

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, 2018

Date of reporting period: June 30, 2018

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 07/01/17-06/30/18

<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
CSRA, Inc.	CSRA	12650T104	08/08/17	1) Election of Directors	Management	08/07/17	FOR	FOR
				2) Ratify IA	Management	08/07/17	FOR	FOR
				3) Advisory vote on executive compensation	Management	08/07/17	FOR	FOR
				4) Modification of certain terms of 2015 Omnibus Incentive Plan	Management	08/07/17	FOR	FOR
Clifton Bancorp, Inc.	CSBK	186873105	08/09/17	1) Election of Directors	Management	08/07/17	FOR	FOR
				2) Ratify BDO as IA	Management	08/07/17	FOR	FOR
				3) Advisory vote on executive compensation	Management	08/07/17	FOR	FOR
				4) Frequency of vote on executive compensation	Management	08/07/17	FOR	FOR
OceanFirst Financial Corp.	OCFC	675234108	10/25/17	1) Issuance of shares in connection with merger	Management	10/23/17	FOR	FOR
				2) Adjournment to solicit additional proxies	Management	10/23/17	FOR	FOR
The Clorox Company	CLX	189054109	11/15/17	1) Election of Directors	Management	10/12/17	FOR	FOR
				2) Advisory vote on executive compensation	Management	10/12/17	FOR	FOR
				3) Frequency of vote on executive compensation	Management	10/12/17	FOR	FOR
				4) Ratify IA	Management	10/12/17	FOR	FOR
				5) Approval of Material Terms of Performance Goals under 2005 Stock Incentive Plan	Management	10/12/17	FOR	FOR
				6) Approval of Equity Award Policy for Non-Employee Directors	Management	10/12/17	FOR	FOR
				7) Amendment of Proxy Access	Shareholder	10/12/17	AGN	FOR

## By-Laws

Medtronic PLC	MDT	G5960L103	12/08/17	1) Election of Directors	Management	12/05/17	FOR	FOR
				2) Ratify PwC as IA	Management	12/05/17	FOR	FOR
				3) Advisory vote on executive compensation	Management	12/05/17	FOR	FOR
				4) Approval of amendment and restatement of 2013 Stock Award and Incentive Plan	Management	12/05/17	FOR	FOR
Amdocs Ltd.	DOX	G02602103	1/26/18	1) Election of Directors	Management	01/21/18	FOR	FOR
				2) To approve increase in dividend rate	Management	01/21/18	FOR	FOR
				3) To approve Consolidated Financial Statements for year ended 9/30/17	Management	01/21/18	FOR	FOR
				4) To ratify E&Y as IA	Management	01/21/18	FOR	FOR
Emerson Electric Co.	EMR	291011104	2/06/18	1) Election of Directors	Management	02/01/18	FOR	FOR
				2) Ratify KPMG as IA	Management	02/01/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	02/01/18	FOR	FOR
				4) Amendment to Articles to provide shareholders right to amend By-Laws	Management	02/01/18	FOR	FOR
				5) Ratify forum selection By-Laws	Management	02/01/18	FOR	FOR
				6) Independent Chair	Shareholder	02/01/18	AGN	FOR
				7) Political Contributions Report	Shareholder	02/01/18	AGN	FOR
				8) Lobbying Report	Shareholder	02/01/18	AGN	FOR
				9) Greenhouse Gas Emissions	Shareholder	02/01/18	AGN	FOR
Prudential Bancorp	PBIP	74431A101	02/21/18	1) Election of Directors	Management	02/06/18	FOR	FOR
				2) Ratify IA	Management	02/06/18	FOR	FOR
Westbury Bancorp	WBBW	95727P106	02/21/18	1) Election of Directors	Management	02/14/18	FOR	FOR
				2) Ratify IA	Management	02/14/18	FOR	FOR
Johnson Controls International plc	JCI	G51502105	03/07/18	1) Election of Directors	Management	03/02/18	FOR	FOR
				2a) Ratify IA	Management	03/02/18	FOR	FOR
				2b) Authorize Audit Committee to set auditors' remuneration	Management	03/02/18	FOR	FOR
				3) Authorization to purchase shares	Management	03/02/18	FOR	FOR
				4) To determine price range at which Treasury shares can be re-allotted	Management	03/02/18	FOR	FOR
				5) Advisory vote on executive compensation	Management	03/02/18	FOR	FOR
6) To approve authority to	Management	03/02/18	FOR	FOR				

