

PETROLEUM & RESOURCES CORP
Form N-PX
July 20, 2012

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

Investment Company Act file number: 811-02736

PETROLEUM & RESOURCES CORPORATION

(Exact name of registrant as specified in charter)

7 Saint Paul Street, Suite 1140, Baltimore, Maryland 21202

(Address of principal executive offices)

Lawrence L. Hooper, Jr.
Petroleum & Resources Corporation
7 Saint Paul Street, Suite 1140
Baltimore, Maryland 21202

(Name and address of agent for service)

Registrant's telephone number, including area code:

(410) 752-5900

Date of fiscal year end: December 31

Date of reporting period: July 1, 2011 - June 30, 2012

Item 1. Proxy Voting Record

| Description | Proposal Type (Management or Shareholder) | Voted (Yes or No) | Vote (For, Against, Abstain, For All-Directors, Withheld-Directors) | For/Against Management |
|--|--|-------------------------|---|---------------------------|
| Issuer: Air Products and Chemicals, Inc. | | | | |
| Ticker: APD | | | | |
| CUSIP: 009158-10-6 | | | | |
| Meeting Date: 01/26/2012 | | | | |
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Issuer: Anadarko Petroleum Corporation | | | | |
| Ticker: APC | | | | |
| CUSIP: 032511-10-7 | | | | |
| Meeting Date: 05/15/2012 | | | | |
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

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| | | | | |
|---|-------|-----|-------|-------|
| Omnibus Incentive Compensation Plan | MGMT | YES | AGNST | AGNST |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |
| Gender Identity Non-Discrimination Policy | SHLDR | YES | AGNST | FOR |
| Accelerated Vesting of Equity Awards | SHLDR | YES | AGNST | FOR |
| Report on Political Contributions | SHLDR | YES | AGNST | FOR |

Issuer: Apache Corporation

Ticker: APA

CUSIP: 037411-10-5

Meeting Date: 05/24/2012

| | | | | |
|---|-------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |

Issuer: Baker Hughes Inc.

Ticker: BHI

CUSIP: 057224-10-7

Meeting Date: 04/26/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Majority Vote for Director Elections | SHLDR | YES | AGNST | FOR |

Issuer: CF Industries Holdings, Inc.

Ticker: CF

CUSIP: 125269-10-0

Meeting Date: 05/10/2012

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|---|-------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |
| Majority Voting Standard for Director Elections | SHLDR | YES | AGNST | FOR |

Issuer: Chevron Corporation

Ticker: CVX

CUSIP: 166764-10-0

Meeting Date: 05/30/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Exclusive Forum Provisions | SHLDR | YES | AGNST | FOR |
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |
| Lobbying Disclosure | SHLDR | YES | AGNST | FOR |
| Country Selection Guidelines | SHLDR | YES | AGNST | FOR |
| Hydraulic Fracturing | SHLDR | YES | AGNST | FOR |
| Accident Risk Oversight | SHLDR | YES | AGNST | FOR |
| Special Meetings | SHLDR | YES | AGNST | FOR |
| Director with Environmental Expertise | SHLDR | YES | AGNST | FOR |

Issuer: Cliffs Natural Resources Inc.

Ticker: CLF

CUSIP: 18683K-10-1

Meeting Date: 05/08/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Allow Board to Amend Regulations Without Shareholder Approval | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

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| | | | | |
|---|------|-----|-------|-------|
| Stock Incentive Plan | MGMT | YES | AGNST | AGNST |
| Executive Management Performance Incentive Plan | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

Issuer: ConocoPhillips

Ticker: COP

CUSIP: 20825C-10-4

Meeting Date: 05/09/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Environmental Policy (Louisiana Wetlands) | SHLDR | YES | AGNST | FOR |
| Accident Risk Mitigation | SHLDR | YES | AGNST | FOR |
| Report on Grassroots Lobbying Expenditures | SHLDR | YES | AGNST | FOR |
| Greenhouse Gas Reduction Targets | SHLDR | YES | AGNST | FOR |
| Gender Expression Non-Discrimination | SHLDR | YES | AGNST | FOR |

Issuer: Devon Energy Corporation

Ticker: DVN

CUSIP: 25179M-10-3

Meeting Date: 06/06/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Allow Shareholders to Call Special Meeting | MGMT | YES | FOR | FOR |
| Incentive Compensation Plan | MGMT | YES | FOR | FOR |
| Amend Long-Term Incentive Plan | MGMT | YES | AGNST | FOR |
| Report on Lobbying Activities | SHLDR | YES | AGNST | FOR |

