

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED  
MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-08025

**Global Self Storage, Inc.**

(Exact name of registrant as specified in charter)

**11 Hanover Square, New York, NY 10005**  
(Address of principal executive offices) (Zipcode)

**John F. Ramirez, Esq.**  
**11 Hanover Square**  
**New York, NY 10005**  
(Name and address of agent for service)

Registrant's telephone number, including area code: **1-212-785-0900**

**Date of fiscal year end: 12/31**

**Date of reporting period: 1/1/15 - 12/31/15**

Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policy making roles.

A registrant is required to disclose the information specified by Form N-CSR and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a current 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 Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under clearance requirements of 44 U.S.C. sec. 3507.

---



[WWW.GLOBALSELFSTORAGEINC.COM](http://WWW.GLOBALSELFSTORAGEINC.COM)

2015

ANNUAL REPORT • DECEMBER 31, 2015



December 31, 2015	
<b>TOP TEN HOLDINGS</b>	
1	SSG Bolingbrook LLC
2	SSG Rochester LLC
3	SSG Dolton LLC
4	SSG Merrillville LLC
5	SSG Sadsbury LLC
6	SSG Summerville I LLC
7	SSG Summerville II LLC
8	Extra Space Storage, Inc.
9	CubeSmart
10	Public Storage
<p>Top ten holdings comprise approximately 87% of total assets.</p>	

Holdings are subject to change. The above portfolio information should not be considered as a recommendation to purchase or sell a particular security and there is no assurance whether or not any securities will be retained.

---

## TO OUR STOCKHOLDERS

February 15, 2016

### Dear Fellow Stockholders:

It is a pleasure to welcome the new stockholders who have made their investment in Global Self Storage, Inc. (NASDAQ: SELF) (the "Company"), formerly Self Storage Group, Inc., since our last report. The Company is a self-administered and self-managed real estate investment trust ("REIT") focused on the ownership, operation, acquisition, development and redevelopment of self storage facilities. Our self storage facilities are designed to offer affordable, easily accessible and secure storage space for residential and commercial customers. The Company currently owns and operates seven self storage properties located in New York, Pennsylvania, Illinois, Indiana, and South Carolina.

As previously reported in our press release on January 19, 2016, the Company changed its name to Global Self Storage, Inc., changed its Securities and Exchange Commission ("SEC") registration from an investment company to an operating company, and uplisted to the NASDAQ Capital Market ("NASDAQ").

### Global Self Storage Financial Update

We grew our top-line results by increasing same-store revenues by 11.6% for the year ended December 31, 2015 versus the year ended December 31, 2014. Same-store cost of operations

was relatively flat and decreased slightly by 0.2% over the same periods. Same-store funds from operations increased by 21.3% over the same periods as a result of the increase in year over year revenues and steady hold on operating expenses. Corporate overhead decreased by 9.1% over the same periods. Going forward, although we expect some corporate overhead expense reductions associated with our discontinued registration as an investment company, we expect to gain a number of new expenses related to, among other things, the Company's new reporting requirements and compliance with the Sarbanes-Oxley Act of 2002.

Our results were driven by, among other things, our internet marketing initiatives which helped our overall average occupancy approach the 90% mark. Also contributing to our strong results were our customer service efforts which were essential in building local brand loyalty resulting in powerful referral and word-of-mouth market demand for our storage units and services. Another major contributing factor to our results was our revenue rate management program which helped increase our total annualized revenue per leased square foot by 15% year over year. All of the Company's employees contributed to the results, which are summarized below.



### SAME – STORE PROPERTIES (1)

Year ended December 31, 2015

	2015	2014	Variance	Percentage Difference
Revenues	\$4,439,407	\$3,979,492	\$459,915	11.6%
Costs of Operations	1,800,982	1,804,818	(3,836)	(0.2%)
Funds from Operations	2,638,425	2,174,674	463,751	21.3%
Sq. ft. occupancy	87.9%	87.7%	0.2%	0.3%
Revenue per Leased Sq Ft	\$ 10.40	\$ 9.04	\$ 1.36	15.0%

(1) The table above is not a full and complete financial presentation of the Company's results in accordance with U.S. generally accepted accounting principles ("GAAP"), but is rather a Non-GAAP summary of certain of its self storage properties' financial highlights. For example, certain expense and income items such as "Corporate overhead expense", "Securities dividends and interest income" and "Realized gain (or losses) on securities" are not included, presented or discussed in this table. Funds From Operations ("FFO") is a Non-GAAP financial metric and is defined by the National Association of Real Estate Investment Trusts, Inc. as net income computed in accordance with GAAP, excluding gains or losses on sales of operating properties and impairment write downs of depreciable real estate assets, plus depreciation and amortization and after adjustments to record unconsolidated partnerships and joint ventures on the same basis. The Company believes that to further understand the Company's performance of its self storage properties, FFO should be considered along with the reported net income and cash flows in accordance with GAAP, as presented in the Company's financial statements. FFO does not represent cash generated from operating activities determined in accordance with GAAP, and should not be considered as an alternative to net income as an indication of the Company's performance, as an alternative to net cash flow from operating activities as a measure of liquidity, or as an indicator of the Company's ability to make cash distributions. Revenues and revenues per leased sq. ft. include rental revenue from climate-controlled and traditional units and outside parking.

---

We have been actively reviewing a number of property and portfolio acquisition candidates and have been working to further develop and expand our current properties. Importantly, at our Sadsburyville, PA facility in 2015, we completed construction of a state-of-the-art, all climate-controlled two story storage building adding 16,756 leasable square feet featuring a number of unique drive-up, climate-controlled units. This expansion has been well received by the local community. As of December 31, 2015, 82% of the first floor and 50% of the entire building have been leased, since the completion of construction. As previously reported, we are moving forward with site work and construction of the expansion project in Bolingbrook, IL which, when completed, will add a little over 45,000 leasable square feet of climate-controlled and traditional storage units. The project has a budget of \$2,200,000, which equates to an all-in projected cost of approximately \$49 per square foot and a completion date of mid-2016.

storage facilities comprised more than 80% of its net assets, with the balance of net assets comprised of investment securities and a money market fund. All together, these facilities total 485,579 net rentable square feet and offer 3,813 storage units. In addition to traditional and climate-controlled units, many of the facilities feature both covered and outside auto/RV/boat storage.

As of December 31, 2015, the average overall square foot occupancy for all of the Company's facilities combined was 87.9%, up from 87.7% on December 31, 2014, and up from 79.3% on December 31, 2013. During 2015, our self storage properties experienced the usual late spring and early summer seasonal boost in overall occupancy along with a slight occupancy decrease during late fall and early winter. We believe that through our various marketing initiatives, we are continuing to attract high quality, long term tenants who we expect will be storing with us for years. Currently, our average tenant duration of stay is over two years.

### Global Self Storage Operational Progress

As of December 31, 2015, the Company's ownership of its self



#### GLOBAL SELF STORAGE FACILITIES

Year ended December 31, 2015

Property	Address	Year Opened	Number of Units	Net Leasable Square Feet <sup>(1)</sup>	Dec. 31, 2015 Square Foot Occupancy %	Dec. 31, 2014 Square Foot Occupancy %
SSG BOLINGBROOK LLC	296 North Weber Road Bolingbrook, IL 60440	1997	497	66,250	93.9%	85.5%
SSG DOLTON LLC	14900 Woodlawn Avenue Dolton, IL 60419	2007	649	86,725	93.2%	92.2%
SSG MERRILLVILLE LLC	6590 Broadway Merrillville, IN 46410	2005	507	71,420	95.6%	92.5%
SSG ROCHESTER LLC	2255 Buffalo Road Rochester, NY 14624	2010	650	68,022	87.1%	88.3%
SSG SADBURY LLC	21 Aim Boulevard Sadsburyville, PA 19369	2006	699	79,004	80.2%	94.8%
SSG SUMMERVILLE I LLC	1713 Old Trolley Road Summerville, SC 29485	1990	557	72,700	77.9%	71.2%
SSG SUMMERVILLE II LLC	900 North Gum Street Summerville, SC 29483	1997	254	41,458	88.2%	92.5%
<b>TOTAL</b>			<b>3,813</b>	<b>485,579</b>	<b>87.9%</b>	<b>87.7%</b>

<sup>(1)</sup> Includes outside auto/RV/boat storage space of approximately 13,000 square feet at SSG Sadsbury LLC, 9,900 square feet at SG Dolton LLC, 11,170 square feet at SSG Merrillville LLC and 5,300 square feet at SSG Summerville II LLC. During the first half of 2015, SSG Sadsbury LLC added 219 all-climate controlled storage units comprising 16,756 leasable square feet. Also during the first half of 2015, SSG Bolingbrook LLC eliminated 98 parking spaces (32,700 square feet) to accommodate the new buildings construction project which, when complete, will add some 320 climate-controlled and traditional storage units totaling 45,000 leasable square feet to the facility. Approximately 42% of our total available units are climate-controlled, 54% are traditional and 4% are parking.