				allott shares up to approximately 33% of issued share capital					
				7) To approve waiver of statutory pre-emption rights with respect to 5% of issued share capital	Management	03/02/18	FOR	FOR	
				8a) To approve reduction of capital	Management	03/02/18	FOR	FOR	
				8b) To approve clarifying amendment to Articles of Association to facilitate capital reduction	Management	03/02/18	FOR	FOR	
Blue Bird Corporation	BLBD	095306106	03/05/18	1) Election of Directors	Management	03/01/18	FOR	FOR	
Beneficial Bancorp	BNCL	08171T102	04/19/18	1) Election of Directors	Management	03/23/18	FOR	FOR	
				2) Ratify KPMG as IA	Management	03/23/18	FOR	FOR	
				3) Advisory vote on executive compensation	Management	03/23/18	FOR	FOR	
Cleveland-Cliffs, Inc.	CLF	185899101	04/24/18	1) Election of Directors	Management	04/19/18	FOR	FOR	
				2) Advisory vote on executive compensation	Management	04/19/18	FOR	FOR	
				3) Ratify IA	Management	04/19/18	FOR	FOR	
AES Corporation	AES	00130H105	04/19/18	1) Election of Directors	Management	04/13/18	FOR	FOR	
				2) Advisory vote on executive compensation	Management	04/13/18	FOR	FOR	
				3) Ratify IA	Management	04/13/18	FOR	FOR	
				4) Ratify special meeting provisions in By-Laws	Management	04/13/18	FOR	FOR	
				5) Assessment relating to two degree scenario and impacts on business	Shareholder	04/13/18	AGN	FOR	
MYR Group, Inc.	MYRG	55405W104	04/26/18	1) Election of Directors	Management	04/24/18	FOR	FOR	
				2) Advisory vote on executive compensation	Management	04/24/18	FOR	FOR	
				3) Ratify IA	Management	04/24/18	FOR	FOR	
The Sherwin-Williams Company	SHW	824348106	04/18/18	1) Election of Directors	Management	03/26/18	FOR	FOR	
				2) Advisory vote on executive compensation	Management	03/26/18	FOR	FOR	
				3) Ratify IA	Management	03/26/18	FOR	FOR	
EOG Resources, Inc.	EOG	26875P101	04/24/18	1) Election of Directors	Management	04/23/18	FOR	FOR	
				2) Ratify IA	Management	04/23/18	FOR	FOR	
				3) Amendment and Restatement of Employee Stock Purchase Plan to increase number of	Management	04/23/18	FOR	FOR	

				shares available for purchase, extend term of plan and effect other changes				
				4) Advisory vote on executive compensation	Management	04/23/18	FOR	FOR
Abbott Laboratories	ABT	002824100	04/27/18	1) Election of Directors	Management	04/24/18	FOR	FOR
				2) Ratify IA	Management	04/24/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	04/24/18	FOR	FOR
				4) Independent Board Chair	Shareholder	04/24/18	FOR	AGN
Pentair plc	PNR	G7S00T104	05/08/18	1) Election of Directors if separation occurs	Management	05/02/18	FOR	FOR
				2) Election of Directos if separation doesn't occur	Management	05/02/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/02/18	FOR	FOR
				4) Appointment of IA	Management	05/02/18	FOR	FOR
				5) Authorize price range at which Company re-allots shares it holds as Treasury shares	Management	05/02/18	FOR	FOR
				6) Reduce minimum number of directos from nine to seven and maximum from twelve to eleven	Management	05/02/18	FOR	FOR
LKQ Corporation	LKQ	501889208	05/07/18	1) Election of Directors	Management	05/01/18	FOR	FOR
				2) Ratify IA	Management	05/01/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/01/18	FOR	FOR
United Parcel Service, Inc.	UPS	911312106	05/10/18	1) Election of Directors	Management	05/08/18	FOR	FOR
				2) Approval of 2018 Omnibus Incentive Compensation Plan	Management	05/08/18	FOR	FOR
				3) Ratify IA	Management	05/08/18	FOR	FOR
				4) Lobbying Activities	Shareholder	05/08/18	AGN	FOR
				5) Reduce voting power of Class A stock from 10 votes per share to one	Shareholder	05/08/18	AGN	FOR
				6) Sustainability metrics into executive compensation	Shareholder	05/08/18	AGN	FOR
Discover Financial Services	DFS	254709108	05/02/18	1) Election of Directors	Management	04/27/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	04/27/18	FOR	FOR
				3) Ratify IA	Management	04/27/18	FOR	FOR
				4) Simple majority vote	Shareholder	04/27/18	AGN	FOR

