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FIRST OPPORTUNITY FUND INC

Form N-PX

August 28, 2009

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: 811-04605

FIRST OPPORTUNITY FUND, INC.  
(Exact name of registrant as specified in charter)

2344 Spruce Street, Suite A, Boulder, CO 80302  
(Address of principal executive offices) (Zip code)

Stephen C. Miller  
2344 Spruce Street, Suite A, Boulder, CO 80302  
(Name and address of agent for service)

Registrant's Telephone Number, including Area Code: (303) 444-5483

Date of fiscal year end: March 31

Date of reporting period: July 1, 2008 - June 30, 2009

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

Proxy Voting Record

For Period July 1, 2008 to June 30, 2009

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| Name of Issuer                          | Ticker Symbol | CUSIP     | Shareholder  |             |         | Meeting Type | Description of Matter to be Voted On  | Matter Proposed by Issuer or Holder |
|---|---------------|-----------|--------------|-------------|---------|--------------|---|-------------------------------------|
|   |               |           | Meeting Date | Record Date | Meeting |              |   |                                     |
| Cape Bancorp, Inc.                      | CBNJ          | 139209100 | 8/25/08      | 7/8/08      | Annual  | 1            | Election of four (4) directors  | Issuer                              |
|   |               |           |              |             |         | 2            | Approval of equity incentive plan   | Issuer                              |
|   |               |           |              |             |         | 3            | Ratify appointment of Crowe, Chizek & Co, LLC as accounting firm and auditors for YE 12/31/08   | Issuer                              |
| Danvers Bancorp, Inc.                   | DNEK          | 236442109 | 9/12/08      | 7/14/08     | Annual  | 1            | Election of five (5) directors  | Issuer                              |
|   |               |           |              |             |         | 2            | Approve Danvers Bancorp, Inc 2008 stock option and incentive plan   | Issuer                              |
|   |               |           |              |             |         | 3            | Ratify appointment of Wolf & Company , PC as independent registered public accounting firm for YE 12-31-08  | Issuer                              |
| Carver Bancorp, Inc.                    | CARV          | 146875109 | 9/16/08      | 7/29/08     | Annual  | 1            | Election of two (2) directors   | Issuer                              |
|   |               |           |              |             |         | 2            | Ratification of the appointment of KPMG, LLP as independent auditors for the fiscal YE 3-31-09  | Issuer                              |
| Boston Private Financial Holdings, Inc. | BPFH          | 101119105 | 9/30/08      | 8/28/08     | Special | 1            | Proposal to approve an amendment to the company's restated articles of organization to increase the number of authorized share of common stock from 70,000,000 to 170,000,000 | Issuer                              |
|   |               |           |              |             |         | 2            | Proposal to   | Issuer                              |

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approve the conversion of the series B Preferred stock into common stock and the issuance of common stock in accordance with the terms of the series B preferred stock and the exercise of the warrants to purchase common stock and the issuance of common stock in accordance with the terms of the warrants

|                             |      |           |          |         |        |   |  |        |
|-----------------------------|------|-----------|----------|---------|--------|---|--|--------|
| Jefferson Bancshares, Inc.  | JFBI | 472375104 | 10/30/08 | 8/29/08 | Annual | 1 | Election of two (2) directors  | Issuer |
|                             |      |           |          |         |        | 2 | Ratify appointment of Craine, Thompson & Jones, PC as accounting firm for YE 6/30/09 | Issuer |
|                             |      |           |          |         |        | 3 | Approval of shareholder proposal if properly presented                               | Holder |
| Beverly Hills Bancorp, Inc. | BHBC | 087866109 | 10/30/08 | 9/2/08  | Annual | 1 | Election of five (5) directors   | Issuer |
| Georgetown Bancorp, Inc.    | GTWN | 372590109 | 10/28/08 | 9/10/08 | Annual | 1 | Election of three (3) directors  | Issuer |
|                             |      |           |          |         |        | 2 | Ratify appointment of Wolf & Co. as accounting firm for YE 6/30/09                   | Issuer |

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|---|------|-----------|----------|----------|---------|---|--|--------|
| Royal<br>Financial,<br>Inc.                 | RYFL | 78027P109 | 10/22/08 | 9/15/08  | Annual  | 1 | Election of two<br>(2) directors   | Issuer |
|   |      |           |          |          |         | 2 | Ratify<br>appointment of<br>Crowe, Horwath,<br>LLP as<br>accounting firm<br>for YE 6/30/09                               | Issuer |
| Hampden<br>Bancorp, Inc.                    | HBNK | 40867E107 | 11/6/08  | 9/17/08  | Annual  | 1 | Election of four<br>(4) directors  | Issuer |
|   |      |           |          |          |         | 2 | Ratify<br>appointment of<br>Wolf and Co. PC<br>as independent<br>auditors<br>accounting firm<br>for YE 6/30/09           | Issuer |
| Beacon<br>Federal<br>Bancorp, Inc.          | BFED | 073582108 | 11/10/08 | 9/29/08  | Special | 1 | Approval of<br>Beacon Federal<br>Bancorp, Inc.<br>2008 equity<br>incentive plan  | Issuer |
| HF Financial<br>Corp.                       | HFFC | 404172108 | 11/19/08 | 9/30/08  | Special | 1 | Election of<br>three (3)<br>directors  | Issuer |
|   |      |           |          |          |         | 2 | Ratify<br>Appointment of<br>Eide Baily, LLP<br>Auditors for YE<br>June 30, 2009  | Issuer |
| Sound<br>Financial,<br>Inc.                 | SNFL | 83607Y108 | 11/19/08 | 9/30/08  | Special | 1 | Approval of<br>Sound Financial<br>2008 equity<br>incentive plan  | Issuer |
| Provident<br>Financial<br>Holdings,<br>Inc. | PROV | 743868101 | 11/25/08 | 10/10/08 | Annual  | 1 | Election of two<br>(2) directors   | Issuer |
|   |      |           |          |          |         | 2 | Ratify<br>appointment of<br>Deloitte &<br>Touche, LLP as<br>independent<br>auditors<br>accounting firm<br>for YE 6/30/09 | Issuer |
| Northfield<br>Bancorp, Inc.                 | NFBK | 66611L105 | 12/17/08 | 10/27/08 | Special | 1 | Approve equity<br>incentive plan   | Issuer |
| Vist<br>Financial<br>Corp.                  | VIST | 918255100 | 12/17/08 | 11/7/08  | Special | 1 | Authorize<br>1,000,000 of<br>preferred stock   | Issuer |
|   |      |           |          |          |         | 2 | Grant management<br>authority to   | Issuer |