---

---

## Global Self Storage Marketing and Customer Service

Our storage facilities in the Northeast, Mid-Atlantic and MidWest are located in densely populated and high traffic areas near major roads and highways. All of our properties display prominent road signage and most feature LED marquee boards describing the property features and move-in rent specials. Our facilities are located in areas with strong zoning laws and attentive planning boards which make it difficult for our competition to develop new facilities near ours. As we evaluate potential self-storage facilities, we seek properties in areas with these high barriers to entry.

From a marketing perspective, we have developed the brand, "Global Self Storage," and now use it in all of our on-site signage, online advertising and other marketing materials. We have also launched our new corporate website [www.Global-SelfStorage.us](http://www.Global-SelfStorage.us), where prospective customers can learn about the features of each facility and view high resolution images. The site also allows customers to pay their rent online.

We continue to develop the Global Self Storage online presence through advertising and search engine optimization. We solicit customer reviews for posting to the "Testimonials" section of our website and encourage others to view these testimonials, as most customers give us the top rating of 5 stars. We have found that our most reliable source of new tenants is through referrals of current tenants.

Attracting high quality, long-term tenants is the top priority for our company, and we strongly believe in tenant quality over tenant quantity. In our marketing efforts, we have seen tremendous success in our referral marketing program, as nothing seems to be as productive as asking our satisfied customers to recommend Global Self Storage to their family, friends, and colleagues. We also believe our property managers' attention to detail – maintaining security, cleanliness and attentive customer service – is essential to attracting high quality tenants.

Each of our Global Self Storage facilities features a rental and payment center kiosk available 24 hours a day, seven days a week, where prospective tenants can rent a unit and current tenants can pay their rent. All of our facilities have on-site property managers who are committed to delivering the finest customer service. Our customer call center handles telephone inquiries from current and prospective tenants whenever our property managers are not available. They can respond to questions

about our facilities and storage features, and book reservations. Our top priorities are delivering convenience and high quality customer service to our storage customers, as well as maintaining clean and secure self storage facilities at all times.

Also of importance, we have implemented an ongoing revenue management program which includes regular internet data scraping of local competitors' prices. We do this in order to maintain our competitive market price advantage for our various sized storage units at all of our Global Self Storage properties. This program helps us maximize our occupancy rates, which improves our revenue and net operating income.

## Self Storage Market Report

Throughout 2015 and into 2016, the self storage industry continued to enjoy positive trends, which included:

- All time high occupancies reported by the public REITs
- Pricing power leading to rental rate growth
- Reduced move-in discounting
- New development completion increasing local competition in select markets
- Per capita usage of storage is growing
- Continued ownership consolidation
- Growing difference in operational management expertise between the larger and more sophisticated operators and the rest of the field

Demand for self storage space was sustained by the recovering job and housing markets. All-time high occupancy rates led to higher asking rental rates in many markets. Rental rate discounting (ex. "\$1 Move-In", "First Month Free") was widely reported to be reduced due to higher occupancies. Permits for the new development of self storage facilities have increased considerably over previous years even though there continued to be a relatively low number of newly developed self storage properties coming on line. Over time this new supply of competition may have a significant impact on the industry. However, for the foreseeable future we expect that the aforementioned positive trends, especially the rise in per capita demand for storage space, should continue to support positive absorption across most markets. We have noted a strong trend towards ownership consolidation led by the REITs and other well-capitalized owner/operators. This has been accompanied by a greater gulf developing between the more sophisticated operators [large and small] and those without the resources or interest in utilizing the various technology advantages available to maximize occupancies and revenues, control expenses and maximize net operating income.

---

Positive operational trends continued to attract new investors into the self storage real property market. Capitalization rates have compressed for high quality Class A institutional size properties, traditionally in demand by REITs and private equity groups. This phenomenon of many players seeking and bidding up relatively few available Class A assets has sent yield seeking investors down the quality scale to capture higher returns in stabilized assets in one-off markets and Class B and Class C assets located in secondary and tertiary markets. We expect these trends to continue through 2016. As such, we intend to continue seeking acquisition opportunities in these secondary and tertiary markets and to apply our strict standards in evaluating all new opportunities. Also, as previously mentioned, we intend to expand some of our self storage facilities with new construction where economically feasible. In addition to the completed expansion at Global Self Storage in Sadsburyville, PA and the new construction project at Global Self Storage in Bolingbrook, IL, we intend to explore the feasibility of profitable expansion at the Merrillville facility.

### Risk Factors

Stockholders and potential investors should note that there are a number of risks related to the Company's business. These include, but are not limited to, risks related to the operating performance of the Company's self storage facilities and risks associated with the Company's real estate investments. There are also risks related to the Company's organization and structure and risks related to the Company's tax status as a REIT.

The foregoing is qualified by reference to a more complete statement of applicable risks contained in this report under "Policies and Risks-Risk Factors" and in the Company's Form 10 filed with the SEC on December 14, 2015, which is available at [www.globalselfstorageinc.com](http://www.globalselfstorageinc.com).

### Strategy and Returns

The Company's strategy in 2015 continued to be to own and operate self storage facilities and seek self storage facility acquisition opportunities. The Company's strategy resulted in a total return for the year ended December 31, 2015 based on net asset value of 19.00% and a total return based on market price value of 10.86%. Distributions for the year ended

December 31, 2015 totaled \$0.26 per share. The Company's net asset value per share was \$5.70 and its share closing market price was \$3.75. Investment return and value will vary and shares of the Company may subsequently be worth more or less than original cost.

### Distribution Policy and Tax Treatment

The current distribution policy is to provide investors with a stable quarterly distribution out of current income, supplemented by realized capital gains, and to the extent necessary, paid in capital. As noted above for the year ended December 31, 2015, distributions paid totaled \$0.26 per share. The majority of these distributions were comprised of net investment income and net capital gains and the remainder return of capital. The estimated components of each quarterly distribution, which may include a return of capital, were provided to stockholders of record in a notice accompanying these distributions.

### Stockholder Rights Plan

On January 28, 2016, the Company announced that its Board of Directors, after careful consideration and based on the recommendation of a special committee comprised solely of the independent directors, by the unanimous vote of the directors present, adopted a stockholder rights plan (the "Rights Plan").

The Rights Plan is designed to ensure that all Company stockholders receive fair and equal treatment in the event of an unsolicited attempt to acquire the Company. The adoption of the Rights Plan is intended to deter partial and "two step" tender offers or other coercive takeover tactics, and to prevent an acquirer from gaining control of the Company without offering a fair price to all of the Company's stockholders. The Rights Plan was not adopted in response to any known offers for the Company and is similar to stockholder rights plans adopted by many other companies.

To implement the Rights Plan, the Board of Directors declared a dividend distribution of one right for each outstanding share of Company common stock, par value \$.01 per share, to holders of record of the shares of common stock at the close of business on January 29, 2016. Each right entitles the registered holder to purchase from the Company one one-thousandth of a share of preferred stock, par value \$.01 per share. The rights will be distributed as a non-taxable dividend and will expire on January 29, 2026. The rights will be evidenced by the underlying Company common stock, and no separate preferred

---

stock purchase rights certificates will presently be distributed. The rights to acquire preferred stock are not immediately exercisable and will become exercisable only if a person or group, other than certain exempt persons, acquires or commences a tender offer for 9.8% or more of the Company's common stock.

