

UNITED STATES

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 811-3627

Greenspring Fund, Incorporated
(Exact Name of Registrant as Specified in Charter)

2330 West Joppa Road, Suite 110
Lutherville, Maryland 21093-4641
(Address of Principal Executive Offices)(Zip Code)

Registrant's Telephone Number, including Area Code: (410)823-5353

Mr. Charles vK. Carlson, President
2330 West Joppa Road, Suite 110
Lutherville, Maryland 21093-4641
(Name and address of Agent for Service)

Date of fiscal year end: December 31, 2017

Date of reporting period: June 30, 2017

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 (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. 3507.

Item 1. Proxy Voting Record 07/01/16-06/30/17

<TABLE>
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<C> ISSUER	<C> TICKER	<C> CUSIP	<C> MEETING DATE	<C> MATTER VOTED ON	<C> PROPOSED BY	<C> VOTE CAST	<C> FOR/AGAINST ABSTAIN	<C> FOR/AGAINST MANAGEMENT
CA, Inc.	CA	12673P105	08/03/16	1) Election of Directors	Management	07/28/16	For	For
				2) Ratify KPMG as IA	Management	07/28/16	For	For
				3) Advisory vote on executive compensation	Management	07/28/16	For	For
				4) To re-approve 2011 Incentive Plan for tax purposes	Management	07/28/16	For	For
				5) Ratify November 2015 Stockholder Protection Rights Agreement	Management	07/28/16	AGN	AGN
Clifton Bancorp, Inc.	CSBK	186873105	08/10/16	1) Election of Directors	Management	08/01/16	For	For
				2) Ratify BDO as IA	Management	08/01/16	For	For
				3) Advisory vote on executive compensation	Management	08/01/16	For	For
Chicopee Bancorp, Inc.	CBNK	168565109	09/28/16	1) Plan of Merger	Management	09/22/16	For	For
				2) Advisory vote on executive compensation	Management	09/22/16	For	For
				3) Adjournment if necessary	Management	09/22/16	For	For
Polonia Bancorp, Inc.	PBCP	73158Q109	10/25/16	1) Plan of Merger	Management	10/20/16	For	For
				2) Adjournment, if necessary	Management	10/20/16	For	For
OceanFirst Financial	OCFC	675234108	11/22/16	1) Issuance of shares in connection with merger	Management	11/18/16	For	For
				2) Adjournment, if necessary	Management	11/18/16	For	For
Medtronic PLC	MDT	G5960L103	12/09/16	1) Election of Directors	Management	12/05/16	For	For
				2) Ratify PwC as IA	Management	12/05/16	For	For
				3) Advisory vote on executive compensation	Management	12/05/16	For	For
				4) Proxy Access	Management	12/05/16	For	For

				5a)Approval of Articles of Association to make certain administrative changes	Management	12/05/16	For	For
				5b)Approval of Memorandum of Association to make certain administrative changes	Management	12/05/16	For	For
				6) Amendment to Articles of Association to clarify Board's sole authority to determine its size within fixed limits	Management	12/05/16	For	For
Emerson Electric Co.	EMR	291011104	02/07/17	1) Election of Directors	Management	02/02/17	For	For
				2) Advisory vote on executive compensation	Management	02/02/17	For	For
				3) Advisory vote on frequency of executive compensation vote	Management	02/02/17	For	For
				4) Ratify KPMG as IA	Management	02/02/17	For	For
				5) Independent Board Chair	Shareholder	02/02/17	AGN	For
				6) Political contributions	Shareholder	02/02/17	AGN	For
				7) Lobbying Report	Shareholder	02/02/17	AGN	For
				8) Greenhouse Gas Emission	Shareholder	02/02/17	AGN	For
Nexeo Solutions, Inc.	NXEO	65342H102	01/31/17	1) Election of Directors	Management	01/24/17	For	For
				2) Ratify PwC as IA	Management	01/24/17	For	For
				3) Advisory vote on executive compensation	Management	01/24/17	For	For
				4) Advisory vote on frequency of vote on executive compensation	Management	01/24/17	For	For
Amdocs Limited	DOX	G02602103	01/27/17	1) Election of Directors	Management	01/24/17	For	For
				2) Amendment to 1998 Stock Option and Incentive Plan	Management	01/24/17	For	For
				3) Approval of increase in quarterly dividend rate	Management	01/24/17	For	For
				4) Approval of consolidated financial statements for fiscal year	Management	01/24/17	For	For
				5) Ratify E&Y as IA	Management	01/24/17	For	For
Westbury Bancorp, Inc.	WBB	95727P106	02/15/17	1) Election of Directors	Management	02/13/17	For	For
				2) Approval of 2014 Equity Incentive Plan	Management	02/13/17	For	For
				3) Ratify IA	Management	02/13/17	For	For
Prudential Bancorp, Inc.	PBIC	74431A101	02/23/17	1) Election of Directors	Management	02/15/17	For	For
				2) Ratify IA	Management	02/15/17	For	For
Johnson Controls International PLC	JCI	G51502105	03/08/17	1) Election of Directors	Management	03/02/17	For	For
				2a)Ratify PwC as IA	Management	03/02/17	For	For