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|--|------|-----------|----------|----------|---------|---|---|---|--------|
|  |      |           |          |          |         |   |   | adjourn,<br>postpone or<br>continue special<br>meeting  |        |
| Eastern<br>Virginia<br>Bancshares,<br>Inc. | EVBS | 277196101 | 12/29/08 | 11/7/08  | Special | 1 | 1 | Authorize<br>issuance of up<br>to 10,000,000<br>shares of AMPS                                  | Issuer |
|  |      |           |          |          |         |   | 2 | Solicit<br>additional<br>proxies if needed  | Issuer |
| Dearborn<br>Bancorp, Inc.                  | DEAR | 24242R108 | 12/9/08  | 11/10/08 | Special | 1 | 1 | Authorize<br>5,000,000 of<br>preferred stock  | Issuer |
| Connecticut<br>Bank & Trust<br>Co.         | CTBC | 207546102 | 12/16/08 | 11/10/08 | Special | 1 | 1 | Authorize a<br>class of<br>1,000,000 shares<br>of preferred<br>stock, each<br>without par value | Issuer |
| ECB Bancorp,<br>Inc.                       | ECBE | 268253101 | 12/23/08 | 11/14/08 | Special | 1 | 1 | Authorize<br>issuance of<br>preferred stock   | Issuer |
|  |      |           |          |          |         |   | 2 | Adjourn meeting<br>to allow<br>additional time<br>to solicit votes                              | Issuer |
| First<br>Security<br>Group, Inc.           | FSGI | 336312103 | 12/18/08 | 11/17/08 | Special | 1 | 1 | Authorize<br>10,000,000<br>shares of<br>preferred stock   | Issuer |
|  |      |           |          |          |         |   | 2 | Adjourn meeting<br>to solicit<br>additional<br>proxies  | Issuer |
| SCBT<br>Financial<br>Corporation           | SCBT | 78401V102 | 12/30/08 | 11/17/08 | Special | 1 | 1 | Authorize<br>issuance of<br>10,000,000<br>shares of<br>preferred stock                          | Issuer |
|  |      |           |          |          |         |   | 2 | Adjourn meeting<br>to solicit<br>additional<br>proxies  | Issuer |
| Beverly<br>Hills Bancorp                   | BHBC | 087866109 | 12/23/08 | 11/18/08 | Special | 1 | 1 | Approve<br>amendment to the<br>certificate of<br>incorporation                                  | Issuer |
| Home Federal<br>Bancorp, Inc.              | HOME | 43710G105 | 1/16/09  | 11/21/08 | Annual  | 1 | 1 | Election of<br>three (3)<br>directors   | Issuer |
|  |      |           |          |          |         |   | 2 | Ratify<br>appointment of<br>Moss Adams, LLP   | Issuer |

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|  |       |           |         |          |         |   |  |        |
|--|-------|-----------|---------|----------|---------|---|--|--------|
|  |       |           |         |          |         |   | as auditor for<br>YE 9/30/09   |        |
|  |       |           |         |          |         | 3 | Adoption of<br>2008 equity<br>incentive plan   | Issuer |
| Perpetual<br>Federal<br>Savings Bank               | PFOH  | 714273109 | 1/21/09 | 11/24/08 | Annual  | 1 | Election of two<br>(2) directors   | Issuer |
| Central<br>Virginia<br>Bankshares,<br>Inc. of AMPS | CVBK  | 155792104 | 1/22/09 | 11/28/08 | Special | 1 | Authorize<br>issuance of<br>1,000,000 shares   | Issuer |
|  |       |           |         |          |         | 2 | Adjourn meeting<br>to solicit<br>additional<br>proxies                                       | Issuer |
| Great<br>Florida Bank                              | GFLBB | 390528206 | 1/21/09 | 12/9/08  | Special | 1 | Authorize bank<br>to issue up to<br>5,000,000 AMPS   | Issuer |
| Malvern<br>Federal<br>Bancorp, Inc.                | MLVF  | 561410101 | 1/29/09 | 12/16/08 | Annual  | 1 | Election of two<br>(2) directors   | Issuer |
|  |       |           |         |          |         | 2 | Ratify<br>appointment of<br>Beard Miller<br>Company, LLP as<br>accountants for<br>YE 9/30/09 | Issuer |
| Essa<br>Bancorp, Inc                               | ESSA  | 29667D104 | 2/5/09  | 12/19/08 | Annual  | 1 | Election of<br>three (3)<br>directors  | Issuer |
|  |       |           |         |          |         | 2 | Ratify<br>appointment of<br>Beard Miller<br>Company, LLP as<br>accountants for<br>YE 9/30/09 | Issuer |
| Liberty<br>Bancorp, Inc.                           | LBCP  | 53017Q102 | 2/11/09 | 12/19/08 | Annual  | 1 | Election of two<br>(2) directors   | Issuer |
| TFS<br>Financial<br>Corporation                    | TFSL  | 87240R107 | 2/26/09 | 12/29/08 | Annual  | 1 | Election of<br>three (3)<br>directors  | Issuer |
|  |       |           |         |          |         | 2 | Ratify<br>appointment of<br>Deloitte &<br>Touche, LLP as<br>accountants for<br>YE 9/30/09    | Issuer |
| River Valley<br>Bancorp                            | RIVR  | 768475105 | 3/1/09  | 1/2/09   | Special | 1 | Amendment to<br>articles of<br>incorporation   | Issuer |
|  |       |           |         |          |         | 2 | Solicit<br>additional<br>proxies   | Issuer |