If a person or group, other than an Exempt Person (as defined in the Rights Plan agreement), acquires or commences a tender offer for 9.8% or more of the Company's common stock, each holder of a right, except the acquirer, will be entitled, subject to the Company's right to redeem or exchange the right, to exercise, at an exercise price of \$12, the right for one one-thousandth of a share of the Company's newly-created Series A Participating Preferred Stock, or the number of shares of Company common stock equal to the holder's number of rights multiplied by the exercise price and divided by 50% of the market price of the Company's common stock on the date of the occurrence of such an event. The Company's Board of Directors may terminate the Rights Plan at any time or redeem the rights, for \$0.01 per right, at any time before a person acquires 9.8% or more of the Company's common stock.

A summary of the Rights Plan is available on the Company's website at [www.globalselfstorageinc.com](http://www.globalselfstorageinc.com) and a copy of the Rights Plan agreement was filed with the SEC as an exhibit to a current report on Form 8-K dated January 29, 2016.

### Company Website

The Company's website, [www.GlobalSelfStorageInc.com](http://www.GlobalSelfStorageInc.com), provides investors with investment information, news, and other material regarding the Company. You are invited to use this resource to learn more about the Company. Information about the Company's self storage facilities can be found at [www.GlobalSelfStorage.us](http://www.GlobalSelfStorage.us).

As always, we are grateful to the Company's long standing stockholders for their continuing support.

Sincerely,



Mark C. Winmill  
President

---

Member Equity Interest	Value	
<b>WHOLLY OWNED SUBSIDIARIES (81.88%)</b>		
Real Estate Owned (81.82%)		
Self Storage Properties (81.82%)		
100%	SSG Bolingbrook LLC <sup>(a)</sup> <sup>(b)</sup>	\$ 6,100,000
100%	SSG Dolton LLC <sup>(a)</sup> <sup>(b)</sup>	5,900,000
100%	SSG Merrillville LLC <sup>(a)</sup> <sup>(b)</sup>	5,700,000
100%	SSG Rochester LLC <sup>(a)</sup> <sup>(b)</sup>	5,950,000
100%	SSG Sadsbury LLC <sup>(a)</sup> <sup>(b)</sup>	5,700,000
100%	SSG Summerville I LLC <sup>(a)</sup> <sup>(b)</sup>	3,400,000
100%	SSG Summerville II LLC <sup>(a)</sup> <sup>(b)</sup>	<u>1,850,000</u>
Total real estate owned (Cost \$27,725,000)		<u>34,600,000</u>
<b>Other (0.06%)</b>		
100%	SSG Operations LLC <sup>(a)</sup> <sup>(b)</sup> (Cost \$24,573)	<u>24,573</u>
Total wholly owned subsidiaries (Cost \$27,749,573)		<u>34,624,573</u>
<b>Shares</b>		
<b>COMMON STOCKS (7.34%)</b>		
Real Estate Investment Trusts (7.34%)		
Diversified (1.58%)		
2,700	Public Storage	<u>668,790</u>
<b>Industrial (5.76%)</b>		
24,000	CubeSmart	734,880
12,000	Extra Space Storage, Inc.	1,058,520
6,000	Sovran Self Storage, Inc.	<u>643,860</u>
		<u>2,437,260</u>
Total common stocks (Cost \$1,360,102)		<u>3,106,050</u>
<b>PREFERRED STOCKS (2.79%)</b>		
Real Estate Investment Trusts (2.79%)		
Industrial (0.93%)		
15,000	CubeSmart 7.75%, Series A	392,250
<b>Retail (1.86%)</b>		
15,000	Pennsylvania Real Estate Investment Trust, 8.25%, Series A	387,150
15,000	Realty Income Corp., 6.625%, Series F	<u>397,350</u>
		<u>784,500</u>
Total preferred stocks (Cost \$1,087,753)		<u>1,176,750</u>
<b>OTHER (0%)</b>		
2	RMR Asia Pacific Fund Fractional shares <sup>(b)</sup> (Cost \$0)	<u>0</u>

See notes to financial statements.



---

## SCHEDULE OF PORTFOLIO INVESTMENTS

Financial Statements

Shares	SHORT TERM INVESTMENT (8.34%)	Value
3,526,337	SSgA Money Market Fund, 7 day annualized yield 0.01% (Cost \$3,526,337)	<u>\$ 3,526,337</u>
	Total investments (Cost \$33,723,765) (100.35%)	42,433,710
	Liabilities in excess of other assets (-0.35%)	<u>(147,188)</u>
	Net assets (100.00%)	<u>\$ 42,286,522</u>

(a) Controlled affiliate.

(b) Illiquid and/or restricted security that has been fair valued.

LLC Limited Liability Company

See notes to financial statements.

---

# STATEMENT OF ASSETS AND LIABILITIES

Financial Statements

December 31, 2015

## Assets

Investments, at value

Wholly owned subsidiaries (cost \$27,749,573)

Unaffiliated issuers (cost \$5,974,192)

\$ 34,624,573

7,809,137

42,433,710

Cash

29,763

Dividends receivable

14,403

Other assets

12,320

Total assets

42,490,196

## Liabilities

Accounts payable and accrued expenses

139,025

Due to affiliates

64,649

Total liabilities

203,674

## Net Assets

\$ 42,286,522

## Net Asset Value Per Share

(applicable to 7,416,766 shares outstanding: 20,000,000 shares of \$.01 par value authorized)

\$ 5.70

## Net Assets Consist of

Paid in capital

\$ 32,983,056

Undistributed net investment income

593,521

Net unrealized appreciation on investments

8,709,945

\$ 42,286,522

See notes to financial statements.

---

# STATEMENT OF OPERATIONS

Year Ended  
December 31, 2015

## Investment Income

Dividends	
Wholly owned subsidiaries	\$ 2,600,000
Unaffiliated issuers	<u>131,431</u>
 Total investment income	 <u>2,731,431</u>

## Expenses

Compensation and benefits	757,213
Occupancy and other office expenses	125,259
Bookkeeping and pricing	79,005
Registration	62,956
Auditing	48,140
Directors	38,505
Stockholder communications	21,992
Legal	19,600
Custodian	12,080
Insurance	11,790
Transfer agent	11,430
Other	<u>3,798</u>
 Total expenses	 <u>1,191,768</u>

Net investment income 1,539,663

## Realized and Unrealized Gain

Net realized gain on investments in unaffiliated issuers	903,061
Net unrealized appreciation	
Wholly owned subsidiaries	3,320,002
Unaffiliated issuers	<u>351,247</u>
 Net realized and unrealized gain	 <u>4,574,310</u>
 Net increase in net assets resulting from operations	 <u>\$ 6,113,973</u>

See notes to financial statements.

---

## STATEMENTS OF CHANGES IN NET ASSETS

For the Years Ended December 31, 2015 and 2014

Financial Statements

	2015	2014
<b>Operations</b>		
Net investment income	\$ 1,539,663	\$ 1,126,343
Net realized gain	903,061	1,459,315
Unrealized appreciation	<u>3,671,249</u>	<u>3,503,130</u>
Net increase in net assets resulting from operations	<u>6,113,973</u>	<u>6,088,788</u>
<b>Distributions to Stockholders</b>		
Net investment income	(848,415)	(450,425)
Net realized gains	(903,061)	(1,477,934)
Return of capital	<u>(176,883)</u>	<u>-</u>
Total distributions	<u>(1,928,359)</u>	<u>(1,928,359)</u>
Total increase in net assets	4,185,614	4,160,429
<b>Net Assets</b>		
Beginning of period	<u>38,100,908</u>	<u>33,940,479</u>
End of period	<u>\$ 42,286,522</u>	<u>\$ 38,100,908</u>
End of period net assets include undistributed net investment income (loss)	<u>\$ 593,521</u>	<u>\$ (97,728)</u>

See notes to financial statements.