				2b) Authorize Audit Committee to set IA remuneration	Management	03/02/17	For	For
				3) Authorization to make market purchases of shares	Management	03/02/17	For	For
				4) Determine price range at Company can re-allot shares it holds as Treasury shares	Management	03/02/17	For	For
				5) Advisory vote on executive compensation	Management	03/02/17	For	For
				6) Frequency of advisory vote on executive compensation	Management	03/02/17	For	For
				7) Approval of material terms of performance goals under 2012 Share and Incentive Pl	Management	03/02/17	For	For
				8) Approval of Directors' authority to allot shares up to 33% of issued share capital	Management	03/02/17	For	For
				9) Approval of waiver of statutory pre-emption rights with respect to up to 5% of issued share capital	Management	03/02/17	For	For
Blue Bird Corp.	BLBD	095306106	03/08/17	1) Election of Directors	Management	03/06/17	For	For
Beneficial Bancorp Inc.	BNCL	08171T102	04/20/17	1) Election of Directors	Management	04/07/17	For	For
				2) Ratify KPMG as IA	Management	04/07/17	For	For
				3) Advisory vote on executive compensation	Management	04/07/17	For	For
				4) Frequency of vote on vote on executive compensation	Management	04/07/17	For	For
Sherwin Williams Company	SHW	824348106	04/19/17	1) Election of Directors	Management	03/27/17	For	For
				2) Advisory vote on executive compensation	Management	03/27/17	For	For
				3) Frequency of vote on vote on executive compensation	Management	03/27/17	For	For
				4) Approval of 2007 Executive Annual Performance Bonus Plan	Management	03/27/17	For	For
				5) Approval of 2006 Equity and Performance Incentive Plan	Management	03/27/17	For	For
				6) Ratify E&Y as IA	Management	03/27/17	For	For
MYR Group, Inc.	MYRG	55405W104	04/27/17	1) Election of Directors	Management	04/24/17	For	For
				2) Advisory vote on executive compensation	Management	04/24/17	For	For
				3) Advisory vote on frequency	Management	04/24/17	For	For