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|-------------------------------------|------|-----------|---------|---------|---------|---|--|--------|
| Heritage Oaks Bancorp               | HEOP | 42724R107 |         | 1/27/09 | Annual  | 1 | Amend article four (4) of the articles of incorporation                                    | Issuer |
| Republic First Bancorp, Inc.        | FRBK | 760416107 | 3/18/09 | 1/29/09 | Special | 1 | Merger plan between Republic First Bancorp, Inc. and Pennsylvania Commerce Bancorp         | Issuer |
|                                     |      |           |         |         |         | 2 | Solicit additional proxies if needed   | Issuer |
| Pennsylvania Commerce Bancorp       | COBH | 708677109 | 3/19/09 | 1/29/09 | Special | 1 | Merger plan between Republic First Bancorp, Inc. and Pennsylvania Commerce Bancorp         | Issuer |
|                                     |      |           |         |         |         | 2 | Increase number of shares of common stock to 25,000,000                                    | Issuer |
|                                     |      |           |         |         |         | 3 | Other business which may come before the meeting   | Issuer |
| Old Point Financial Corporation     | OPOF | 680194107 | 4/28/09 | 2/18/09 | Annual  | 1 | Election of sixteen (16) directors   | Issuer |
|                                     |      |           |         |         |         | 2 | Other business   | Issuer |
| River Valley Bancorp                | RIVR | 768475105 | 4/15/09 | 2/23/09 | Annual  | 1 | Election of two (2) directors  | Issuer |
|                                     |      |           |         |         |         | 2 | Majority voting for election of directors  | Holder |
| Centrue Financial Corporation       | TRUE | 15643B106 | 4/22/09 | 2/23/09 | Annual  | 1 | Election of three (3) directors  | Issuer |
|                                     |      |           |         |         |         | 2 | Proposal re shareholder approve executive compensation                                     | Issuer |
| Yadkin Valley Financial Corporation | YAVY | 984314104 | 1/15/09 | 2/26/09 | Special | 1 | Approval of merger between Yadkin Valley Financial Group and American Community Bancshares | Issuer |
|                                     |      |           |         |         |         | 2 | Adjourn to solicit more proxies  | Issuer |

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| United Financial Bancorp, Inc.          | UBNK  | 91030T109 | 4/16/09 | 2/27/09 | Annual | 1 | Election of three (3) directors                  | Issuer |
|   |       |           |         |         |        | 2 | Grant Thornton as accountant                     | Issuer |
| Washington Banking Company              | WBCO  | 937303105 | 4/23/09 | 2/27/09 | Annual | 1 | Election of three (3) directors                  | Issuer |
|   |       |           |         |         |        | 2 | Executive compensation                           | Issuer |
| Great Florida Bank                      | GFLBB | 390528206 | 4/30/09 | 2/27/09 | Annual | 1 | Election of nine (9) directors                   | Issuer |
| ECB Bancorp, Inc.                       | ECBE  | 268253101 | 4/21/09 | 3/2/09  | Annual | 1 | Election of three (3) directors                  | Issuer |
|   |       |           |         |         |        | 2 | Executive compensation                           | Issuer |
|   |       |           |         |         |        | 3 | Dixon Hughes as accountants                      | Issuer |
| Vist Financial Corp                     | VIST  | 918255100 | 4/21/09 | 3/2/09  | Annual | 1 | Election of five (5) directors                   | Issuer |
|   |       |           |         |         |        | 2 | Non-employee director compensation plan          | Issuer |
|   |       |           |         |         |        | 3 | Executive compensation                           | Issuer |
|   |       |           |         |         |        | 4 | Ratify independent auditors                      | Issuer |
| South Financial Group, Inc.             | TSFGO | 837841303 | 5/5/09  | 3/2/09  | Annual | 1 | Election of five (5) directors                   | Issuer |
|   |       |           |         |         |        | 2 | TSFG's long-term incentive plan                  | Issuer |
|   |       |           |         |         |        | 3 | TSFG's employee stock purchase plan              | Issuer |
|   |       |           |         |         |        | 4 | Ratify compensation                              | Issuer |
|   |       |           |         |         |        | 5 | PWC LLP as accountants                           | Issuer |
| Boston Private Financial Holdings, Inc. | BPFH  | 101119105 | 4/22/09 | 3/4/09  | Annual | 1 | Election of four (4) directors                   | Issuer |
|   |       |           |         |         |        | 2 | Stock option and incentive plan                  | Issuer |
|   |       |           |         |         |        | 3 | Resolution re compensation of executive officers | Issuer |
| CFS Bancorp,                            | CITZ  | 12525D102 | 4/28/09 | 3/6/09  | Annual | 1 | Election of one                                  | Issuer |



