

Western Asset Investment Grade Defined Opportunity Trust Inc.  
Form N-PX  
August 11, 2017

**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 811-22294

**Western Asset Investment Grade Defined Opportunity Trust Inc.**

(Exact name of registrant as specified in charter)

**620 EIGHTH AVENUE, 49TH FLOOR, NEW YORK, NEW YORK 10018**

(Address of principal executive offices) (Zip code)

**Robert I. Frenkel, Esq.**

**100 First Stamford Place**

**Stamford, Connecticut 06902**

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: November 30

Date of reporting period: July 1, 2016 June 30, 2017



**Item 1. Proxy Voting Record**

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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-22294  
 Reporting Period: 07/01/2016 - 06/30/2017  
 Western Asset Investment Grade Defined Opportunity Trust Inc.

===== Western Asset Investment Grade Defined Opportunity Trust =====  
 ===== Inc. =====

CITIGROUP INC.

Ticker: C Security ID: 172967424  
 Meeting Date: APR 25, 2017 Meeting Type: Annual  
 Record Date: FEB 27, 2017

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL L. CORBAT   | For     | Abstain   | Management  |
| 1B. | ELECTION OF DIRECTOR: ELLEN M. COSTELLO   | For     | Abstain   | Management  |
| 1C. | ELECTION OF DIRECTOR: DUNCAN P. HENNES  | For     | Abstain   | Management  |
| 1D. | ELECTION OF DIRECTOR: PETER B. HENRY  | For     | Abstain   | Management  |
| 1E. | ELECTION OF DIRECTOR: FRANZ B. HUMER  | For     | Abstain   | Management  |
| 1F. | ELECTION OF DIRECTOR: RENEE J. JAMES  | For     | Abstain   | Management  |
| 1G. | ELECTION OF DIRECTOR: EUGENE M. MCQUADE   | For     | Abstain   | Management  |
| 1H. | ELECTION OF DIRECTOR: MICHAEL E. O'NEILL  | For     | Abstain   | Management  |
| 1I. | ELECTION OF DIRECTOR: GARY M. REINER  | For     | Abstain   | Management  |
| 1J. | ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO  | For     | Abstain   | Management  |
| 1K. | ELECTION OF DIRECTOR: DIANA L. TAYLOR   | For     | Abstain   | Management  |
| 1L. | ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.  | For     | Abstain   | Management  |
| 1M. | ELECTION OF DIRECTOR: JAMES S. TURLEY   | For     | Abstain   | Management  |
| 1N. | ELECTION OF DIRECTOR: DEBORAH C. WRIGHT   | For     | Abstain   | Management  |
| 1O. | ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON   | For     | Abstain   | Management  |
| 2   | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.                                  | For     | Abstain   | Management  |
| 3   | ADVISORY VOTE TO APPROVE CITI'S 2016 EXECUTIVE COMPENSATION.  | For     | Abstain   | Management  |
| 4   | ADVISORY VOTE TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.  | 1 year  | Abstain   | Management  |
| 5   | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON THE COMPANY'S POLICIES AND GOALS TO REDUCE THE GENDER PAY GAP.                                      | Against | Abstain   | Shareholder |
| 6   | STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD APPOINT A STOCKHOLDER VALUE COMMITTEE TO ADDRESS WHETHER THE DIVESTITURE OF ALL NON-CORE BANKING | Against | Abstain   | Shareholder |

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BUSINESS SEGMENTS WOULD ENHANCE  
SHAREHOLDER VALUE.

|   |  |         |         |             |
|---|--|---------|---------|-------------|
| 7 | STOCKHOLDER PROPOSAL REQUESTING A<br>REPORT ON LOBBYING AND GRASSROOTS<br>LOBBYING CONTRIBUTIONS.  | Against | Abstain | Shareholder |
| 8 | STOCKHOLDER PROPOSAL REQUESTING AN<br>AMENDMENT TO THE GENERAL CLAWBACK<br>POLICY TO PROVIDE THAT A SUBSTANTIAL<br>PORTION OF ANNUAL TOTAL COMPENSATION<br>OF EXECUTIVE OFFICERS SHALL BE<br>DEFERRED AND FORFEITED, IN PART OR<br>WHOLE, AT THE DISCRETION OF THE BOARD,<br>TO HELP | Against | Abstain | Shareholder |
| 9 | STOCKHOLDER PROPOSAL REQUESTING THAT<br>THE BOARD ADOPT A POLICY PROHIBITING<br>THE VESTING OF EQUITY-BASED AWARDS FOR<br>SENIOR EXECUTIVES DUE TO A VOLUNTARY<br>RESIGNATION TO ENTER GOVERNMENT<br>SERVICE.  | Against | Abstain | Shareholder |

===== END NPX REPORT

**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.

Western Asset Investment Grade Defined Opportunity Trust Inc.

By: /s/ Jane Trust

Jane Trust

Chairman, President and Chief Executive Officer

Date: August 11, 2017