				of vote on executive compensation					
				4) Approval of Long-Term Incentive Plan	Management	04/24/17	For	For	
				5) Ratify E&Y as IA	Management	04/24/17	For	For	
The AES Corporation	AES	00130H105	04/20/17	1) Election of Directors	Management	04/07/17	For	For	
				2) Advisory vote on executive compensation	Management	04/07/17	For	For	
				3) Advisory vote on frequency of vote on executive compensation	Management	04/07/17	For	For	
				4) Ratify E&Y as IA	Management	04/07/17	For	For	
				5) Proxy Access By-Laws	Shareholder	04/07/17	AGN	For	
				6) Report on Policies and Technological Advances Through the Year 2040	Shareholder	04/07/17	AGN	For	
Hanesbrands, Inc.	HBI	410345102	04/25/17	1) Election of Directors	Management	03/27/17	For/AGN	For/AGN	
				2) Ratify PwC as IA	Management	03/27/17	For	For	
				3) Advisory vote on executive compensation	Management	03/27/17	AGN	AGN	
				4) Frequency of vote of vote on executive compensation	Management	03/27/17	For	For	
Snap-on, Incorporated	SNA	833034101	04/27/17	1) Election of Directors	Management	04/19/17	For	For	
				2) Ratify DT as IA	Management	04/19/17	For	For	
				3) Advisory vote on executive compensation	Management	04/19/17	For	For	
				4) Frequency of vote of vote on executive compensation	Management	04/19/17	For	For	
Shore Bancshares, Inc.	SHBI	825107105	04/26/17	1) Election of Directors	Management	04/13/17	For	For	
				2) Ratify IA	Management	04/13/17	For	For	
				3) Advisory vote on executive compensation	Management	04/13/17	For	For	
				4) Advisory vote on frequency of vote on executive compensation	Management	04/13/17	For	For	
United Parcel Service, Inc.	UPS	911312106	05/04/17	1) Election of Directors	Management	05/03/17	For	For	
				2) Advisory vote on executive compensation	Management	05/03/17	For	For	
				3) Frequency of vote on executive compensation	Management	05/03/17	AGN	AGN	
				4) Ratify DT as IA	Management	05/03/17	For	For	
				5) Lobbying Activities	Shareholder	05/03/17	AGN	For	
				6) Reduce voting power of Cl A stock from 10 votes per share to one vote per share	Shareholder	05/03/17	AGN	For	
				7) Holy Land Principles	Shareholder	05/03/17	AGN	For	

Six Flags Entertainment Corporation	SIX	83001A102	05/03/17	1) Election of Directors	Management	04/13/17	For	For
				2) Approval of Long-Term Incentive Pl as amended	Management	04/13/17	For	For
				3) Ratify KPMG as IA	Management	04/13/17	For	For
				4) Advisory vote on executive compensation	Management	04/13/17	For	For
				5) Frequency of vote on executive compensation	Management	04/13/17	For	For
EOG Resources, Inc.	EOG	26875P101	04/27/17	1) Election of Directors	Management	04/19/17	For	For
				2) Ratify DT as IA	Management	04/19/17	For	For
				3) Amendment to Restated Certificate of Inc. to increase number of authorized shares of common stock	Management	04/19/17	For	For
				4) Advisory vote on executive compensation	Management	04/19/17	For	For
				5) Frequency of vote on executive compensation	Management	04/19/17	For	For
Abbott Laboratories	ABT	002824100	04/28/17	1) Election of Directors	Management	04/24/17	For	For
				2) Ratify E&Y as IA	Management	04/24/17	For	For
				3) Advisory vote on executive compensation	Management	04/24/17	For	For
				4) Frequency of vote on executive compensation	Management	04/24/17	For	For
				5) Approval of 2017 Incentive Stock Program	Management	04/24/17	For	For
				6) Approval of 2017 Employee Stock Purchase Plan for non-US employees	Management	04/24/17	For	For
				7) Independent Board Chairman	Shareholder	04/24/17	AGN	For
LKQ Corporation	LKQ	501889208	05/08/17	1) Election of Directors	Management	05/03/17	For	For
				2) Ratify DT as IA	Management	05/03/17	For	For
				3) Advisory vote on executive compensation	Management	05/03/17	For	For
				4) Frequency of vote on executive compensation	Management	05/03/17	For	For
Suncor Energy, Inc.	SU	867224107	04/27/17	1) Election of Directors	Management	04/13/17	For	For
				2) Re-Appoint PwC as IA	Management	04/13/17	For	For
				3) Amendment to Stock Option Plan to increase the number of shares reserved for issuance	Management	04/13/17	For	For
				4) Advisory vote on executive compensation	Management	04/13/17	For	For
Phillips 66	PSX	718546104	05/03/17	1) Election of Directors	Management	05/01/17	For	For
				2) Ratify E&Y as IA	Management	05/01/17	For	For