J2 Global, Inc.	JCOM	48123V102	05/03/18	1) Election of Directors	Management	04/30/18	FOR	FOR
				2) Ratify IA	Management	04/30/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	04/30/18	FOR	FOR
Republic Services, Inc.	RSG	760759100	05/11/18	1) Election of Directors	Management	05/04/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/04/18	FOR	FOR
				3) Ratify IA	Management	05/04/18	FOR	FOR
				4) Approval of 2018 Employee Stock Purchase Plan	Management	05/04/18	FOR	FOR
				5) Political contributions and expenditures	Shareholder	05/04/18	FOR	FOR
Suncor Energy Inc.	SU	867224107	05/02/18	1) Election of Directors	Management	04/27/18	FOR	FOR
				2) Re-appointment of IA	Management	04/27/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	04/27/18	FOR	FOR
KBR, Inc.	KBR	48242W106	05/16/18	1) Election of Directors	Management	05/04/18	FOR	FOR
				2) Ratify IA	Management	05/04/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/04/18	FOR	FOR
				4) Approval of amendment to 2009 Employee Stock Purchase Plan	Management	05/04/18	FOR	FOR
MasTec, Inc.	MTZ	576323109	05/22/18	1) Election of Directors	Management	05/16/18	FOR	FOR
				2) Ratify IA	Management	05/16/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/16/18	FOR	FOR
Six Flags Entertainment Corp.	SIX	83001A102	05/02/18	1) Election of Directors	Management	04/16/18	FOR	FOR
				2) Approval of Amendment to Restated Certificate of Incorporation	Management	04/16/18	FOR	FOR
				3) Ratify IA	Management	04/16/18	FOR	FOR
				4) Advisory vote on executive compensation	Management	04/16/18	FOR	FOR
Phillips 66	PSX	718546104	05/09/18	1) Election of Directors	Management	05/01/18	FOR	FOR
				2) Ratify IA	Management	05/01/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/01/18	FOR	FOR
				4) Declassify Board over next three years	Management	05/01/18	FOR	FOR
PPL Corporation	PPL	69351T106	05/16/18	1) Election of Directors	Management	05/15/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/15/18	FOR	FOR

				3) Ratify IA	Management	05/15/18	FOR	FOR
Mohawk Industries, Inc.	MHK	608190104	05/24/18	1) Election of Directors	Management	05/18/18	FOR	FOR
				2) Ratify IA	Management	05/18/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/18/18	FOR	FOR
Crown Castle International	CCI	22822V101	05/17/18	1) Election of Directors	Management	05/04/18	FOR	FOR
				2) Ratify IA	Management	05/04/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/04/18	FOR	FOR
SBA Communications Corporation	SBAC	78410G104	05/17/18	1) Election of Directors	Management	05/07/18	FOR	FOR
				2) Ratify IA	Management	05/07/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/07/18	FOR	FOR
				4) Approval of 2018 Employee Stock Purchase Plan	Management	05/07/18	FOR	FOR
Western New England Bancorp, Inc.	WNEB	958892101	05/15/18	1) Election of Directors	Management	05/10/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/10/18	FOR	FOR
				3) Ratify IA	Management	05/10/18	FOR	FOR
Marriott International	MAR	571903202	05/04/18	1) Election of Directors	Management	05/02/18	FOR	FOR
				2) Ratify IA	Management	05/02/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/02/18	FOR	FOR
				4) Amendment to Certificate of Incorporation to provide holders of 25% of stock the right to call special meetings	Management	05/02/18	FOR	FOR
				5) Holders of 15% of stock right to call special meeting	Shareholder	05/02/18	AGN	FOR
				6) Simple majority voting	Shareholder	05/02/18	FOR	AGN
Novanta, Inc.	NOVT	67000B104	05/10/18	1) Election of Directors	Management	05/01/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/01/18	FOR	FOR
				3) Appoint IA	Management	05/01/18	FOR	FOR
American National Bankshares, Inc.	AMNB	027745108	05/15/18	1) Election of Directors	Management	05/10/18	FOR	FOR
				2) Ratify IA	Management	05/10/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/10/18	FOR	FOR
				4) Approval of 2018 Equity Compensation Plan	Management	05/10/18	FOR	FOR
Condor Hospitality	CDOR	20676Y403	05/17/18	1) Election of Directors	Management	05/15/18	FOR	FOR