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| Inc.                              |      |           |         |         |        | 2 | (1) directors<br>Ratify BKD as<br>accountant  | Issuer |
| LSB<br>Corporation                | LSBX | 50215P100 | 5/5/09  | 3/6/09  | Annual | 1 | Election of<br>three (3)<br>directors         | Issuer |
|                                   |      |           |         |         |        | 2 | Executive<br>compensation                     | Issuer |
|                                   |      |           |         |         |        | 3 | Wold & Company,<br>PC as accountants          | Issuer |
| BCB Bancorp,<br>Inc.              | BCBP | 055298103 | 4/23/09 | 3/9/09  | Annual | 1 | Election of four<br>(4) directors             | Issuer |
|                                   |      |           |         |         |        | 2 | Beard Miller<br>Company LLP as<br>accountants | Issuer |
| Ameriserv<br>Financial,<br>Inc.   | ASRV | 03074A102 | 4/28/09 | 3/9/09  | Annual | 1 | Election of five<br>(5) directors             | Issuer |
|                                   |      |           |         |         |        | 2 | Lower par value<br>of stock to \$.01          | Issuer |
|                                   |      |           |         |         |        | 3 | S.R. Snodgrass<br>AC as accountant            | Issuer |
|                                   |      |           |         |         |        | 4 | Executive<br>compensation                     | Issuer |
| Goldman<br>Sachs,<br>Group, Inc.  | GS   | 38141G104 | 5/8/09  | 3/9/09  | Annual | 1 | Election of<br>twelve (12)<br>directors       | Issuer |
|                                   |      |           |         |         |        | 2 | PWC LLP as<br>accountants                     | Issuer |
|                                   |      |           |         |         |        | 3 | Executive<br>compensation                     | Issuer |
|                                   |      |           |         |         |        | 4 | Cumulative voting                             | Holder |
|                                   |      |           |         |         |        | 5 | Simple majority<br>vote                       | Holder |
|                                   |      |           |         |         |        | 6 | Amend by-laws to<br>provide for<br>board      | Holder |
|                                   |      |           |         |         |        | 7 | Political<br>contributions                    | Holder |
| Third<br>Century<br>Bancorp       | TDCB | 884120106 | 5/20/09 | 3/12/09 | Annual | 1 | Election of two<br>(2) directors              | Issuer |
|                                   |      |           |         |         |        | 2 | BKD LLP as<br>accountants                     | Issuer |
| Beacon<br>Federal<br>Bancorp Inc. | BFED | 073582108 | 5/21/09 | 3/12/09 | Annual | 1 | Election of two<br>(2) directors              | Issuer |
|                                   |      |           |         |         |        | 2 | Crowe Horwath<br>LLP as<br>accountants        | Issuer |
| Katahdin<br>Bankshares<br>Corp.   | KTHN | 485835102 | 5/4/09  | 3/13/09 | Annual | 1 | Election of two<br>(2) directors              | Issuer |
|                                   |      |           |         |         |        | 2 | Berry, Dunn,<br>McNiel & Paker                | Issuer |

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| Rome Bancorp, Inc.              | ROME | 77587P103 | 5/6/09  | 3/13/09 | Annual | 1 | Election of two (2) directors   | Issuer |  |
|                                 |      |           |         |         |        | 2 | Crowe Horwath LLP as accountants  | Issuer |  |
| Danvers Bancorp, Inc.           | DNBK | 236442109 | 5/8/09  | 3/13/09 | Annual | 1 | Election of six (6) directors   | Issuer |  |
|                                 |      |           |         |         |        | 2 | Wolf & Company, PC as auditor   | Issuer |  |
| Sterling Banks Inc              | STBK | 85915B100 | 5/12/09 | 3/13/09 | Annual | 1 | Election of twelve (12) directors   | Issuer |  |
| Redwood Financial, Inc          | REDW | 757903109 | 5/13/09 | 3/13/09 | Annual | 1 | Election of one (1) director  | Issuer |  |
| First Community Bank Corp       | FCFL | 31985E202 | 5/18/09 | 3/13/09 | Annual | 1 | Fix the number of directors to serve on the board for the ensuing year at eleven                  | Issuer |  |
|                                 |      |           |         |         |        | 2 | Election of eight (8) directors   | Issuer |  |
|                                 |      |           |         |         |        | 3 | Executive compensation  | Issuer |  |
|                                 |      |           |         |         |        | 4 | Solicit additional proxies if there are not sufficient votes                                      | Issuer |  |
| Wainwright Bank & Trust company | WAIN | 930705108 | 5/13/09 | 3/16/09 | Annual | 1 | Election of twelve (12) directors   | Issuer |  |
|                                 |      |           |         |         |        | 2 | Election of clerk of the Bank   | Issuer |  |
|                                 |      |           |         |         |        | 3 | Vitale, Caturano & Company, PC as   | Issuer |  |
|                                 |      |           |         |         |        | 4 | Issuance of subordinated debentures and warrants during 2008, as described in the proxy statement | Issuer |  |
|                                 |      |           |         |         |        | 5 | Executive compensation  | Issuer |  |
| Legacy Bancorp, Inc.            | LEGC | 52463G105 | 5/13/09 | 3/16/09 | Annual | 1 | Election of two (2) directors   | Issuer |  |
|                                 |      |           |         |         |        | 2 | Ratify Wolf & Company, PC as  | Issuer |  |
| Home Bancorp, Inc.              | HBCP | 43689E107 | 5/12/09 | 3/16/09 | Annual | 1 | Election of three (3)   | Issuer |  |

