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## Section 1: N-PX (N-PX)

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, 2018 – June 30, 2019**

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**Item 1. Proxy Voting Record.**

<b>Issuer Name:</b> Battalion CLO VII					
<b>Meeting Date:</b> July 6, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 07131YAC6					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>Oxford Lane Capital Corp. ("OXLC") Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
1	This Supplemental Indenture in conjunction with the Reset, would amend the Indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Octagon Investment Partners 27					
<b>Meeting Date:</b> July 11, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 67591CAC1					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
2	This Supplemental Indenture in conjunction with the Reset, would amend the Indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Dryden 42 Senior Loan Fund					
<b>Meeting Date:</b> July 11, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 26245AAA5					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
3	This Supplemental Indenture in conjunction with the Reset, would amend the Indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> Mountain Hawk II CLO					
<b>Meeting Date:</b> July 16, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 62405UAA2					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
4	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Shackleton 2017-X CLO					
<b>Meeting Date:</b> July 20, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 81883CAC9					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
5	This Supplemental Indenture request amended the indenture for several definitions to reflect the updated Collateral Quality Matrix.	Manager	For	Consented	Manager

<b>Issuer Name:</b> MidOcean Credit CLO VIII					
<b>Meeting Date:</b> July 30, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 59801NAE6					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
6	This Supplemental Indenture request amended the indenture for several definitions to reflect the updated Concentration Limitations.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> Covenant Credit Partners CLO II					
<b>Meeting Date:</b> August 15, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 22284GAE5					
Proposal No.	Proposal	Proposed By	OXLC Rec	Vote Cast	Sponsor
7	OXLC elected in favor of a call of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> OZLM XII					
<b>Meeting Date:</b> August 31, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 67109XAE6					
Proposal No.	Proposal	Proposed By	OXLC Rec	Vote Cast	Sponsor
8	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

<b>Issuer Name:</b> OZLM XIII					
<b>Meeting Date:</b> August 31, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 67110CAE9					
Proposal No.	Proposal	Proposed By	OXLC Rec	Vote Cast	Sponsor
9	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> THL Credit Wind River 2014-3 CLO					
<b>Meeting Date:</b> September 4, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 88432JAA9					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
10	OXLC elected in favor of a reset of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Halcyon Loan Advisors Funding 2015-2					
<b>Meeting Date:</b> September 24, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 40538LAC4					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
11	OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Jamestown CLO V					
<b>Meeting Date:</b> September 28, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 47047VAC1					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
12	OXLC elected in favor of a call of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> THL Credit Wind River 2014-3 CLO					
<b>Meeting Date:</b> October 1, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 88432JAA9					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
13	This Supplemental Indenture in conjunction with the Reset, would amend the Indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

<b>Issuer Name:</b> CIFIC Funding 2014-III					
<b>Meeting Date:</b> October 17, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> G2206CAA2					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
14	This Supplemental Indenture request, in conjunction with the Reset, amended the indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

<b>Issuer Name:</b> CIFIC Funding 2014-III					
<b>Meeting Date:</b> October 17, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 12549TAA7					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
15	This Supplemental Indenture request, in conjunction with the Reset, amended the indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> Sound Point CLO VI					
<b>Meeting Date:</b> October 19, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 83608YAE7					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
16	This Agreement Among Holders of Subordinated Notes will redeem the assets of Sound Point CLO VI, Ltd. and merge them with the assets of Sound Point CLO VI-R, Ltd.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Halcyon Loan Advisors Funding 2015-2					
<b>Meeting Date:</b> October 24, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 40538LAC4					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
17	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Wellfleet CLO 2016-2					
<b>Meeting Date:</b> October 30, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 94949MAC2					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
18	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> Ares XL CLO					
<b>Meeting Date:</b> December 6, 2018 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 04016HAB2					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
19	This Supplemental Indenture request, in conjunction with the Reset, amended the indenture to reflect the terms of the Reset.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Telos CLO 2014-6					
<b>Meeting Date:</b> March 13, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 87970XAA8					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
20	OXLC elected in favor of a re-issue of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Telos CLO 2014-6					
<b>Meeting Date:</b> April 3, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 87970XAA8					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
21	OXLC elected to withdraw its notice of Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

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<b>Issuer Name:</b> Telos CLO 2013-3					
<b>Meeting Date:</b> April 18, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 87974GAA1					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
22	This Notice of Assignment provides notice that the Existing Collateral Servicer intends to assign the Collateral Servicing Agreement to the Successor Collateral Servicer pursuant to an assignment agreement.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Telos CLO 2013-4					
<b>Meeting Date:</b> April 18, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 87974JAA5					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
23	This Notice of Assignment provides notice that the Existing Collateral Servicer intends to assign the Collateral Servicing Agreement to the Successor Collateral Servicer pursuant to an assignment agreement.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Telos CLO 2014-6					
<b>Meeting Date:</b> April 18, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 87970XAA8					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
24	This Notice of Assignment provides notice that the Existing Collateral Servicer intends to assign the Collateral Servicing Agreement to the Successor Collateral Servicer pursuant to an assignment agreement.	Manager	For	Consented	Manager

<b>Issuer Name:</b> OHA Loan Funding 2012-1					
<b>Meeting Date:</b> May 2, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 67103NAB0					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
25	OXLC elected in favor of a call of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> MidOcean Credit CLO VI					
<b>Meeting Date:</b> May 3, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 59802WAC9					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
26	OXLC elected in favor of a refinancing of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

<b>Issuer Name:</b> MidOcean Credit CLO VI					
<b>Meeting Date:</b> May 22, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 59802WAC9					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
27	This Supplemental Indenture in conjunction with the Refinancing, would amend the Indenture to reflect the terms of the Refinancing.	Manager	For	Consented	Manager

<b>Issuer Name:</b> Venture XV CLO					
<b>Meeting Date:</b> June 13, 2019 (Record Date)					
<b>Meeting Type:</b> Written Consent					
<b>Ticker:</b> N/A					
<b>CUSIP:</b> 92328LAB1					
<b>Proposal No.</b>	<b>Proposal</b>	<b>Proposed By</b>	<b>OXLC Rec</b>	<b>Vote Cast</b>	<b>Sponsor</b>
28	OXLC elected in favor of a reset of this deal via an Optional Redemption pursuant to the deal indenture.	Manager	For	Consented	Manager

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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.

**OXFORD LANE CAPITAL CORP.**

By: /s/ Jonathan H. Cohen

Jonathan H. Cohen

Chief Executive Officer

Date: August 27, 2019

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