

Oxford Lane Capital Corp.
Form N-PX
August 27, 2018

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: **811-22432**

Oxford Lane Capital Corp.

(Exact name of registrant as specified in charter)

8 Sound Shore Drive, Suite 255

Greenwich, CT 06830

(Address of principal executive offices)

**Jonathan H. Cohen
Chief Executive Officer
Oxford Lane Capital Corp.
8 Sound Shore Drive, Suite 255
Greenwich, CT 06830**

(Name and address of agent for service)

Registrant's telephone number, including area code: **(203) 983-5275**

Date of fiscal year end: **March 31**

Date of reporting period: **July 1, 2017 – June 30, 2018**

Item 1. Proxy Voting Record.

Issuer Name: Telos CLO 2013-3
Meeting Date: July 17, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 87974GAA1

| Proposal No. | Proposal | Oxford Lane Proposed Capital Corp. ("OXLC") | | Vote Cast Sponsor |
|---------------------|---|--|------------|--------------------------|
| | | By | Rec | |
| 1 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Telos CLO 2013-3
Meeting Date: July 17, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US87974GAB95

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 2 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Telos CLO 2013-3
Meeting Date: July 17, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG87562AA56

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 3 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: CIFIC Funding 2014-III
Meeting Date: July 19, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US12549TAA79

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 4 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: CIFIC Funding 2014-III
Meeting Date: July 19, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG2206CAA20

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 5 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Ares XLIII CLO
Meeting Date: July 27, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 04017AAC4

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 6 | This Supplemental Indenture request amended the indenture for several definitions to relating to Section 1.1 of the Indenture. | Manager | For | Consented Manager |

Issuer Name: Venture XIV CLO
Meeting Date: August 15, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US92328HAC88

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 7 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: OFSI Fund VII
Meeting Date: August 22, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 67107GAC9

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 8 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: AMMC CLO XII
Meeting Date: August 30, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US00176EAE77

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 9 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Atrium XII

Meeting Date: September 5, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 04964YAE1

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 10 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Carlyle Global Market Strategies CLO 2013-2

Meeting Date: September 8, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 14310EAG0

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 11 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Carlyle Global Market Strategies CLO 2013-2

Meeting Date: September 8, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: USG19129AD03

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 12 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Telos CLO 2013-4
Meeting Date: September 14, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 87974JAA5

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 13 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Venture XXI CLO
Meeting Date: September 18, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US92330LAE11

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 14 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Venture XXI CLO
Meeting Date: September 18, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG93505AC29

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 15 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Race Point IX CLO
Meeting Date: September 21, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 74981G300

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 16 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Telos CLO 2013-4
Meeting Date: September 26, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 87974JAA5

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 17 | OXLC elected in favor of amending the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Ivy Hill Middle Market Credit Fund VII
Meeting Date: September 27, 2017 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 46602YAC4

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 18 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: OFSI Fund VII

Meeting Date: October 3, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 67107GAC9

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 19 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Venture XXI CLO

Meeting Date: October 16, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US92330LAE11

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 20 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Venture XXI CLO

Meeting Date: October 16, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: USG93505AC29

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 21 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Ivy Hill Middle Market Credit Fund VII

Meeting Date: October 20, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 46602YAC4

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 22 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: Atrium XII

Meeting Date: November 6, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 04964YAE1

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 23 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: AMMC CLO XII

Meeting Date: November 10, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US00176EAE77

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 24 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: Carlyle Global Market Strategies CLO 2013-2

Meeting Date: November 30, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 14310EAG0

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 25 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Carlyle Global Market Strategies CLO 2013-2

Meeting Date: November 30, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: USG19129AD03

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 26 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Ares XXVI CLO

Meeting Date: December 8, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US04014MAC10

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 27 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Ares XXVI CLO

Meeting Date: December 8, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: USG3292RAB09

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 28 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: CIFIC Funding 2015-I

Meeting Date: December 18, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 12548NAG8

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 29 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: CIFIC Funding 2015-I

Meeting Date: December 18, 2017 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: USG2201KAA90

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 30 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Telos CLO 2013-4

Meeting Date: January 15, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 87974JAA5

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 31 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | Manager | For | Consented Manager |

Issuer Name: Battalion CLO VII

Meeting Date: March 8, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 07131YAC6

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 32 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Mountain Hawk II CLO

Meeting Date: March 12, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 62405UAA2

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 33 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Blue Hill CLO

Meeting Date: March 12, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US095559AC43

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 34 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Mountain Hawk II CLO

Meeting Date: March 28, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 62405UAA2

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 35 | OXLC elected in favor of withdrawing the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Battalion CLO VII

Meeting Date: April 2, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 07131YAC6

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 36 | OXLC elected in favor of withdrawing the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Venture XVII CLO
Meeting Date: April 3, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG93472AB78

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 37 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: Venture XVII CLO
Meeting Date: April 3, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US92330CAB72

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 38 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: Apex Credit CLO 2015-II
Meeting Date: May 17, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US46618PAC59

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 39 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager Optional Redemption. | For | | Consented Manager |

Issuer Name: OZLM XII

Meeting Date: May 17, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US67109XAE67

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|--|---------------|-----|-------------------|
| | | By | Rec | |
| 40 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Battalion CLO VII

Meeting Date: May 31, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: 07131YAC6

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|---|---------------|-----|-------------------|
| | | By | Rec | |
| 41 | OXLC elected in favor of amending the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Apidos CLO XXI

Meeting Date: June 4, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US03765RAE99

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|--------------|--|---------------|-----|-------------------|
| | | By | Rec | |
| 42 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Mountain Hawk II CLO
Meeting Date: June 13, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 62405UAA2

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 43 | OXLC elected in favor of amending the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Jamestown CLO III
Meeting Date: June 14, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG82292AC03

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 44 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Jamestown CLO III
Meeting Date: June 14, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US47047AAE38

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 45 | OXLC elected in favor of an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Shackleton 2015-VII CLO
Meeting Date: June 15, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 81882CAC0

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|-------------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 46 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: CIFC Funding 2014-III
Meeting Date: June 19, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: US12549TAA79

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 47 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: CIFC Funding 2014-III
Meeting Date: June 19, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: USG2206CAA20

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 48 | OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture. | Manager | For | Consented Manager |

Issuer Name: Shackleton 2015-VII CLO
Meeting Date: June 21, 2018 (Record Date)

Meeting Type: Written Consent
Ticker: N/A

CUSIP: 81882CAC0

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|---------------------|--|----------------------|------------|--------------------------|
| | | By | Rec | |
| 49 | OXLC elected in favor of partially withdrawing the Notice of Refinancing | Manager | For | Consented Manager |

Issuer Name: Apidos CLO XXI
Meeting Date: June 25, 2018 (Record Date)

Meeting Type: Written Consent

Ticker: N/A

CUSIP: US03765RAE99

| Proposal No. | Proposal | Proposed OXLC | | Vote Cast Sponsor |
|-------------------------|---|----------------------|------------|--------------------------|
| | | By | Rec | |
| 50 | This Supplemental Indenture request amended the indenture for several definitions to reflect the terms of the refinancing executed via Manager For Optional Redemption. | | | ConsentedManager |

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.

OXFORD LANE CAPITAL CORP.

By: /s/ Jonathan H. Cohen

Jonathan H. Cohen

Chief Executive Officer

Date: August 27, 2018