---

Year Ended  
December 31, 2015**Cash Flows From Operating Activities**

Net increase in net assets resulting from operations	\$ 6,113,973
Adjustments to reconcile increase in net assets resulting from operations to net cash provided by (used in) operating activities:	
Unrealized appreciation of investments	(3,671,249)
Net realized gain on sales of investment securities	(903,061)
Capital invested in wholly owned subsidiaries	(474,573)
Proceeds from sales of investment securities	933,999
Net purchases of short term investments	(105,144)
Decrease in due from subsidiaries	3,372
Increase in dividends receivable	(1,201)
Increase in other assets	(2,125)
Increase in accounts payable and accrued expenses	13,802
Increase in due to affiliates	20,575
	<u>1,928,368</u>
Net cash provided by operating activities	<u>1,928,368</u>

**Cash Flows from Financing Activities**

Cash distributions paid	(1,928,359)
	<u>(1,928,359)</u>
Net cash used in financing activities	<u>(1,928,359)</u>

Net change in cash	9
--------------------	---

**Cash**

Beginning of period	<u>29,754</u>
End of period	<u>\$ 29,763</u>

See notes to financial statements.

---

**1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES** Global Self Storage, Inc. (formerly Self Storage Group, Inc.) (the "Company"), a Maryland corporation registered under the Investment Company Act of 1940, as amended (the "Act") is a non-diversified, closed end management investment company. The Securities and Exchange Commission ("SEC") effective order approving the Company's application with the Securities and Exchange Commission ("SEC") to deregister from the Act was granted on January 19, 2016. Accordingly, effective January 19, 2016, the Company changed its name to Global Self Storage, Inc., changed its SEC registration to a reporting company under the Securities Exchange Act of 1934, as amended (from an investment company under the Act), and listed its common stock on the Nasdaq Capital Market under the symbol "SELF". The Company, a real estate investment trust ("REIT"), owns and operates self storage facilities. Prior to deregistration as an investment company, the Company's primary investment objective under the Act was to provide a high level of income, with capital appreciation as a secondary objective.

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require management to make certain estimates and assumptions at the date of the financial statements. Actual results could differ from those estimates. Subsequent events, if any, through the date that the financial statements were issued have been evaluated in the preparation of the financial statements. The following summarizes the significant accounting policies of the Company:

**Valuation of Investments** – Portfolio securities are valued by various methods depending on the primary market or exchange on which they trade. Most equity securities for which the primary market is in the United States are valued at the official closing price, last sale price or, if no sale has occurred, at the closing bid price. Most equity securities for which the primary market is outside the United States are valued using the official closing price or the last sale price in the principal market in which they are traded. If the last sale price on the local exchange is unavailable, the last evaluated quote or closing bid price normally is used. Certain debt securities may be priced through pricing services that may utilize a matrix pricing system which takes into consideration factors such as yields, prices, maturities, call features, and ratings on comparable securities. Open end investment companies are valued at their net asset value. Foreign securities markets may be open on days when the U.S. markets are closed. For this reason, the value of any foreign securities owned by the Company could change on a day when stockholders cannot buy or sell shares of the Company. Securities for which market

quotations are not readily available or reliable and other assets may be valued as determined in good faith by the Valuation Committee ("VC") of the Company under the direction of or pursuant to procedures approved by the Company's Board of Directors. Due to the inherent uncertainty of valuation, such fair value pricing values may differ from the values that would have been used had a readily available market for the securities existed. These differences in valuation could be material. A security's valuation may differ depending on the method used for determining value. The use of fair value pricing by the Company may cause the net asset value of its shares to differ from the net asset value that would be calculated using market prices. A fair value price is an estimate and there is no assurance that such price will be at or close to the price at which a security is next quoted or next trades.

**Investments in Other Investment Companies** – The Company may invest in shares of other investment companies (the "Acquired Fund") in accordance with the Act and related rules. Stockholders in the Company bear the pro rata portion of the fees and expenses of an Acquired Fund in addition to the Company's expenses. Expenses incurred by the Company that are disclosed in the statement of operations do not include fees and expenses incurred of an Acquired Fund. The fees and expenses of an Acquired Fund are reflected in such Acquired Fund's total returns.

**Investments in Real Estate Investment Trusts** – Dividend income is recorded based on the income included in distributions received from the REIT investments using published REIT reclassifications including some management estimates when actual amounts are not available. Distributions received in excess of this estimated amount are recorded as a reduction of the cost of investments or reclassified to capital gains. The actual amounts of income, return of capital, and capital gains are only determined by each REIT after its fiscal year end, and may differ from the estimated amounts.

**Real Estate Owned - Self Storage Properties** – The Company owns and operates self storage properties through wholly owned subsidiaries.

**Short Sales** – The Company may sell a security short it does not own in anticipation of a decline in the market value of the security. When the Company sells a security short, it must borrow the security sold short and deliver it to the broker/dealer through which it made the short sale. The Company is liable for any dividends or interest paid on securities sold short. A gain, limited to the price at which the Company sold the security short, or a loss, unlimited in size, will be recognized upon the termination of the short sale. Securities sold short result in off balance sheet risk as the Company's

---

ultimate obligation to satisfy the terms of the sale of securities sold short may exceed the amount recognized in the Statement of Assets and Liabilities.

**Investment Transactions** – Investment transactions are accounted for on the trade date (the date the order to buy or sell is executed). Realized gains or losses are determined by specifically identifying the cost basis of the investment sold.

**Investment Income** – Interest income is recorded on the accrual basis. Amortization of premium and accretion of discount on debt securities are included in interest income. Dividend income is recorded on the ex-dividend date or, in the case of foreign securities, as soon as practicable after the Company is notified. Taxes withheld on income from foreign securities have been provided for in accordance with the Company's understanding of the applicable country's tax rules and rates.

**Expenses** – Expenses deemed by the Company to have been incurred solely by the Company are borne by the Company. Expenses deemed by the Company to have been incurred jointly by the Company and one or more of the other investment companies for which its affiliates serve as investment manager or other related entities are allocated on the basis of relative net assets, except where a more appropriate allocation can be made fairly in the judgment of the Company.

**Expense Reduction Arrangement** – Through arrangements with the Company's custodian, credits realized as a result of uninvested cash balances are used to reduce custodian expenses. No credits were realized by the Company during the periods covered by this report.

**Distributions to Stockholders** – Distributions to stockholders are determined in accordance with income tax regulations and are recorded on the ex-dividend date.

**Income Taxes** – The Company has elected to be treated as a REIT under the Internal Revenue Code of 1986, as amended ("IRC"). In order to maintain its qualification as a REIT, among other things, the Company is required to distribute at least 90% of its REIT taxable income to its stockholders and meet certain tests regarding the nature of its income and assets. As a REIT, the Company is not subject to federal income tax with respect to that portion of its income which meets certain criteria and is distributed annually to stockholders. The Company plans to continue to operate so that it meets the requirements for taxation as a REIT. Many of these requirements, however, are highly technical and complex. If the Company were to fail to meet these requirements, it would be subject to federal income tax. The Company is subject to certain state and local taxes.

Foreign securities held by the Company may be subject to foreign

taxation. Foreign taxes, if any, are recorded based on the tax regulations and rates that exist in the foreign markets in which the Company invests.

The Company recognizes the tax benefits of uncertain tax positions only where the position is "more likely than not" to be sustained assuming examination by tax authorities. The Company has reviewed its tax positions and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions taken on federal, state, and local income tax returns for open tax years (2012 – 2014), or expected to be taken in the Company's 2015 tax returns.

**2. RELATED PARTY TRANSACTIONS** Certain officers and directors of the Company also serve as officers and directors of Winmill & Co. Incorporated ("Winco"), Bexil Corporation, Tuxis Corporation ("Tuxis"), and their affiliates (collectively with the Company, the "Affiliates"). As of December 31, 2015, certain of the Affiliates owned approximately 2% of the Company's outstanding common stock. Pursuant to an arrangement between a professional employer organization ("PEO") and the Affiliates, the PEO provides payroll, benefits, compliance, and related services for employees of the Affiliates in accordance with applicable rules and regulations under the IRC and, in connection therewith, Midas Management Corporation ("MMC"), a subsidiary of Winco, acts as a conduit payer of compensation and benefits to the Affiliates' employees including those who are concurrently employed by the Company and its Affiliates. Rent expense of concurrently used office space and overhead expenses for various concurrently used administrative and support functions incurred by the Affiliates are allocated at cost among them. The Affiliates participate in a 401(k) retirement savings plan for substantially all qualified employees. A matching expense based upon a percentage of contributions to the plan by eligible employees is incurred and allocated among the Affiliates. The matching expense is accrued and funded on a current basis and may not exceed the amount permitted as a deductible expense under the IRC. The aggregate compensation and benefits accrued and paid by the Company for the year ended December 31, 2015 was \$747,523. The aggregate rent and overhead accrued and paid by the Company for the year ended December 31, 2015 was \$62,403. As of December 31, 2015, the Company had reimbursements payable to MMC and Winco for compensation and benefits and rent and overhead of \$64,649.

