

BABSON CAPITAL PARTICIPATION INVESTORS

Form N-PX

August 28, 2015

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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 811-05531

BABSON CAPITAL PARTICIPATION INVESTORS

(Exact name of registrant as specified in charter)

1500 Main Street

P.O. Box 15189

Springfield, MA 01115-5189

(Address of principal executive offices) (Zip code)

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Christopher A. DeFrancis, Vice President, Secretary and Chief Legal Officer

1500 Main Street, Suite 2800, Springfield, MA 01115-5189

(name and address of agent for service)

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Registrant's telephone number, including area code:

413-226-1000

Date of fiscal year end: December 31

Date of reporting period: July 1, 2014 - June 30, 2015

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Item 1. Proxy Voting Record.

NORTEK, INC.

Ticker: NTK

Security ID: 656559309

Meeting Date: April 28, 2015

Meeting Type: Annual

| #  | Proposal                                   | Mgt Rec. | Vote Cast | Sponsor    |
|----|--|----------|-----------|------------|
| 1. | Election of Directors                      |          |           |            |
|    | i. Michael J. Clarke                       | For      | For       | Management |
|    | ii. Daniel C. Lukas                        | For      | For       | Management |
|    | iii. Bennett Rosenthal                     | For      | For       | Management |
| 2. | Ratify Appointment of Independent Auditors | For      | For       | Management |

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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.

(Registrant): Babson Capital Participation Investors

By: /s/ Michael L. Klofas  
Michael L. Klofas, President

Date: August 29, 2015