				3) Advisory vote on executive compensation	Management	05/01/17	For	For
Discover Financial Services	DFS	254709108	05/11/17	1) Election of Directors	Management	05/08/17	For	For
				2) Advisory vote on executive compensation	Management	05/08/17	For	For
				3) Frequency of vote on executive compensation	Management	05/08/17	For	For
				4) Ratify DT as IA	Management	05/08/17	For	For
Pentair PLC	PNR	G7S00T104	05/09/17	1) Election of Directors	Management	05/03/17	For	For
				2) Advisory vote on executive compensation	Management	05/03/17	For	For
				3) Frequency of vote on executive compensation	Management	05/03/17	For	For
				4) Ratify DT as IA	Management	05/03/17	For	For
				5) Authorize price at which treasury shares can be re-alloted under Irish law	Management	05/03/17	For	For
				6) Amendment to Articles of Association for proxy access	Management	05/03/17	For	For
				7) Other business	Management	05/03/17	For	For
J2 Global, Inc.	JCOM	48123V102	05/04/17	1) Election of Directors	Management	05/01/17	For	For
				2) Ratify IA	Management	05/01/17	For	For
				3) Advisory vote on executive compensation	Management	05/01/17	For	For
				4) Frequency of vote on executive compensation	Management	05/01/17	For	For
CVS Health Corporation	CVS	126650100	05/10/17	1) Election of Directors	Management	05/04/17	For	For
				2) Ratify IA	Management	05/04/17	For	For
				3) Advisory vote on executive compensation	Management	05/04/17	For	For
				4) Frequency of vote on executive compensation	Management	05/04/17	For	For
				5) Approval of 2017 Incentive Compensation Plan	Management	05/04/17	For	For
				6) Threshold of calling special meetings	Shareholder	05/04/17	AGN	For
				7) Report on executive pay	Shareholder	05/04/17	AGN	For
				8) Report on renewable energy targets	Shareholder	05/04/17	AGN	For
Republic Services, Inc.	RSG	760759100	05/12/17	1) Election of Directors	Management	05/08/17	For	For
				2) Advisory vote on executive compensation	Management	05/08/17	For	For
				3) Frequency of vote on executive compensation	Management	05/08/17	For	For
				4) Ratify E&Y as IA	Management	05/08/17	For	For

AMC Entertainment Holdings, Inc.	AMC	00165C104	04/26/17	1) Election of Directors	Management	04/19/17	For	For
				2) Ratify KPMG as IA	Management	04/19/17	For	For
				3) Advisory vote on executive compensation	Management	04/19/17	For	For
Marriott International	MAR	571903202	05/05/17	1) Election of Directors	Management	05/02/17	For	For
				2) Ratify E&Y as IA	Management	05/02/17	For	For
				3) Advisory vote on executive compensation	Management	05/02/17	For	For
				4) Frequency of vote on executive compensation	Management	05/02/17	For	For
				5) Holy Land Principles	Shareholder	05/02/17	AGN	For
PPL Corporation	PPL	69351T106	05/17/17	1) Election of Directors	Management	05/12/17	For	For
				2) Advisory vote on executive compensation	Management	05/12/17	For	For
				3) Frequency of vote on executive compensation	Management	05/12/17	For	For
				4) Approve amended and restated 2012 Stock Incentive Plan	Management	05/12/17	For	For
				5) Ratify IA	Management	05/12/17	For	For
				6) Report on how policies and advances seek to limit global warming	Shareholder	05/12/17	AGN	For
MasTec, Inc.	MTZ	576323109	05/18/17	1) Election of Directors	Management	05/16/17	For	For
				2) Ratify IA	Management	05/16/17	For	For
				3) Advisory vote on executive compensation	Management	05/16/17	For	For
				4) Frequency of vote on executive compensation	Management	05/16/17	For	For
Mohawk Industries, Inc.	MHK	608190104	05/18/17	1) Election of Directors	Management	05/11/17	For	For
				2) Ratify KPMG as IA	Management	05/11/17	For	For
				3) Advisory vote on executive compensation	Management			
				4) Frequency of vote on executive compensation	Management	05/11/17	For	For
				5) Approval of 2017 Incentive Plan	Management	05/11/17	For	For
Western New England Bancorp, Inc.	WNEB	958892101	05/18/17	1) Election of Directors	Management	05/16/17	For	For
				2) Advisory vote on executive compensation	Management	05/16/17	For	For
				3) Frequency of vote on executive compensation	Management	05/16/17	For	For
				4) Ratify IA	Management	05/16/17	For	For
HD Supply Holdings, Inc.	HDS	40416M105	05/17/17	1) Election of Directors	Management	05/10/17	For	For
				2) Ratify PwC as IA	Management	05/10/17	For	For
				3) Advisory vote on	Management	05/10/17	For	For