Under the terms of the Company's employment agreement with its President, Mark C. Winmill, the maximum monthly automobile allowance is \$1,000 per month. To the extent that the monthly maximum payment under the Company's automobile lease exceeds the monthly allowance, Mr. Winmill must reimburse the Company for the excess amount. In this regard, Mr. Winmill has reimbursed the Company \$1,878 for the automobile payments paid and due in 2015.

---

The Company leases office space from Tuxis under a rental agreement. The terms of occupancy are month to month and automatically renew unless terminated by either party on ten days written notice. The monthly rental charges are \$1,000 per month due and payable on the first day of each month. For the year ended December 31, 2015, the total rent paid by the Company to Tuxis was \$14,000.

**3. DISTRIBUTIONS TO STOCKHOLDERS AND DISTRIBUTABLE EARNINGS** The tax character of distributions paid by the Company for the years ended December 31, 2015 and 2014 are summarized as follows:

Distributions paid from:	2015	2014
Net investment income	\$ 848,811	\$ 450,425
Net realized gains	902,665	1,477,934
Return of capital	176,883	-
<b>Total distributions</b>	<b>\$ 1,928,359</b>	<b>\$ 1,928,359</b>

As of December 31, 2015, distributable earnings on a tax basis was comprised of \$9,303,466 of unrealized appreciation.

The difference between book and tax unrealized appreciation is attributable to income of the Company's wholly owned unconsolidated subsidiaries. Federal income tax regulations permit post-October net capital losses, if any, to be deferred and recognized on the tax return of the next succeeding taxable year.

Federal income tax regulations permit post-October net capital losses, if any, to be deferred and recognized on the tax return of the next succeeding taxable year.

GAAP requires certain components related to permanent differences of net assets to be classified differently for financial reporting than for tax reporting purposes. These differences have no effect on net assets or net asset value per share. These differences which may result in distribution reclassifications, are primarily due to differences in, return of capital dividends, recharacterization of capital gain income, and timing of distributions. As of December 31, 2015, the Company recorded the following financial reporting reclassifications to the net asset accounts to reflect those differences:

Increase in Undistributed Net Investment Income	Decrease in Net Realized Gain on Investments	Decrease in Paid in Capital
\$1,079,944	\$(903,061)	\$(176,883)

**4. VALUE MEASUREMENT GAAP** establishes a hierarchy that prioritizes inputs to valuation methods. The three levels of inputs are:

- Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities including securities actively traded on a securities exchange.
- Level 2 – observable inputs other than quoted prices included in level 1 that are observable for the asset or liability which may include quoted prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates, and similar data.
- Level 3 – unobservable inputs for the asset or liability including the Company's own assumptions about the assumptions a market participant would use in valuing the asset or liability.

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets for the security, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for investments categorized in level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement falls in its entirety is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing investments are not necessarily an indication of the risk associated with investing in those securities.



---

The following is a description of the valuation techniques applied to the Company's major categories of assets and liabilities measured at fair value on a recurring basis:

**Real estate assets** – Real estate assets, including self storage facilities held indirectly through one or more wholly owned and controlled subsidiaries, are valued using fair value pricing as determined in good faith by the VC under the direction of or pursuant to procedures approved by the Company's Board of Directors. Real estate assets may be valued by reference to, among other things, quarterly appraisals by an independent third party and additional factors which may include assessment of comparable recent acquisitions, changes in cash flows from the operation of the subject property, and material events affecting the operation of the property.

**Equity securities (common and preferred stock)** – Most publicly traded equity securities are valued normally at the most recent official closing price, last sale price, evaluated quote, or closing bid price. To the extent these securities are actively traded and valuation adjustments are not applied, they may be categorized in level 1 of the fair value hierarchy. Equities on inactive markets or valued by reference to similar instruments may be categorized in level 2.

**Restricted and/or illiquid securities** – Restricted and/or illiquid securities for which quotations are not readily available or reliable may be valued with fair value pricing as determined in good faith by the VC under the direction of and pursuant to procedures approved by the Company's Board of Directors. Restricted securities issued by publicly traded companies are generally valued at a discount to similar publicly traded securities. Restricted or illiquid securities issued by nonpublic entities may be valued by reference to comparable public entities or fundamental data relating to the issuer or both similar inputs. Depending on the relative significance of valuation inputs, these instruments may be categorized in either level 2 or level 3 of the fair value hierarchy.

The following is a summary of the inputs used as of December 31, 2015 in valuing the Company's assets. Refer to the Schedule of Portfolio Investments for detailed information on specific investments.

ASSETS	Level 1	Level 2	Level 3	Total
Investments, at value				
Wholly owned subsidiaries				
Self storage properties	\$ -	\$ -	\$ 34,600,000	\$ 34,600,000
Other	-	-	24,573	24,573
Common stocks	3,106,050	-	-	3,106,050
Preferred stocks	1,176,750	-	-	1,176,750
Other	-	-	0	0
Short term investments	3,526,337	-	-	3,526,337
Total investments, at value	\$ 7,809,137	\$ -	\$ 34,624,573	\$ 42,433,710

There were no securities transferred from level 1 at December 31, 2014 to level 2 at December 31, 2015.

---

The following is a reconciliation of level 3 assets including securities valued at zero:

	Wholly Owned Subsidiaries	Other	Total
Balance at December 31, 2014	\$ 30,830,000	\$ 519,765	\$ 31,349,765
Cost of purchases	474,573	-	474,573
Proceeds from sales	-	(900,368)	(900,368)
Realized gain	-	900,368	900,368
Transfers into (out of) level 3	-	-	-
Change in unrealized appreciation	3,320,000	(519,765)	2,800,235
Balance at December 31, 2015	\$ 34,624,573	\$ 0	\$ 34,624,573
Net change in unrealized appreciation attributable to assets still held as level 3 at December 31, 2015	\$ 3,320,000	\$ 0	\$ 3,320,000

Unrealized gains (losses) are included in the related amounts on investments in the Statement of Operations.

The VC, under the direction of the Company's Board of Directors, considers various valuation approaches for valuing assets categorized within level 3 of the fair value hierarchy. The factors used in determining the value of such assets may include, but are not limited to: marketability, professional appraisals of portfolio companies, company and industry results and outlooks, and general market conditions. The VC then recommends a value for each asset in light of all the information available. The determination of fair value involves subjective judgments. As a result, using fair value to price an investment may result in a price materially different from the price used by other investors or the price that may be realized upon the actual sale of the asset. Significant changes in any of those inputs in isolation may result in a significantly lower or higher value measurement. The pricing of all fair value assets is reported to the Company's Board of Directors.

In valuing the self storage properties owned through the Company's wholly owned subsidiaries as of December 31, 2015, the VC used a number of significant unobservable inputs to develop a range of possible values for the properties. It used a sales comparison approach which looks at recent sales of self storage properties considered similar to the subject property, an income capitalization approach which looks at discounted cash flow analysis based on certain assumptions regarding the property's trend in income and expenses, and a cost approach which looks at recent comparable land sales in the subject area and the estimated replacement value of the existing buildings and site improvements.

The values obtained from weighting the three methods described above, with greater weight given to the sales comparison approach, were then discounted for the lack of marketability of the Company's membership interest in each subsidiary, which represents the range of rates the VC believes market participants may apply. The resulting range of values, together with the underlying support, other information about each underlying property's financial condition and results of operations and its industry outlook, were considered by the VC, which recommended a value for each subsidiary.