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|                         |      |           |         |         |        |  | 2 | directors   |        |
|                         |      |           |         |         |        |  | 2 | 2009 stock plan   | Issuer |
|                         |      |           |         |         |        |  | 3 | 2009 recognition and retention plan and trust agreement | Issuer |
| SI Financial Group, Inc | SIFI | 78425W102 | 5/13/09 | 3/16/09 | Annual |  | 1 | Election of three (3) directors                         | Issuer |
|                         |      |           |         |         |        |  | 2 | Wolf & Company, PC                                      | Issuer |
| Bank of Marin Bancorp   | BMRC | 063425102 | 5/12/09 | 3/17/09 | Annual |  | 1 | Election of twelve (12) directors                       | Issuer |
|                         |      |           |         |         |        |  | 2 | Selection of auditors                                   | Issuer |
| CRM Holdings, LTD       | CRMH | G2554P103 | 5/5/09  | 3/24/09 | Annual |  | 1 | Election of ten (10) directors                          | Issuer |
|                         |      |           |         |         |        |  | 3 | Ernst & Young LLP as auditors                           | Issuer |
|                         |      |           |         |         |        |  | 2 | (no listed)   |        |
| Citizens Community Bank | CZYB | 174532101 | 5/14/09 | 3/18/09 | Annual |  | 1 | Election of three (3) directors                         | Issuer |
|                         |      |           |         |         |        |  | 2 | Executive compensation                                  | Issuer |
| First Trust Bank        | NCFT | 33732N105 | 5/21/09 | 3/18/09 | Annual |  | 1 | Election of four (4) directors                          | Issuer |
|                         |      |           |         |         |        |  | 2 | Issuance of 1,000,000 shares of preferred stock         | Issuer |
|                         |      |           |         |         |        |  | 3 | Dixon Hughes PLLC as accountants                        | Issuer |
|                         |      |           |         |         |        |  | 4 | Solicit additional proxies                              | Issuer |
| Abington Bancorp Inc.   | ABBC | 00350L109 | 5/14/09 | 3/19/09 | Annual |  | 1 | Election of two (2) directors                           | Issuer |
|                         |      |           |         |         |        |  | 2 | Beard Miller Company LLP as accountants                 | Issuer |
| State Bancorp, Inc.     | STBC | 855716106 | 4/28/09 | 3/20/09 | Annual |  | 1 | Election of four (4) directors                          | Issuer |
|                         |      |           |         |         |        |  | 2 | Ratify appointment of an accounting firm                | Issuer |
|                         |      |           |         |         |        |  | 3 | Change the vote required for election of directors      | Issuer |

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|                                 |      |           |         |         |        |   |  |        |
|---------------------------------|------|-----------|---------|---------|--------|---|--|--------|
|                                 |      |           |         |         |        | 4 | Change the par value of the stock  | Issuer |
|                                 |      |           |         |         |        | 5 | Ratify the company's 2008 compensation program for its named executive officers            | Issuer |
|                                 |      |           |         |         |        | 6 | Election of Directors  | Holder |
| Dearborn Bancorp, Inc.          | DEAR | 24242R108 | 5/19/08 | 3/20/09 | Annual | 1 | Election of three (3) directors  | Issuer |
| Parkway Bank                    | PKWY | 70153M109 | 5/26/09 | 3/20/09 | Annual | 1 | Election of five (5) directors   | Issuer |
|                                 |      |           |         |         |        | 2 | Change the number of shares and classes of capital stock by establishing a preferred stock | Issuer |
| Newport Bancorp, Inc.           | NFSB | 651754103 | 5/14/09 | 3/23/09 | Annual | 1 | Election of five (5) directors   | Issuer |
|                                 |      |           |         |         |        | 2 | Wolf & Company PC as Accountants   | Issuer |
| Southern First Bancshares, Inc. | SFST | 842873101 | 5/19/09 | 3/23/09 | Annual | 1 | Election of three (3) directors  | Issuer |
|                                 |      |           |         |         |        | 2 | Executive compensation   | Issuer |
| Viewpoint Financial Group       | VPFG | 926727108 | 5/19/09 | 3/23/09 | Annual | 1 | Election of three (3) directors  | Issuer |
| Newbridge Bancorp               | NBEC | 65080T102 | 5/13/09 | 3/24/09 | Annual | 1 | Election of thirteen (13) directors  | Issuer |
|                                 |      |           |         |         |        | 2 | Grant Thornton LLP as accountants  | Issuer |
|                                 |      |           |         |         |        | 3 | Executive compensation   | Issuer |
| Connecticut Bank & Trust        | CTBC | 207546102 | 5/15/09 | 3/24/09 | Annual | 1 | Election of four (4) directors   | Issuer |
|                                 |      |           |         |         |        | 2 | Quarterly dividends on AMPS  | Issuer |
|                                 |      |           |         |         |        | 3 | Executive compensation   | Issuer |
| MFA Financial, Inc.             | MFA  | 55272X102 | 5/21/09 | 3/24/09 | Annual | 1 | Election of two (2) directors  | Issuer |
|                                 |      |           |         |         |        | 2 | Ernst & Young LLP as   | Issuer |