				executive compensation					
				4) Approval of Amended and Restated Omnibus Incentive Plan	Management	05/10/17	For	For	
				5) Approval of Annual Incentive Plan for executive officers	Management	05/10/17	For	For	
Newell Brands, Inc.	NWL	651229106	05/09/17	1) Election of Directors	Management	05/03/17	For	For	
				2) Ratify PwC as IA	Management	05/03/17	For	For	
				3) Advisory vote on executive compensation	Management	05/03/17	For	For	
				4) Frequency of vote on executive compensation	Management	05/03/17	For	For	
KBR, Inc.	KBR	48242W106	05/17/17	1) Election of Directors	Management	05/10/17	For	For	
				2) Ratify KPMG as IA	Management	05/10/17	For	For	
				3) Advisory vote on executive compensation	Management	05/10/17	For	For	
				4) Frequency of vote on executive compensation	Management	05/10/17	For	For	
First Connecticut Bancorp, Inc.	FBNK	319850103	05/10/17	1) Election of Directors	Management	05/08/17	For	For	
				2) Advisory vote on executive compensation	Management	05/08/17	For	For	
				3) Ratify PwC as IA	Management	05/08/17	For	For	
Rush Enterprises, Inc.	RUSHA RUSHB			1) Election of Directors	Management	05/11/17	For	For	
				2) Approval of amended and restated 2007 Long-Term Incentive Plan	Management	05/11/17	For	For	
				3) Advisory vote on executive compensation	Management	05/11/17	For	For	
				4) Frequency of vote on executive compensation	Management	05/11/17	For	For	
				5) Ratify E&Y as IA	Management	05/11/17	For	For	
Novanta, Inc.	NOVT	67000B104	05/10/17	1) Election of Directors	Management	05/03/17	For	For	
				2) Advisory vote on executive compensation	Management	05/03/17	For	For	
				3) Appoint PwC as IA	Management	05/03/17	For	For	
American National Bankshares, Inc.	AMNB	027745108	05/16/17	1) Election of Directors	Management	05/10/17	For	For	
				2) Ratify IA	Management	05/10/17	For	For	
				3) Advisory vote on executive compensation	Management	05/10/17	For	For	
				4) Frequency of vote on executive compensation	Management	05/10/17	For	For	
Energen Corporation	EGN	29265N108	05/03/17	1) Election of Directors	Management	05/01/17	For	For	
				2) Ratify IA	Management	05/01/17	For	For	