The following table presents additional information about valuation methodologies and inputs used for investments that are measured at fair value and categorized as level 3 as of December 31, 2015:

	Fair Value	Valuation Technique	Unobservable Input	Range
<b>WHOLLY OWNED SUBSIDIARIES</b>				
Self Storage Properties	\$ 34,600,000	Income capitalization approach	Capitalization rates	5.3% - 9.6%
Other	\$ 24,573	Replacement cost	Lack of marketability	0%
<b>OTHER</b>	\$ 0	Liquidating value	Discount rate for lack of marketability	100%

---

**5. INVESTMENTS IN WHOLLY OWNED SUBSIDIARIES** The following summary sets forth the Company's membership equity ownership including membership equity capital additions and reductions, cash dividends received by the Company, and the value of each wholly owned subsidiary as recorded in the schedule of portfolio investments as of and for the year ended December 31, 2015.

	Beginning Equity Interest Percentage	Membership Equity Gross Additions		Gross Reductions	Ending Equity Interest Percentage	Dividend Income	Value December 31, 2015
SSG Bolingbrook LLC	100%	\$ -	\$ -		100%	\$ 390,000	\$ 6,100,000
SSG Dolton LLC	100%	\$ -	\$ -		100%	\$ 542,000	\$ 5,900,000
SSG Merrillville LLC	100%	\$ -	\$ -		100%	\$ 431,000	\$ 5,700,000
SSG Rochester LLC	100%	\$ -	\$ -		100%	\$ 587,000	\$ 5,950,000
SSG Sadsbury LLC	100%	\$ 450,000	\$ -		100%	\$ 265,000	\$ 5,700,000
SSG Summerville I LLC	100%	\$ -	\$ -		100%	\$ 250,000	\$ 3,400,000
SSG Summerville II LLC	100%	\$ -	\$ -		100%	\$ 135,000	\$ 1,850,000
SSG Operations LLC	0%	\$ 24,573	\$ -		100%	\$ -	\$ 24,753

The Company's wholly owned subsidiaries are each a controlled affiliate as defined under the Act. A controlled affiliate is an issuer in which the Company's holdings represent 25% or more of the outstanding voting securities of such issuer.

**6. SUMMARIZED FINANCIAL INFORMATION OF WHOLLY OWNED SUBSIDIARIES** Each of the Company's wholly owned subsidiaries, except for SSG Operations LLC, owns and operates a self storage facility business. The following sets forth unaudited summarized information as to assets, liabilities, and selected operating information for each wholly owned subsidiary as of and for the year ended December 31, 2015:

<i>Dollars in thousands</i>	SSG Bolingbrook LLC	SSG Dolton LLC	SSG Merrillville LLC	SSG Rochester LLC	SSG Sadsbury LLC	SSG Summerville I LLC	SSG Summerville II LLC	SSG Operations LLC
<b>OPERATING DATA</b> Year ended Dec. 31, 2015								
Rental revenues	\$ 653	\$ 775	\$ 627	\$ 1,009	\$ 648	\$ 477	\$ 250	\$ -
Costs of operations	268	235	212	433	349	202	94	8
Income from operations	\$ 385	\$ 540	\$ 415	\$ 576	\$ 299	\$ 275	\$ 156	\$ (8)
Depreciation and amortization	\$ 129	\$ 117	\$ 113	\$ 86	\$ 105	\$ 55	\$ 31	\$ -
Net income (loss)	\$ 256	\$ 423	\$ 258	\$ 490	\$ 194	\$ 216	\$ 119	\$ (8)
<b>BALANCE SHEET DATA</b> Dec. 31, 2015								
Real estate assets, net	\$ 5,511	\$ 4,881	\$ 4,599	\$ 3,471	\$ 4,521	\$ 2,205	\$ 1,240	\$ -
Total assets	\$ 5,599	\$ 5,015	\$ 4,644	\$ 3,599	\$ 4,591	\$ 2,237	\$ 1,263	\$ 17
Total liabilities	\$ 136	\$ 106	\$ 76	\$ 33	\$ 20	\$ 21	\$ 11	\$ -

---

7. **ILLIQUID AND RESTRICTED INVESTMENTS** The Company holds investments that have a limited trading market and/or certain restrictions on trading and, therefore, may be illiquid and/or restricted. These investment holdings have been valued at fair value. Due to the inherent uncertainty of valuation, fair value pricing values may differ from the values that would have been used had a readily available market for the securities existed. These differences in valuation could be material. Illiquid and/or restricted investment holdings owned at December 31, 2015, were as follows:

	Acquisition Date	Cost	Value
SSG Bolingbrook LLC	6/27/13	\$ 5,700,000	\$ 6,100,000
SSG Dolton LLC	6/27/13	5,100,000	5,900,000
SSG Merrillville LLC	6/27/13	4,825,000	5,700,000
SSG Rochester LLC	12/5/12	3,750,000	5,950,000
SSG Sadsbury LLC	12/24/12	4,750,000	5,700,000
SSG Summerville I LLC	7/12/13	2,300,000	3,400,000
SSG Summerville II LLC	8/20/13	1,300,000	1,850,000
SSG Operations LLC	8/11/15	24,573	24,573
RMR Asia Pacific Fund Fractional shares	2010	0	0
Total		\$ 27,749,573	\$ 34,624,573
Percent of net assets		66%	82%

8. **INVESTMENT TRANSACTIONS** Purchases and proceeds of investments, excluding short term investments, were \$474,573 and \$900,368, respectively, for the year ended December 31, 2015. As of December 31, 2015, for federal income tax purposes, the aggregate cost of investments was \$33,158,473 and net unrealized appreciation was \$9,275,237, comprised of gross unrealized appreciation of \$9,275,237 and gross unrealized depreciation of \$0.

9. **BORROWING AND SECURITIES LENDING** The Company has entered into a Committed Facility Agreement (the "CFA") with BNP Paribas Prime Brokerage, Inc. ("BNP") that allows the Company to adjust its credit facility amount up to \$20,000,000, and a Lending Agreement, as defined below. Borrowings under the CFA are secured by assets of the Company that are held with the Company's custodian in a separate account (the "pledged collateral"). Interest is charged at the 1 month LIBOR (London Inter-bank Offered Rate) plus 0.95% on the amount borrowed and 0.50% on the undrawn balance. Because the Company adjusts the facility amount each day to equal borrowing drawn that day, the 0.50% annualized rate charge on undrawn facility amounts provided for by the CFA has not been incurred. As of December 31, 2015, there was no outstanding loan balance or assets pledged as collateral and there was no borrowing activity during the year ended December 31, 2015.

The Lending Agreement provides that BNP may borrow a portion of the pledged collateral (the "Lent Securities") in an amount not to exceed the outstanding borrowings owed by the Company to BNP under the CFA. BNP may re-register the Lent Securities in its own name or in another name other than the Company and may pledge, re-pledge, sell, lend, or otherwise transfer or use the Lent Securities with all attendant rights of ownership. The Company may designate any security within the pledge collateral as ineligible to be a Lent Security, provided there are eligible securities within the pledged collateral in an amount equal to the outstanding borrowing owed by the Company. BNP must remit payment to the Company equal to the amount of all dividends, interest, or other distributions earned or made by the Lent Securities.



---

Under the Lending Agreement, Lent Securities are marked to market daily and, if the value of the Lent Securities exceeds the value of the then-outstanding borrowings owed by the Company to BNP under the CFA (the "Current Borrowings"), BNP must, on that day, either (1) return Lent Securities to the Company's custodian in an amount sufficient to cause the value of the outstanding Lent Securities to equal the Current Borrowings; or (2) post cash collateral with the Company's custodian equal to the difference between the value of the Lent Securities and the value of the Current Borrowings. If BNP fails to perform either of these actions as required, the Company will recall securities, as discussed below, in an amount sufficient to cause the value of the outstanding Lent Securities to equal the Current Borrowings. The Company can recall any of the Lent Securities and BNP is obligated, to the extent commercially possible, to return such security or equivalent security to the Company's custodian no later than three business days after such request. If the Company recalls a Lent Security pursuant to the Lending Agreement, and BNP fails to return the Lent Securities or equivalent securities in a timely fashion, BNP shall remain liable to the Company's custodian for the ultimate delivery of such Lent Securities, or equivalent securities, and for any buy-in costs that the executing broker for the sales transaction may impose with respect to the failure to deliver. The Company shall also have the right to apply and set-off an amount equal to one hundred percent (100%) of the then-current fair value of such Lent Securities against the Current Borrowings. The Company earns securities lending income consisting of payments received from BNP for lending certain securities, less any rebates paid to borrowers and lending agent fees associated with the loan. As of and for the year ended December 31, 2015, there were no Lent Securities.

