, PH.D.	Management	For	For
2.	ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS (SAY-ON-PAY VOTE).	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Management	For	For

## ACORDA THERAPEUTICS, INC.

<b>Security</b>	00484M106	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ACOR	<b>Meeting Date</b>	09-Jun-2015
<b>Record Date</b>	13-Apr-2015		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BARRY GREENE		For	For
	2 IAN SMITH		For	For
2.	TO APPROVE THE ACORDA THERAPEUTICS, INC. 2015 OMNIBUS INCENTIVE COMPENSATION PLAN	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015	Management	For	For
4.	AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For

## ACTAVIS PLC

<b>Security</b>	G0083B108	<b>Meeting Type</b>	Special
<b>Ticker Symbol</b>	ACT	<b>Meeting Date</b>	10-Mar-2015
<b>Record Date</b>	22-Jan-2015		

Item	Proposal	Proposed by	Vote	For/Against Management
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1.	APPROVING THE ISSUANCE OF ORDINARY SHARES PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 16, 2014, AMONG ACTAVIS PLC ( ACTAVIS ), AVOCADO ACQUISITION INC. AND ALLERGAN, INC. (THE ACTAVIS SHARE ISSUANCE PROPOSAL ).	Management	For	For
2.	APPROVING ANY MOTION TO ADJOURN THE ACTAVIS EXTRAORDINARY GENERAL MEETING (THE ACTAVIS EGM ), OR ANY ADJOURNMENTS THEREOF, TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE TO, AMONG OTHER THINGS, SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ACTAVIS EGM TO APPROVE THE ACTAVIS SHARE ISSUANCE PROPOSAL.	Management	For	For

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ACTAVIS PLC

<b>Security</b>	G0083B108	<b>Meeting Type</b>	Annual
<b>Ticker Symbol</b>	ACT	<b>Meeting Date</b>	05-Jun-2015
<b>Record Date</b>	10-Apr-2015		

<b>Item</b>	<b>Proposal</b>	<b>Proposed by</b>	<b>Vote</b>	<b>For/Against Management</b>
1A.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1B.	ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES H. BLOEM	Management	For	For
1D.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	Management	For	For
1E.	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL R. GALLAGHER			