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Issuer: Dow Chemical Company

Ticker: DOW

CUSIP: 260543-10-3

Meeting Date: 05/10/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Stock Incentive Plan | MGMT | YES | FOR | FOR |
| Employee Stock Purchase Plan | MGMT | YES | FOR | FOR |
| Shareholder Action by Written Consent | SHLDR | YES | AGNST | FOR |
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |

Issuer: Energen Corporation

Ticker: EGN

CUSIP: 29265N-10-8

Meeting Date: 04/25/2012

| | | | | |
|---|-------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |

Issuer: EOG Resources, Inc.

Ticker: EOG

CUSIP: 26875P-10-1

Meeting Date: 05/02/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Accelerated Vesting of Executive Officer Stock Awards | SHLDR | YES | AGNST | FOR |
| Equity Retention | SHLDR | YES | AGNST | FOR |

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Issuer: EQT Corporation

Ticker: EQT

CUSIP: 26884L-10-9

Meeting Date: 04/18/2012

| | | | | |
|---|-------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |

Issuer: Exxon Mobil Corporation

Ticker: XOM

CUSIP: 30231G-10-2

Meeting Date: 05/30/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |
| Majority Vote for Directors | SHLDR | YES | AGNST | FOR |
| Report on Political Contributions | SHLDR | YES | AGNST | FOR |
| Amendment of EEO Policy | SHLDR | YES | AGNST | FOR |
| Report on Natural Gas Production | SHLDR | YES | AGNST | FOR |
| Greenhouse Gas Emissions Goals | SHLDR | YES | AGNST | FOR |

Issuer: FMC Corporation

Ticker: FMC

CUSIP: 302491-30-3

Meeting Date: 04/24/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

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|---|-------|-----|-----|-------|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Increase Authorized Shares | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |

Issuer: Forest Oil Corporation

Ticker: FST

CUSIP: 346091-70-5

Meeting Date: 5/08/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Performance Measures under Stock Incentive Plan | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

Issuer: Freeport-McMoRan
Copper & Gold, Inc.

Ticker: FCX

CUSIP: 35671D-85-7

Meeting Date: 06/14/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Director with Environmental Expertise | SHLDR | YES | AGNST | FOR |

Issuer: Halliburton

Ticker: HAL

CUSIP: 406216-10-1

Meeting Date: 05/16/2012

| | | | | |
|---|------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Amend Stock Incentive Plan | MGMT | YES | AGNST | AGNST |

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Issuer: Hess Corporation

Ticker: HES

CUSIP: 023551-10-4

Meeting Date: 05/02/2012

| | | | | |
|---|-------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Amend Long-Term Incentive Plan | MGMT | YES | AGNST | AGNST |
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |

Issuer: Kinder Morgan, Inc.

Ticker: KMI

CUSIP: 49456B-10-1

Meeting Date: 05/09/2012

| | | | | |
|--|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Frequency of Advisory Vote on Executive Compensation | MGMT | YES | 3 YRS | FOR |

Issuer: LyondellBasell Industries N.V.

Ticker: LYB

CUSIP: N53745-10-0

Meeting Date: 05/09/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Adoption of Annual Accounts | MGMT | YES | FOR | FOR |
| Discharge Management Board | MGMT | YES | FOR | FOR |
| Discharge Supervisory Board | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Appointment of Auditors for Dutch Annual Reports | MGMT | YES | FOR | FOR |
| Compensation of Supervisory Board | MGMT | YES | FOR | FOR |

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|---|------|-----|-----|-----|
| Approve Dividends | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Amend Long-Term Incentive Plan | MGMT | YES | FOR | FOR |

Issuer: Marathon Oil Corp.

Ticker: MRO

CUSIP: 565849-10-6

Meeting Date: 04/25/2012

| | | | | |
|---|------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Incentive Compensation Plan | MGMT | YES | AGNST | AGNST |

Issuer: Marathon Petroleum Corp.

Ticker: MPO

CUSIP: 56585A-10-2

Meeting Date: 04/25/2012

| | | | | |
|--|------|-----|--------------|-------|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Incentive Compensation Plan | MGMT | YES | AGNST | AGNST |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Frequency of Advisory Vote on Executive Compensation | MGMT | YES | 3 YRS | AGNST |

Issuer: MDU Resources Group, Inc.