Trust, Inc.				2) Amend the 2016 Stock Plan	Management	05/15/18	FOR	FOR
				3) Ratify IA	Management	05/15/18	FOR	FOR
Conduent Incorporated	CNDT	206787103	05/25/18	1) Election of Directors	Management	05/18/18	FOR	FOR
				2) Ratify IA	Management	05/18/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/18/18	FOR	FOR
Rush Enterprises, Inc.	RUSH	781846209	05/15/18	1) Election of Directors	Management	05/11/18	FOR	FOR
				2) Ratify IA	Management	05/11/18	FOR	FOR
First Connecticut Bancorp, Inc.	FBNK		05/09/18	1) Election of Directors	Management	05/03/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/03/18	FOR	FOR
				3) Ratify IA	Management	05/03/18	FOR	FOR
				4) Frequency of vote on executive compensation	Management	05/03/18	FOR	FOR
Party City Holdco	PRTY	702149105	06/06/18	1) Election of Directors	Management	05/31/18	FOR	FOR
				2) Ratify IA	Management	05/31/18	FOR	FOR
Emcor Group, Inc.	EME	29084Q100	06/01/18	1) Election of Directors	Management	05/30/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/30/18	FOR	FOR
				3) Ratify IA	Management	05/30/18	FOR	FOR
				4) Special meetings	Shareholder	05/30/18	AGN	FOR
W.R. Berkley Corp.	WRB	084423102	05/31/18	1) Election of Directors	Management	05/21/18	FOR/AGN	FOR/AGN
				2) Approval of 2018 Stock Incentive Plan	Management	05/21/18	FOR	FOR
				3) Advisory vote on executive compensation	Management	05/21/18	FOR	FOR
				4) Ratify IA	Management	05/21/18	FOR	FOR
Southern National Bancorp of VA, Inc.	SONA	843395104	05/24/18	1) Election of Directors	Management	05/21/18	FOR	FOR
				2) Ratify IA	Management	05/21/18	FOR	FOR
				3) Adviosry vote on executive compensation	Management	05/21/18	FOR	FOR
Oceanfirst Financial Corp.	OCFC	675234108	05/31/18	1) Election of Directors	Management	05/29/18	FOR	FOR
				2) Advisory vote on executive compensation	Management	05/29/18	FOR	FOR
				3) Declassify Board	Management	05/29/18	FOR	FOR
				4) Increase number of authorized shares of common stock	Management	05/29/18	FOR	FOR
				5) Ratify IA	Management	05/29/18	FOR	FOR
Gramercy Property Trust	GPT	385002308	06/12/18	1) Election of Directors	Management	06/05/18	FOR	FOR
				2) Ratify IA	Management	06/05/18	FOR	FOR
				3) Advisory vote on	Management	06/05/18	FOR	FOR



executive compensation

Spectrum Brands Holdings, Inc.	SPB	84763R101	07/13/18	1) Adopt Plan of Merger with HRG	Management	06/20/18	FOR	FOR
				2) Adjournment if necessary	Management	06/20/18	FOR	FOR
				3) Amendment to HRG Certificate of Incorporation for reverse stock split	Management	06/20/18	FOR	FOR
				4) Amendment to HRG Certificate to subject HRG to Section 203 of the General Corporation Law of State of Delaware	Management	06/20/18	FOR	FOR
				5) Amendment to HRG Certificate of Incorporation to decrease number of authorized shares of common stock	Management	06/20/18	FOR	FOR
				6) Amendment to HRG Certificate of Incorporation to increase the number of authorized preferred stock	Management	06/20/18	FOR	FOR
				7) Amendment to HRG Certificate of Incorporation to amend IRC Section 382 transfer provisions	Management	06/20/18	FOR	FOR
				8) Amendment to HRG Certificate of Incorporation to make other amendments foregoing	Management	06/20/18	FOR	FOR

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