## 10. INVESTMENT AND SECURITIES RISK

**Foreign securities risk.** Investments in the securities of foreign issuers involve special risks, including changes in foreign exchange rates and the possibility of future adverse political and economic developments, which could adversely affect the value of such securities. Moreover, securities of foreign issuers and traded in foreign markets may be less liquid and their prices more volatile than those of U.S. issuers and markets.

**Non-diversification risk.** The Company is considered non-diversified and can invest a greater portion of assets in securities of individual issuers than a diversified company. As a result, changes in the market value of a single investment could cause greater fluctuations in share price than would occur in a diversified company.

**Equity securities risk.** The prices of equity securities change in response to many factors including the historical and prospective earnings of the issuer, the value of its assets, general economic conditions, interest rates, investor perceptions and market liquidity.

**Concentration risk.** The Company's assets are concentrated in investments in the real estate industry and, as a result, the value of the Company's common stock may be subject to greater volatility than an investment company with a portfolio that is less concentrated by industry. If the securities of the real estate industry or self storage companies as a group fall out of favor with investors, the Company could underperform other companies that have greater industry diversification. A more concentrated portfolio may cause the Company's net asset value to be more volatile and thus may subject stockholders to more risk. As of December 31, 2015, the Company held approximately 82% of its assets in self storage properties. Thus, the volatility of the Company's net asset value, and its performance in general, depends disproportionately more on the performance of a single industry than that of a more diversified company.

**REIT risk.** The Company's investments in securities of real estate companies involve risks. The REITs in which the Company invests are subject to risks inherent in the direct ownership of real estate. These risks include, but are not limited to, the risk of a possible lack of mortgage funds and associated interest rate risks, overbuilding, property vacancies, increases in property taxes and operating expenses, changes in zoning laws, losses due to environmental damages and changes in neighborhood values and appeal to purchasers.

**11. CAPITAL STOCK** The Company is authorized to issue 20,000,000 shares of \$0.01 par value common stock. There were no transactions in common stock during 2015 or 2014.

**12. STOCKHOLDER RIGHTS PLAN** On November 25, 2015, the Company's Board of Directors adopted a stockholder rights plan (the "Plan") dated November 25, 2015. To implement the Plan, the Board of Directors declared a special dividend distribution of one non-transferable right for each outstanding share of the Company's common stock, par value \$.01 per share, to stockholders of record at the close of business on November 25, 2015. Each right entitles the registered holder to purchase from the Company one share of its common stock, par value \$.01 per share, subject to adjustment. The rights will be distributed as a non-taxable dividend and will expire at the close of business on March 24, 2016, unless earlier redeemed or exchanged by the Company. The rights will be evidenced by the underlying Company common stock and no separate rights certificates will presently be distributed. Subject to certain exceptions in the rights agreement, ("Rights Agreement") the rights will become exercisable 10 days following a public announcement that a "person" (as defined in the Rights Agreement) or a group of affiliated or associated persons have acquired "beneficial ownership" (as defined in the Rights Agreement) of 15% or more of the outstanding shares of the Company's common stock. In this event, however, any

---

person who "beneficially owns" (as defined in the Rights Agreement) more than 15% of the outstanding common shares of the Company's common stock will not be permitted to exercise any rights associated with common shares beneficially owned in excess of 15% of the outstanding common shares of the Company, and those additional rights will be deemed null and void. The Board of Directors may terminate the Plan at any time or redeem the rights, for \$.01 per right, at any time before a person or a group of affiliated or associated persons beneficially owns 15% or more of the Company's common stock. Under certain circumstances, as set forth in the Rights Agreement, certain rights owned by any person who is or becomes an acquiring person (as defined in the Rights Agreement) shall become null and void. A copy of the Rights Agreement specifying the terms and conditions of the rights is available on the Company's website at [www.GlobalSelfStorageInc.com](http://www.GlobalSelfStorageInc.com).

**13. COMMITMENTS AND CONTINGENCIES** The Company indemnifies its officers and directors from certain liabilities that might arise from their performance of their duties for the Company. Additionally, in the normal course of business, the Company enters into contracts that contain a variety of representations and warranties and which may provide general indemnifications. The Company's maximum exposure under these arrangements is unknown as it involves future claims that may be made against the Company under circumstances that have not occurred.

The Company leases an automobile under a lease expiring on February 25, 2017. The future minimum lease payments under the lease in aggregate are \$15,035 comprised of annual payments of \$13,878 and \$1,157 for the years ending December 31, 2016 and 2017, respectively.

**14. UNAUDITED PROFORMA BALANCE SHEET** Upon receiving the deregistration order from the SEC under the Act granted on January 19, 2016 the Company will prepare financial statements on a consolidated basis to include the financial position, results of operations, and cash flows of the Company and its wholly owned subsidiaries, rather than by the current investment company fair valuation approach.

The following table presents the Company's unaudited pro forma balance sheet and has been prepared as if the deregistration order was effective on December 31, 2015. The unaudited pro forma balance sheet is based upon available information and upon certain assumptions that the Company believes are reasonable under the circumstances. The unaudited pro forma balance sheet presents the Company's change in status from an investment company to an operating company no longer regulated as an investment company under the Act. This unaudited pro forma balance sheet does not purport to represent what the Company's financial position would

actually have been if the deregistration order in fact had occurred on such date or the Company's financial position for any future dates or periods.

<b>Assets</b>	
Property, plant and equipment	\$ 34,503,666
Cash and cash equivalents	3,854,104
Available-for-sale securities	4,282,800
Other assets	253,029
<b>Total assets</b>	<b>\$ 42,893,599</b>
<b>Liabilities</b>	
Stockholders' equity	42,286,522
<b>Total liabilities and stockholders' equity</b>	<b>\$ 42,893,599</b>

**15. SUBSEQUENT EVENTS** Effective January 19, 2016, the Company changed its name to Global Self Storage, Inc., changed its SEC registration to an operating company from an investment company, and listed its common stock on the Nasdaq Capital Market under the symbol "SELF". Following deregistration as an investment company, the Company terminated its agreements with BNP, its custodian, and net asset value fund accountant.

On January 28, 2016 the Company announced that its Board of Directors has adopted a stockholders rights plan (the "Rights Plan"). To implement the Rights Plan, the Board of Directors declared a dividend distribution of one right for each outstanding share of Company common stock, par value \$.01 per share, to holders of record of the shares of common stock at the close of business on January 29, 2016. Each right entitles the registered holder to purchase from the Company one one-thousandth of a share of preferred stock, par value \$.01 per share. The rights will be distributed as a non-taxable dividend and will expire on January 29, 2026. The rights will be evidenced by the underlying Company common stock, and no separate preferred stock purchase rights certificates will presently be distributed. The rights to acquire preferred stock are not immediately exercisable and will become exercisable only if a person or group, other than certain exempt persons, acquires or commences a tender offer for 9.8% or more of the Company's common stock. If a person or group, other than an Exempt Person (as defined in the Rights Plan agreement), acquires or commences a tender offer for 9.8% or more of the Company's common stock, each holder of a right, except the acquirer, will be entitled, subject to the Company's right to redeem or exchange the right, to exercise, at an exercise price of \$12, the right for one one-thousandth of a share of the Company's newly created Series A Participating Preferred Stock, or the number of shares of Company common stock equal to the holder's number of rights multiplied by the exercise price and divided by 50% of the market price of the Company's common stock on the date of

---

the occurrence of such an event. The Company's Board of Directors may terminate the Rights Plan at any time or redeem the rights, for \$0.01 per right, at any time before a person acquires 9.8% or more of the Company's common stock. The Rights Plan is intended to replace the Plan dated November 25, 2015, which will expire on its own terms on March 24, 2016.