Ticker: MDU

CUSIP: 552690-10-9

Meeting Date: 04/24/2012

| | | | | |
|---|------|-----|---------------|-----|
| Election of Directors | MGMT | YES | FOR ALL- DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive | MGMT | YES | FOR | FOR |

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Compensation

Issuer: Molycorp, Inc.

Ticker: MCP

CUSIP: 608753-10-9

Meeting Date: 05/31/2012

| | | | | |
|---|------|-----|---------------|-----|
| Election of Directors | MGMT | YES | FOR ALL- DIRS | FOR |
| Employee Stock Purchase Plan | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

Issuer: Nabors Industries Ltd.

Ticker: NBR

CUSIP: G6359F-10-3

Meeting Date: 06/05/2012

| | | | | |
|---|-------|-----|---------------|-------|
| Election of Directors | MGMT | YES | FOR ALL- DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Declassify Board of Directors | MGMT | YES | FOR | FOR |
| Business Combinations | MGMT | YES | FOR | FOR |
| Bye-Law Amendment | | | | |
| Technical Bye-Law Amendment | MGMT | YES | FOR | FOR |
| Incentive Bonus Plan | MGMT | YES | FOR | FOR |
| Stock Plan | MGMT | YES | AGNST | AGNST |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Proxy Access | SHLDR | YES | AGNST | FOR |
| Shareholder Approval of Severance Agreements | SHLDR | YES | AGNST | FOR |

Issuer: National Fuel Gas Company

Ticker: NFG

CUSIP: 636180-10-1

Meeting Date: 03/08/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

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|----------------------------------|------|-----|-----|-----|
| Risk Compensation Incentive Plan | MGMT | YES | FOR | FOR |
| Performance Incentive Program | MGMT | YES | FOR | FOR |

Issuer: National Oilwell Varco, Inc.

Ticker: NOV

CUSIP: 637071-10-1

Meeting Date: 05/16/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Report on Political Contributions | SHLDR | YES | AGNST | FOR |

Issuer: New Jersey Resources Corporation

Ticker: NJR

CUSIP: 646025-10-6

Meeting Date: 01/25/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

Issuer: Newfield Exploration Company

Ticker: NFX

CUSIP: 651290-10-8

Meeting Date: 05/04/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |

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Issuer: Noble Energy, Inc.

Ticker: NBL

CUSIP: 655044-10-5

Meeting Date: 04/24/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Increase Authorized Shares | MGMT | YES | FOR | FOR |

Issuer: Oasis Petroleum, Inc.

Ticker: OAS

CUSIP: 674215-10-8

Meeting Date: 05/02/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

Issuer: Occidental Petroleum Corporation

Ticker: OXY

CUSIP: 674599-10-5

Meeting Date: 05/04/2012

| | | | | |
|---|-------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Director with Environmental Expertise | SHLRD | YES | AGNST | FOR |

Issuer: Oil States International, Inc.

Ticker: OIS

CUSIP: 678026-10-5

Meeting Date: 05/15/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |

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|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

Issuer: Peabody Energy Corporation

Ticker: BTU

CUSIP: 704549-10-4

Meeting Date: 05/01/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|-------------------------------|-------|-----|-------|-----|
| Report on Lobbying Activities | SHLDR | YES | AGNST | FOR |
|-------------------------------|-------|-----|-------|-----|

Issuer: Pioneer Natural Resources Company

Ticker: PXD

CUSIP: 723787-10-7

Meeting Date: 05/17/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|------------------------------|------|-----|-----|-----|
| Annual Election of Directors | MGMT | YES | FOR | FOR |
|------------------------------|------|-----|-----|-----|

| | | | | |
|------------------------------------|------|-----|-----|-----|
| Amend Employee Stock Purchase Plan | MGMT | YES | FOR | FOR |
|------------------------------------|------|-----|-----|-----|

| | | | | |
|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

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|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|-----------------------------------|-------|-----|-------|-----|
| Independent Chairman of the Board | SHLDR | YES | AGNST | FOR |
|-----------------------------------|-------|-----|-------|-----|

Issuer: Potash Corporation of Saskatchewan Inc.

Ticker: POT

CUSIP: 73755L-10-7

Meeting Date: 05/17/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

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|-------------------------|------|-----|-----|-----|
| Performance Option Plan | MGMT | YES | FOR | FOR |
|-------------------------|------|-----|-----|-----|

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|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

Issuer: Praxair, Inc.