				3) Advisory vote on executive compensation	Management	05/01/17	For	For
				4) Frequency of vote on executive compensation	Management	05/01/17	For	For
Emcor Group, Inc.	EME	29084Q100	06/01/17	1) Election of Directors	Management	05/25/17	For	For
				2) Advisory vote on executive compensation	Management	05/25/17	For	For
				3) Frequency of vote on executive compensation	Management	05/25/17	For	For
				4) Ratify E&Y as IA	Management	05/25/17	For	For
				5) Action by written consent	Shareholder	05/25/17	AGN	For
FTI Consulting, Inc.	FCN	302941109	06/07/17	1) Election of Directors	Management	06/06/17	For	For
				2) Approval of 2017 Omnibus Incentive Compensation Pl	Management	06/06/17	For	For
				3) Ratify KPMG as IA	Management	06/06/17	For	For
				4) Advisory vote on executive compensation	Management	06/06/17	For	For
				5) Frequency of vote on executive compensation	Management	06/06/17	For	For
Party City Holdco, Inc.	PRTY	702149105	06/07/17	1) Election of Directors	Management	06/05/17	For	For
				2) Ratify E&Y as IA	Management	06/05/17	For	For
PGT Innovations, Inc.	PGTI	69336V101	05/18/17	1) Election of Directors	Management	05/16/17	For	For
				2) Ratify KPMG as IA	Management	05/16/17	For	For
Lumos Networks Corp.	LMOS	550283105	05/24/17	1) Adoption of Merger	Management	05/18/17	For	For
				2) Advisory vote on merger-related compensation	Management	05/18/17	For	For
				3) Adjournment if necessary	Management	05/18/17	For	For
				4) Election of Directors	Management	05/18/17	For	For
				5) Advisory vote on executive compensation	Management	05/18/17	For	For
				6) Ratify KPMG as IA	Management	05/18/17	For	For
New York REIT, Inc.	NYRT	64976L109	06/08/17	1) Election of Directors	Management	06/06/17	For	For
				2) Ratify KPMG as IA	Management	06/06/17	For	For
				3) Advisory vote on executive compensation	Management	06/06/17	For	For
OceanFirst Financial Corp.	OCFC	675234108	06/02/17	1) Election of Directors	Management	05/22/17	For	For
				2) Advisory vote on executive compensation	Management	05/22/17	For	For
				3) Approval of amendment to 2011 Stock Incentive Plan	Management	05/22/17	For	For
				4) Ratify KPMG as IA	Management	05/22/17	For	For
				5) Frequency of vote on executive compensation	Management	05/22/17	For	For

The Kroger Co.	KR	501044101	06/22/17	1) Election of Directors	Management	06/21/17	For	For
				2) Advisory vote on executive compensation	Management	06/21/17	For	For
				3) Frequency of vote on executive compensation	Management	06/21/17	For	For
				4) Ratify PwC as IA	Management	06/21/17	For	For
				5) Report assessing environmental impact of using unrecyclable packaging for private label brands	Shareholder	06/21/17	AGN	For
				6) Report assessing climate benefits and feasibility of adopting targets for increasing renewable energy sourcing	Shareholder	06/21/17	AGN	For
				7) Report on impact of deforestation including goals for reducing such impacts	Shareholder	06/21/17	AGN	For
				8) Independent Chair	Shareholder	06/21/17	AGN	For
Gramercy Property Trust	GPT	385002308	06/15/17	1) Election of Directors	Management	06/09/17	For	For
				2) Approval of Employee Share Purchase Plan	Management	06/09/17	For	For
				3) Ratify E&Y as IA	Management	06/09/17	For	For
				4) Advisory vote on executive compensation	Management	06/09/17	For	For
Southern National Bancorp of Virginia	SONA	843395104	06/21/17	1) Election of Directors	Management	06/15/17	For	For
				2) Ratify IA	Management	06/15/17	For	For
				3) Advisory vote on executive compensation	Management	06/15/17	For	For
				4) Frequency of vote on executive compensation	Management	06/15/17	For	For
				5) Approval of 2017 Equity Compensation Plan	Management	06/15/17	For	For
Southern National Bancorp of Virginia	SONA	843395104	06/21/17	1) Approval of Merger	Management	06/15/17	For	For
				2) Adjournment to solicit additional proxies	Management	06/15/17	For	For
				3) Advisory vote on certain compensation that may become payable to executives due to merger	Management	06/15/17	For	For

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