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|                                  |      |           |         |         |        |   | accountants  |        |
|----------------------------------|------|-----------|---------|---------|--------|---|--|--------|
| 1st United Bancorp               | FSDB | 33740N105 | 5/26/09 | 3/24/09 | Annual | 1 | Election of twelve (12) directors  | Issuer |
|                                  |      |           |         |         |        | 2 | Increase common shares   | Issuer |
|                                  |      |           |         |         |        | 3 | Executive compensation   | Issuer |
|                                  |      |           |         |         |        | 4 | Crowe Horwath LLP as accountants   | Issuer |
| Metrocorp Bancshares, Inc.       | MCBI | 591650106 | 5/8/09  | 3/25/09 | Annual | 1 | Election of four (4) directors   | Issuer |
|                                  |      |           |         |         |        | 2 | PWC LLP as accountants   | Issuer |
|                                  |      |           |         |         |        | 3 | Increase shares from 350,000 to 650,000  | Issuer |
|                                  |      |           |         |         |        | 4 | Executive compensation   | Issuer |
| First Advantage Bancorp          | FABK | 31848L104 | 5/20/09 | 3/25/09 | Annual | 1 | Election of three (3) directors  | Issuer |
|                                  |      |           |         |         |        | 2 | Horn LLP as accountants  | Issuer |
| Bridge Capital Holdings          | BBNK | 108030107 | 5/21/09 | 3/25/09 | Annual | 1 | Election of ten (10) directors   | Issuer |
|                                  |      |           |         |         |        | 2 | Approve the conversion features of the company's series B and B1 preferred stock | Issuer |
|                                  |      |           |         |         |        | 3 | Increase directors from 11 to 13   | Issuer |
|                                  |      |           |         |         |        | 4 | Executive compensation   | Issuer |
|                                  |      |           |         |         |        | 5 | Vavrinek, Trine, Day & Co., LLP as accountants                                   | Issuer |
| Chimera Investment Corporation   | CIM  | 16934Q109 | 5/29/09 | 3/27/09 | Annual | 1 | Election of two (2) directors  | Issuer |
|                                  |      |           |         |         |        | 2 | D&T LLP as accountants   | Issuer |
| Terra Nova Financial Group, Inc. | TNFG | 88102L204 | 5/14/09 | 3/30/09 | Annual | 1 | Election of six (6) directors  | Issuer |
|                                  |      |           |         |         |        | 2 | KBA Group LLP as accountants   | Issuer |
| Maiden                           | MHLD | G5753U112 | 4/30/09 | 3/31/09 | Annual | 1 | Election of  | Issuer |

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|                                      |       |           |         |         |        |                  |   |        |
|--------------------------------------|-------|-----------|---------|---------|--------|------------------|---|--------|
| Holdings LTD.                        |       |           |         |         |        |                  | eight (8) directors                             |        |
|                                      |       |           |         |         |        | 3 (2 not listed) | Increase shares from 100,000,000 to 150,000,000 | Issuer |
|                                      |       |           |         |         |        | 4                | Bdo Seidman, LLP as accountants                 | Issuer |
| Amtrust Financial Services           | AFNIY | 032359101 | 5/12/09 | 3/31/09 | Annual | 1                | Election of seven (7) directors                 | Issuer |
|                                      |       |           |         |         |        | 2                | BDO Seidman, LLP as auditor                     | Issuer |
| Bank of Commerce Holdings            | BOCH  | 06424J103 | 5/12/09 | 3/31/09 | Annual | 1                | Election of nine (9) directors                  | Issuer |
|                                      |       |           |         |         |        | 2                | Seven (7) - thirteen (13) director seats        | Issuer |
|                                      |       |           |         |         |        | 3                | Moss Adams, LLP as accountants                  | Issuer |
|                                      |       |           |         |         |        | 4                | Executive compensation                          | Issuer |
| Carolina Trust Bank                  | CART  | 144200102 | 5/12/09 | 3/31/09 | Annual | 1                | Election of five (5) directors                  | Issuer |
|                                      |       |           |         |         |        | 2                | Executive compensation                          | Issuer |
|                                      |       |           |         |         |        | 3                | Ratify an accounting firm                       | Issuer |
| American Bancorp of New Jersey, Inc. | ABNJ  | 02407E104 | 5/19/09 | 3/31/09 | Annual | 1                | Approval of agreement and plan of merger        | Issuer |
|                                      |       |           |         |         |        | 2                | Election of one (1) directors                   | Issuer |
|                                      |       |           |         |         |        | 3                | Crowe Horwath LLP as accountants                | Issuer |
|                                      |       |           |         |         |        | 4                | Solicit additional proxies if needed            | Issuer |
| Heritage Oaks Bancorp                | HEOP  | 42724R107 | 5/21/09 | 3/31/09 | Annual | 1                | Election of eleven (11) directors               | Issuer |
|                                      |       |           |         |         |        | 2                | Executive compensation                          | Issuer |
|                                      |       |           |         |         |        | 3                | Vavrinek, Trine, Day & Co. LLP as accountant    | Issuer |
| Bank of Virginia                     | BOVA  | 06544P104 | 5/27/09 | 3/31/09 | Annual | 1                | Election of three (3) directors                 | Issuer |
|                                      |       |           |         |         |        | 2                | Yount, Hyde & Barbour PC as auditors            | Issuer |
| Citizens                             | CRBC  | 174420109 | 5/27/09 | 3/31/09 | Annual | 1                | Election of four                                | Issuer |

