

TORTOISE ENERGY INFRASTRUCTURE CORP

Form N-PX

August 27, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number 811-21462

**Tortoise Energy Infrastructure Corporation**  
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211  
(Address of Principal Executive Offices) (Zip code)

David J. Schulte, 11550 Ash Street, Suite 300, Leawood, KS 66211  
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: June 30, 2008



**Item 1. Proxy Voting Record**

| <b>Company Name</b>            | <b>Meeting Date</b>           | <b>CUSIP</b>                                                                                                                                                                                                                                                                                                               | <b>Ticker</b>                                |
|--------------------------------|-------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| MarkWest Energy Partners, L.P. | 2/21/2008                     | 570759100                                                                                                                                                                                                                                                                                                                  | MWE                                          |
| <b>Vote</b>                    | <b>For/Against Management</b> | <b>Proposal</b>                                                                                                                                                                                                                                                                                                            | <b>Proposed by Issuer or Security Holder</b> |
| For                            | For                           | 1. Approval and adoption of the agreement and plan of redemption and merger by and among MarkWest Energy Partners, L.P., MWEP, L.L.C., and MarkWest Hydrocarbon, Inc. dated as of September 5, 2007, as such agreement may be amended from time to time.                                                                   | Issuer                                       |
| For                            | For                           | 2. Approval of the issuance of common units of the partnership as provided in the redemption and merger agreement.                                                                                                                                                                                                         | Issuer                                       |
| For                            | For                           | 3. Approval of the issuance of Class A units in the partnership in exchange for the incentive distribution rights and the 2% economic interest of the General Partner interest in the partnership owned by MarkWest Energy Partners GP, L.L.C. and the common units of the partnership owned by MarkWest Hydrocarbon, Inc. | Issuer                                       |
| For                            | For                           | 4. Approval and adoption of the Third Amended and Restated Agreement of Limited Partnership of MarkWest Energy Partners, L.P.                                                                                                                                                                                              | Issuer                                       |
| For                            | For                           | 5. Approval of the adoption of the 2008 Long-Term Incentive Plan of the partnership.                                                                                                                                                                                                                                       | Issuer                                       |
| For                            | For                           | 6. Approval of the adjournment or postponement of the special meeting of unit holders, if necessary or appropriate, to solicit additional                                                                                                                                                                                  | Issuer                                       |

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proxies if there are insufficient votes at the time of the meeting to approve any of the foregoing proposals.

| Company Name          | Meeting Date | CUSIP     | Ticker |
|-----------------------|--------------|-----------|--------|
| Copano Energy, L.L.C. | 3/13/2008    | 217202100 | CPNO   |

|      |                        |                                                                                                                                                                                                             | Proposed<br>by Issuer<br>or<br>Security<br>Holder |
|------|------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|
| Vote | For/Against Management | Proposal                                                                                                                                                                                                    |                                                   |
| For  | For                    | 1. Approval of a proposed change to the terms of the Class E units , providing for their conversion into common units upon payment of Copano's cash distribution attributable to the third quarter of 2008. | Issuer                                            |

| Company Name                      | Meeting Date | CUSIP     | Ticker |
|-----------------------------------|--------------|-----------|--------|
| Magellan Midstream Partners, L.P. | 4/23/2008    | 559080106 | MMP    |

|      |                        |                                                                   | Proposed<br>by Issuer<br>or<br>Security<br>Holder |
|------|------------------------|-------------------------------------------------------------------|---------------------------------------------------|
| Vote | For/Against Management | Proposal                                                          |                                                   |
| For  | For                    | 1. Election of Directors--James R. Montague and Don R. Wellendorf | Issuer                                            |

| Company Name            | Meeting Date | CUSIP     | Ticker |
|-------------------------|--------------|-----------|--------|
| NuStar GP Holdings, LLC | 4/24/2008    | 67059L102 | NSH    |

|      |                        |                                                                                                                | Proposed<br>by Issuer<br>or<br>Security<br>Holder |
|------|------------------------|----------------------------------------------------------------------------------------------------------------|---------------------------------------------------|
| Vote | For/Against Management | Proposal                                                                                                       |                                                   |
| For  | For                    | 1. Election of Directors--Curtis V. Anastasio and William B. Burnett                                           | Issuer                                            |
| For  | For                    | 2. Ratification of appointment of KPMG LLP as Nustar's independent registered public accounting firm for 2008. | Issuer                                            |

| Company Name       | Meeting Date | CUSIP     | Ticker |
|--------------------|--------------|-----------|--------|
| Copano Energy, LLC | 5/15/2008    | 217202100 | CPNO   |

| Vote | For/Against Management | Proposal |
|------|------------------------|----------|
|------|------------------------|----------|

|     |     | <b>Proposed<br/>by Issuer<br/>or<br/>Security<br/>Holder</b>                                                                                                     |        |
|-----|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|
| For | For | 1. Election of Directors--James G. Crump, Ernie L. Danner, John R. Eckel, Jr., Scott A. Griffiths, Michael L. Johnson, T. William Porter, and William L. Thacker | Issuer |
| For | For | 2. Ratification of Deloitte & Touche LLP as independent auditor for 2008.                                                                                        | Issuer |

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| <b>Company Name</b>            | <b>Meeting Date</b> | <b>CUSIP</b> | <b>Ticker</b> |
|--------------------------------|---------------------|--------------|---------------|
| MarkWest Energy Partners, L.P. | 6/4/2008            | 570759100    | MWE           |

| <b>Vote</b> | <b>For/Against Management</b> | <b>Proposal</b>                                                                                                                                                                                                        | <b>Proposed by Issuer or Security Holder</b> |
|-------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| For         | For                           | 1. Election of Directors--John M. Fox, Keith E. Bailey, Michael L. Beatty, Charles K. Dempster, Donald C. Heppermann, William A. Kellstrom, Anne E. Fox Mounsey, William P. Nicoletti, Frank M. Semple, Donald D. Wolf | Issuer                                       |
| For         | For                           | 2. Ratification of Deloitte & Touche LLP as the partnership's independent registered public accountants for the year ending December 31, 2008.                                                                         | Issuer                                       |

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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.

**TORTOISE ENERGY INFRASTRUCTURE  
CORPORATION**

Date: August 27, 2008

By: /s/ David J. Schulte  
David J. Schulte  
President and Chief Executive  
Officer