Ticker: PX

CUSIP: 74005P-10-4

Meeting Date: 04/24/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|---|------|-----|-----|-----|
| Allow Stockholders to Call Special Meetings | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

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|-----------------------------------|-------|-----|-------|-----|
| Report on Political Contributions | SHLDR | YES | AGNST | FOR |
|-----------------------------------|-------|-----|-------|-----|

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|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

Issuer: QEP Resources, Inc.

Ticker: QEP

CUSIP: 74733V-10-0

Meeting Date: 05/15/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|-------------------------------|-------|-----|-----|-------|
| Declassify Board of Directors | SHLDR | YES | FOR | AGNST |
|-------------------------------|-------|-----|-----|-------|

Issuer: Questar Corporation

Ticker: STR

CUSIP: 748356-10-2

Meeting Date: 05/10/2012

| | | | | |
|-----------------------|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
|-----------------------|------|-----|--------------|-----|

| | | | | |
|---|------|-----|-----|-----|
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

| | | | | |
|---|------|-----|-----|-----|
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
|---|------|-----|-----|-----|

Issuer: Royal Dutch Shell plc

Ticker: RD

Edgar Filing: PETROLEUM & RESOURCES CORP - Form N-PX

CUSIP: 780257-80-4

Meeting Date: 05/22/2012

| | | | | |
|---|------|-----|--------------|-----|
| Adoption of Annual Report and Accounts | MGMT | YES | FOR | FOR |
| Approval of Remuneration Report | MGMT | YES | FOR | FOR |
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Re-Appointment of Auditors | MGMT | YES | FOR | FOR |
| Remuneration of Auditors | MGMT | YES | FOR | FOR |
| Authority to Allot Shares | MGMT | YES | FOR | FOR |
| Disapplication of Pre-emption Rights | MGMT | YES | FOR | FOR |
| Authority to Purchase Own Shares | MGMT | YES | FOR | FOR |
| Authority for Certain Donations and Expenditure | MGMT | YES | FOR | FOR |

Issuer: Schlumberger Limited

Ticker: SLB

CUSIP: 806857-10-8

Meeting Date: 04/11/2012

| | | | | |
|--|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |
| Approve Financial Statements and Declaration of Dividend | MGMT | YES | FOR | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Amend Stock and Deferral Plan for Non-Employee Directors | MGMT | YES | FOR | FOR |

Issuer: Southwestern Energy Company

Ticker: SWN

CUSIP: 845467-10-9

Meeting Date: 05/22/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

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| | | | | |
|------------------|-------|-----|-------|-----|
| Equity Retention | SHLDR | YES | AGNST | FOR |
|------------------|-------|-----|-------|-----|

Issuer: Spectra Energy Corporation

Ticker: SE

CUSIP: 847560-10-9

Meeting Date: 05/01/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Majority Voting Standard in Director Elections | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

Issuer: Teck Resources Limited

Ticker: TCK/B CN

CUSIP: 878742-20-4

Meeting Date: 04/25/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

Issuer: Transocean Ltd.

Ticker: RIG

CUSIP: G90073-10-0

Meeting Date: 05/17/2012

| | | | | |
|---|------|-----|--------------|-----|
| Approve Annual Report and Financial Statements | MGMT | YES | FOR | FOR |
| Appropriation of Available Earnings | MGMT | YES | FOR | FOR |
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

Issuer: Weatherford International Ltd.

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Ticker: WFT

CUSIP: G95089-10-1

Meeting Date: 5/23/2012

| | | | | |
|---|------|-----|--------------|-----|
| Approve Annual Report | MGMT | YES | FOR | FOR |
| Discharge Board of Directors | MGMT | YES | FOR | FOR |
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Authorized Shares | MGMT | YES | FOR | FOR |
| Amend Omnibus Incentive Plan | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

Issuer: Williams Companies, Inc., The

Ticker: WMB

CUSIP: 96947-10-0

Meeting Date: 05/17/2012

| | | | | |
|---|------|-----|--------------|-----|
| Election of Directors | MGMT | YES | FOR ALL-DIRS | FOR |
| Ratification of Appointment of Independent Auditors | MGMT | YES | FOR | FOR |
| Advisory Vote on Executive Compensation | MGMT | YES | FOR | FOR |

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.

PETROLEUM & RESOURCES CORPORATION

(Registrant)

BY: /s/ Douglas G. Ober

Douglas G. Ober

Chairman and Chief Executive Officer

(Principal Executive Officer)

DATE: July 20, 2012