

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: 811-00216

Nicholas High Income Fund, Inc.

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(Exact name of registrant as specified in charter)

700 North Water Street  
Milwaukee, Wisconsin 53202

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(Address of principle executive offices)

Jeffrey T. May, Senior Vice President & Treasurer  
700 North Water Street  
Milwaukee, Wisconsin 53202

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(Name and address of agent for service)

Registrant's telephone number, including area code: 414-272-4650

Date of Fiscal year-end: 12/31/2011

Date of reporting period: 07/01/2010 - 06/30/2011

## Item 1. Proxy Voting Record

Account Name: Nicholas High Income Fund, Inc.

### AT&T INC.

Ticker: T Security ID: 00206R102  
Meeting Date: APR 29, 2011 Meeting Type: Annual  
Record Date: MAR 01, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Randall L. Stephenson	For	For	Management
2	Elect Director Gilbert F. Amelio	For	For	Management
3	Elect Director Reuben V. Anderson	For	For	Management
4	Elect Director James H. Blanchard	For	For	Management
5	Elect Director Jaime Chico Pardo	For	For	Management
6	Elect Director James P. Kelly	For	For	Management
7	Elect Director Jon C. Madonna	For	For	Management
8	Elect Director Lynn M. Martin	For	For	Management
9	Elect Director John B. McCoy	For	For	Management
10	Elect Director Joyce M. Roche	For	For	Management
11	Elect Director Matthew K. Rose	For	For	Management
12	Elect Director Laura D Andrea Tyson	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
17	Report on Political Contributions	Against	For	Shareholder
18	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
19	Provide Right to Act by Written Consent	Against	For	Shareholder

### DIGITAL REALTY TRUST, INC.

Ticker: DLR Security ID: 253868103  
Meeting Date: APR 25, 2011 Meeting Type: Annual  
Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard A. Magnuson	For	For	Management
1.2	Elect Director Michael F. Foust	For	For	Management
1.3	Elect Director Laurence A. Chapman	For	For	Management
1.4	Elect Director Kathleen Earley	For	For	Management
1.5	Elect Director Ruann F. Ernst	For	For	Management
1.6	Elect Director Dennis E. Singleton	For	For	Management
1.7	Elect Director Robert H. Zerbst	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

### OLD REPUBLIC INTERNATIONAL CORPORATION

Ticker: ORI Security ID: 680223104  
Meeting Date: MAY 27, 2011 Meeting Type: Annual  
Record Date: APR 05, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James C. Hellauer	For	For	Management
1.2	Elect Director Arnold L. Steiner	For	For	Management
1.3	Elect Director Fredricka Taubitz	For	For	Management
1.4	Elect Director Aldo C. Zucaro	For	For	Management

2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

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VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 05, 2011 Meeting Type: Annual

Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard L. Carrion	For	For	Management
2	Elect Director M. Frances Keeth	For	For	Management
3	Elect Director Robert W. Lane	For	For	Management
4	Elect Director Lowell C. Mcadam	For	For	Management
5	Elect Director Sandra O. Moose	For	For	Management
6	Elect Director Joseph Neubauer	For	For	Management
7	Elect Director Donald T. Nicolaisen	For	For	Management
8	Elect Director Clarence Otis, Jr.	For	For	Management
9	Elect Director Hugh B. Price	For	For	Management
10	Elect Director Ivan G. Seidenberg	For	For	Management
11	Elect Director Rodney E. Slater	For	For	Management
12	Elect Director John W. Snow	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
16	Disclose Prior Government Service	Against	Against	Shareholder
17	Performance-Based Equity Awards	Against	For	Shareholder
18	Restore or Provide for Cumulative Voting	Against	For	Shareholder
19	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

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Any ballot marked 'Abstain' is considered to have been voted. Ballots marked 'Abstain' are considered to be have been voted against management's recommendation, regardless of whether the recommendation is 'For' or 'Against,' except where management has made no recommendation or has recommended that shareholders 'Abstain.'

Where management has recommended that shareholders 'Abstain' from voting on a ballot item: 1) a ballot market 'Abstain' is considered to have been voted for management's recommendation to 'Abstain' and 2) a ballot voted 'For' or 'Against' is considered to have been voted against management's recommendation to 'Abstain.'

Where management has made no recommendation on a ballot item, the abbreviation "N/A" is used to denote that there is no applicable recommendation compared to which a vote may be 'For' or 'Against' the recommendation of management.

## SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	<u>Nicholas High Income Fund, Inc.</u>
By (Signature and Title)	<u>/s/ David O. Nicholas</u> David O. Nicholas, Principal Executive Officer
Date	<u>08/26/2011</u>