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|                                 |      |           |         |         |        |             |   |        |
|---------------------------------|------|-----------|---------|---------|--------|-------------|---|--------|
| Republic Bancorp, Inc.          |      |           |         |         |        |             | (4) directors   |        |
|                                 |      |           |         |         |        | 2           | Executive compensation  | Issuer |
|                                 |      |           |         |         |        | 3           | Ernst & Young as accountants  | Issuer |
| Pacific Premier Bancorp, Inc.   | PPBI | 69478X105 | 5/27/09 | 3/31/09 | Annual | 1           | Election of two (2) directors   | Issuer |
|                                 |      |           |         |         |        | 2           | Vavrinek, Trine, Day & Co. LLP as auditors  | Issuer |
| Aercap Holdings N V             | AER  | N00985106 | 5/19/09 | 4/1/09  | Annual | 3           | Adoption of annual accounts   | Issuer |
|                                 |      |           |         |         |        | (no 1 or 2) |   |        |
|                                 |      |           |         |         |        | 5           | Discharge of Directors  | Issuer |
|                                 |      |           |         |         |        | (no 4)      |   |        |
|                                 |      |           |         |         |        | 6           | Re-appointment of three (3) directors   | Issuer |
|                                 |      |           |         |         |        | 7           | Keith A Helming as person referred to in article 16   | Issuer |
|                                 |      |           |         |         |        | 8           | PWC LLP as accountants  | Issuer |
|                                 |      |           |         |         |        | 9           | BOD to repurchase shares  | Issuer |
|                                 |      |           |         |         |        | 10          | Amendment to articles of association of the company and designation of each of the company's Directors and each Lawyer to implement the amendment | Issuer |
| First Capital Bancorp, Inc.     | FCVA | 319438107 | 5/20/09 | 4/1/09  | Annual | 1           | Election of four (4) directors  | Issuer |
|                                 |      |           |         |         |        | 2           | Ratify Cherry Bekaert & Holland   | Issuer |
| Appalachian Bancshares, Inc.    | APAB | 037675105 | 5/19/09 | 4/3/09  | Annual | 1           | Election of two (2) directors   | Issuer |
| Beneficial Mutual Bancorp. Inc. | BNCL | 08173R104 | 5/20/09 | 4/3/09  | Annual | 1           | Election of three (3) directors   | Issuer |
|                                 |      |           |         |         |        | 2           | D&T LLP as accountants  | Issuer |

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|                                      |      |           |         |        |        |                                |  |        |
|--------------------------------------|------|-----------|---------|--------|--------|--------------------------------|--|--------|
| FNB Bancorp                          | FNBG | 302515101 | 5/20/09 | 4/2/09 | Annual | 1                              | Election of seven (7) directors  | Issuer |
|                                      |      |           |         |        |        | 2                              | Amend bylaws   | Issuer |
|                                      |      |           |         |        |        | 3                              | Executive Compensation   | Issuer |
|                                      |      |           |         |        |        | 4                              | Moss Adams LLP as auditors   | Issuer |
| Eastern Virginia Bankshares, Inc.    | EVBS | 277196101 | 5/21/09 | 4/6/09 | Annual | 1                              | Election of four (4) directors   | Issuer |
|                                      |      |           |         |        |        | 2                              | Executive compensation   | Issuer |
|                                      |      |           |         |        |        | 3                              | Increase number of Directors from 10 to  | Issuer |
| Old Line Bancshares, Inc.            | OLBK | 67984M100 | 5/28/09 | 4/6/09 | Annual | 1                              | Election of four (4) directors   | Issuer |
|                                      |      |           |         |        |        | 2                              | Rowles & Company LLP as accountants  | Issuer |
|                                      |      |           |         |        |        | 3                              | Executive compensation   | Issuer |
| White Mountains Insurance Group, LTD | WTM  | G9618E107 | 6/4/09  | 4/6/09 | Annual | 1                              | Election of twenty-eight (28) directors  | Issuer |
|                                      |      |           |         |        |        | 8<br>(no<br>2 -<br>7<br>listed | Appointment of an accounting firm  | Issuer |
| Flagstar Bancorp, Inc.               | FBC  | 337930101 | 5/26/09 | 4/7/09 | Annual | 1                              | Election of ten (10) directors   | Issuer |
|                                      |      |           |         |        |        | 2                              | Increase number of authorized shares of common stock                                     | Issuer |
|                                      |      |           |         |        |        | 3                              | Delete requirement to divide Board   | Issuer |
|                                      |      |           |         |        |        | 4                              | Delete references to chapter 7B of MI business corporation act.                          | Issuer |
|                                      |      |           |         |        |        | 5                              | Issuance of common stock issuable upon exercise of warrant issued to US Dept of Treasury | Issuer |
|                                      |      |           |         |        |        | 6                              | Issuance of common stock   | Issuer |



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|                                   |      |           |         |        |        |    |   |        |
|-----------------------------------|------|-----------|---------|--------|--------|----|---|--------|
|                                   |      |           |         |        |        |    | upon exercise of the May investor warrants that were issued in connection with amendments |        |
|                                   |      |           |         |        |        | 7  | Majority vote for election of directors   | Issuer |
|                                   |      |           |         |        |        | 8  | Majority vote for election of Board of Directors  | Issuer |
|                                   |      |           |         |        |        | 9  | Virchow, Krause and Co. LLP as accountants  | Issuer |
|                                   |      |           |         |        |        | 10 | Executive pay for performance   | Issuer |
|                                   |      |           |         |        |        | 11 | Increase maximum number of shares available for awards                                    | Issuer |
| First Security Group, Inc.        | FSGI | 336312103 | 6/3/09  | 4/7/09 | Annual | 1  | Election of seven (7) directors   | Issuer |
|                                   |      |           |         |        |        | 2  | Joseph Decosimo and Company, PLLC as accountants  | Issuer |
|                                   |      |           |         |        |        | 3  | Executive compensation  | Issuer |
| Valley Commerce Bancorp           | VCBP | 919518100 | 5/19/09 | 4/9/09 | Annual | 1  | Election of nine (9) directors  | Issuer |
|                                   |      |           |         |        |        | 2  | Perry-Smith as auditor  | Issuer |
|                                   |      |           |         |        |        | 3  | Executive compensation  | Issuer |
| Meridian Interstate Bancorp, Inc. | EBSB | 58964Q104 | 5/20/09 | 4/9/09 | Annual | 1  | Election of four (4) directors  | Issuer |
|                                   |      |           |         |        |        | 2  | Wolf & Company PC as accountants  | Issuer |
| Central Federal Corporation       | CFBK | 15346Q103 | 5/21/09 | 4/9/09 | Annual | 1  | Election of two (2) directors   | Issuer |
|                                   |      |           |         |        |        | 2  | Equity compensation plan  | Issuer |
|                                   |      |           |         |        |        | 3  | Increase shares of common stock   | Issuer |
|                                   |      |           |         |        |        | 4  | Executive compensation  | Issuer |
|                                   |      |           |         |        |        | 5  | Crowe Horwath LLP as accountants  | Issuer |
| Beverly National                  | BNV  | 088115100 | 5/28/09 | 4/9/09 | Annual | 1  | Fix number of BOD at 12   | Issuer |

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Corporation

|  |       |           |         |         |        |   |                                       |        |
|--|-------|-----------|---------|---------|--------|---|---------------------------------------|--------|
|  |       |           |         |         |        | 2 | Election of four (4) directors        | Issuer |
|  |       |           |         |         |        | 3 | Eliminate preemptive rights           | Issuer |
|  |       |           |         |         |        | 4 | Transact other business               | Issuer |
| Goldleaf Financial Solutions, Inc.     | GFSI  | 38144H208 | 5/21/09 | 4/16/09 | Annual | 1 | Election of three (3) directors       | Issuer |
|  |       |           |         |         |        | 2 | Amend long term equity incentive plan | Issuer |
|  |       |           |         |         |        | 3 | Other matters                         | Issuer |
| First California Financial Group, Inc. | FCAL  | 319395109 | 5/27/09 | 4/17/09 | Annual | 1 | Election of ten (10) directors        | Issuer |
|  |       |           |         |         |        | 2 | Moss Adams, LLP as accountants        | Issuer |
|  |       |           |         |         |        | 3 | Executive compensation plan           | Issuer |
| Oak Ridge Financial Services, Inc.     | BKOR  | 671768109 | 6/11/09 | 4/17/09 | Annual | 1 | Election of three (3) directors       | Issuer |
|  |       |           |         |         |        | 2 | Executive compensation                | Issuer |
|  |       |           |         |         |        | 3 | Elliott Davis, PLLC as accountants    | Issuer |
| Northfield Bancorp, Inc.               | NFBK  | 66611L105 | 5/27/09 | 4/20/09 | Annual | 1 | Election of three (3) directors       | Issuer |
|  |       |           |         |         |        | 2 | Northfield Bancorp, Inc.              | Issuer |
|  |       |           |         |         |        | 3 | KPMG LLP as accountants               | Issuer |
| Mackinac Financial Corporation         | MFNC  | 554571109 | 5/27/09 | 4/21/09 | Annual | 1 | Election of three (3) directors       | Issuer |
|  |       |           |         |         |        | 2 | Executive Compensation                | Issuer |
| Resource Capital Corp.                 | RSCCL | 76120W104 | 6/9/09  | 4/22/09 | Annual | 1 | Election of three (3) directors       | Issuer |
|  |       |           |         |         |        | 2 | Other business                        | Issuer |
| Greater Hudson Bank NA                 | GHDS  | 391868106 | 6/3/09  | 4/27/09 | Annual | 1 | Election of three (3) directors       | Issuer |
| TICC Capital Corp                      | TICC  | 87244T109 | 6/18/09 | 4/27/09 | Annual | 1 | Election of two (2) directors         | Issuer |
|  |       |           |         |         |        | 2 | PWC LLP as                            | Issuer |

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|                                 |      |           |         |         |        |   | accountants  |        |
|---------------------------------|------|-----------|---------|---------|--------|---|--|--------|
| Sound Financial Inc.            | SNFL | 83607Y108 | 5/26/09 | 4/28/09 | Annual | 1 | Election of three (3) directors                                    | Issuer |
|                                 |      |           |         |         |        | 2 | Moss Adams, LLP as accountants                                     | Issuer |
| Pilot Bancshares, Inc.          | PLBN | 721530103 | 5/26/09 | 4/30/09 | Annual | 1 | Election of two (2) directors                                      | Issuer |
| Broadway Financial Corporation  | BYFC | 111444105 | 6/24/09 | 5/8/09  | Annual | 1 | Election of two (2) directors                                      | Issuer |
|                                 |      |           |         |         |        | 2 | Crowe Horwath LLP as accountants                                   | Issuer |
|                                 |      |           |         |         |        | 3 | Executive Compensation   | Issuer |
| Sun Bancorp, Inc.               | SNBC | 86663B102 | 7/16/09 | 5/29/09 | Annual | 1 | Election of fourteen (14) directors                                | Issuer |
|                                 |      |           |         |         |        | 2 | Approval of amendment to Company's 2004 stock-based incentive plan | Issuer |
|                                 |      |           |         |         |        | 3 | Approval of directors stock purchase plan                          | Issuer |
|                                 |      |           |         |         |        | 4 | D&T, LLP as auditors   | Issuer |
| Alliance Bankshares Corporation | ABVA | 018535104 | 7/15/09 | 6/3/09  | Annual | 1 | Election of two (2) directors                                      | Issuer |
|                                 |      |           |         |         |        | 2 | Yount, Hyde & Barbour, PC as accountants                           | Issuer |

SIGNATURE

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) First Opportunity Fund, Inc.

By: /s/ Stephen C. Miller

-----  
 Stephen C. Miller  
 President (Principal Executive Officer)

Date: August 28, 2009