Effective January 29, 2016, the Board of Directors reclassified 100,000 unissued shares of the Company's common stock into 100,000 shares of Series A Participating Preferred Stock, par value \$.01 per share.

A summary of the Rights Plan is available on the Company's website at [www.globalselfstorageinc.com](http://www.globalselfstorageinc.com) and a copy of the Rights Plan agreement was filed with the SEC as an exhibit to a current report on Form 8-K dated January 29, 2016.

---

	Year Ended December 31,				
	2015	2014	2013	2012	2011
<b>Per Share Operating Performance</b> (for a share outstanding throughout each period)					
Net asset value, beginning of period	\$5.14	\$4.58	\$4.74	\$4.60	\$5.00
Income from investment operations:					
Net investment income (loss) <sup>(1)</sup>	.21	.15	(.09)	.01	.19
Net realized and unrealized gain (loss) on investments	.61	.67	.28	.60	(.33)
Total income from investment operations	.82	.82	.19	.61	(.14)
Less distributions:					
Net investment income	(.12)	(.06)	(.06)	(.02)	(.26)
Net realized gains	(.12)	(.20)	(.29)	(.45)	-
Return of capital	(.02)	-	-	-	-
Total distributions	(.26)	(.26)	(.35)	(.47)	(.26)
Net asset value, end of period	\$5.70	\$5.14	\$4.58	\$4.74	\$4.60
Market value, end of period	\$3.75	\$3.63	\$3.59	\$3.69	\$3.78
<b>Total Return <sup>(2)</sup></b>					
Based on net asset value	19.00%	20.67%	5.70%	16.22%	(1.86)%
Based on market price	10.86%	8.72%	6.43%	10.10%	(3.30)%
<b>Ratios/Supplemental Data <sup>(3)</sup></b>					
Net assets at end of period (000s omitted)	\$42,287	\$38,101	\$33,940	\$35,155	\$34,102
Ratio of total expenses to average net assets	3.02%	3.72%	3.14%	2.60%	2.31%
Ratio of net expenses excluding loan interest and fees to average net assets	3.02%	3.71%	3.14%	2.60%	2.30%
Ratio of net investment income (loss) to average net assets	3.90%	3.19%	(1.88)%	0.25%	4.31%
Portfolio turnover rate	1%	1%	57%	115%	22%

(1) The per share amounts were calculated using the average number of common shares outstanding during the period.

(2) Total return on a market value basis is calculated assuming a purchase of common stock on the opening of the first day and a sale on the closing of the last day of each period reported. Dividends and distributions, if any, are assumed for purposes of this calculation to be reinvested at prices obtained under the Company's dividend reinvestment plan if in effect or, if there is no plan in effect, at the lower of the per share net asset value or the closing market price of the Company's shares on the dividend/distribution date. Generally, total return on a net asset value basis will be higher than total return on a market value basis in periods where there is an increase in the discount or a decrease in the premium of the market value to the net asset value from the beginning to the end of such periods. Conversely, total return on a net asset value basis will be lower than total return on a market value basis in periods where there is a decrease in the discount or an increase in the premium of the market value to the net asset value from the beginning to the end of such periods. The calculation does not reflect brokerage commissions, if any.

(3) Expenses and income ratios do not include expenses incurred by an Acquired Fund in which the Company invests.

See notes to financial statements.



---

To the Board of Directors and Stockholders of  
Global Self Storage, Inc.

We have audited the accompanying statement of assets and liabilities of Global Self Storage, Inc., including the schedule of portfolio investments as of December 31, 2015 and the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years indicated thereon. These financial statements and financial highlights are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly,

we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 2015, by correspondence with the custodian. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Global Self Storage, Inc. as of December 31, 2015, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended and the financial highlights for each of the five years indicated thereon, in conformity with accounting principles generally accepted in the United States of America.

TAIT, WELLER & BAKER LLP

Philadelphia, Pennsylvania  
February 23, 2016

---

### Investment Objectives and Policies

Prior to January 19, 2016, the Company's primary investment objective was to provide a high level of income. This objective under the Act was fundamental and could not be changed without stockholder approval. The Company was also subject to certain investment restrictions, set forth in its most recently effective Statement of Additional Information, that were fundamental and could not be changed without stockholder approval. The Company's secondary investment objective of capital appreciation was not fundamental and could be changed by the Board of Directors without stockholder approval.

### Risk Factors

Stockholders should note that there are a number of risks related to the Company's business. Additionally, there are risks related to the operating performance of the Company's self storage facilities and the Company's performance will be subject to risks associated with the real estate industry. There are also risks related to the Company's organization and structure and risks related to the Company's tax status as a REIT. The summary of risk factors below is qualified by reference to a more complete statement of applicable risks contained in the Company's Form 10 filed with the SEC on December 14, 2015, which is available at [www.globalselfstorageinc.com](http://www.globalselfstorageinc.com).

*There are a number of risks related to the Company's business and they should be noted:*

- The Company is pursuing a business in which it has limited operating history.
- The Company's investments are subject to concentration risk.
- The Company's performance is subject to risks associated with operation of self storage facilities.

*The following factors, among others, may adversely affect the operating performance of the Company's self storage facilities:*

- Perceptions by prospective tenants of the Company's self storage properties of the safety, convenience, and attractiveness of such properties and the areas in which they are located.
- A general decline in rental rates or an increase in tenant defaults.
- Vacancies or inability to rent storage space on favorable terms.
- Increases in operating costs.
- Actual or perceived oversupply or declining demand of self storage in a particular area.
- Difficulties in hiring, training and maintaining skilled field personnel.
- Competition from other self storage facilities which may adversely impact the markets in which the Company invests and in which the Company's self storage companies operate.

*The Company's performance may be subject to risks associated with*

*the real estate industry. Some of these risks include:*

- The Company expects to invest in a limited number of self storage facilities.
- Prevailing economic conditions may adversely affect the Company's business, financial condition and results of operations.
- The Company may be unable to complete acquisitions that would grow its business.
- The inability to achieve satisfactory completion of due diligence investigations and other customary closing conditions.
- The consideration paid for properties may exceed their value.
- The Company may acquire properties subject to liabilities.
- The Company's investments in development and redevelopment projects may not yield anticipated returns.
- The Company may not complete development projects on schedule or within projected budgeted amounts.
- The Company may encounter delays or refusals in obtaining all necessary zoning, land use, building, occupancy and other required governmental permits and authorizations.
- The Company may be unable to increase occupancy at a newly acquired property as quickly as expected or at all.
- The Company may be unable to obtain financing for these projects on favorable terms or at all.
- The Company may fail to successfully integrate and operate acquired properties.
- Regulatory compliance costs will reduce the Company's income.
- The Company may incur liability from tenant and employment-related claims and litigation.
- Uninsured losses or losses in excess of the Company's insurance coverage could adversely affect its financial condition and cash flow.
- Perceptions of the self storage industry.
- The Company's investments will be relatively illiquid.
- The Company's performance may be subject to the risks of investment in publicly traded REITs.
- Delays in acquisitions of self storage facilities may adversely affect your investment.
- The Company may be unable to maintain its current level of distributions or increase distributions over time.

*There are risks related to the Company's organization and structure:*

- Management has limited experience operating a REIT.

---

- The Board may revoke the Company's REIT election at any time.
- The Company's business could be harmed if key personnel with business experience in the self storage industry terminate their employment with the Company.
- There may be conflicts of interest resulting from the relationships among the Company and its affiliates and other related parties.
- The Company may sell its common stock at a price below book value without stockholder approval.
- Certain provisions of Maryland law and the Company's Charter and By-laws may prevent changes in control or otherwise discourage takeover attempts that may be beneficial to stockholders.

*There are risks related to the Company's tax status as a REIT:*

- Even though the Company currently qualifies for federal tax treatment as a REIT, it may face tax liabilities that will reduce its cash flow.
- Complying with the REIT requirements may cause the Company to forego, or to liquidate, otherwise attractive opportunities.
- Failure to continue to qualify for treatment as a REIT may have adverse tax consequences.
- The Company's REIT taxable income may exceed its cash flow for a year, which could necessitate its borrowing funds and/or subject it to tax, thus reducing the cash available for distribution to its stockholders.
- Distributions or gain on sale of shares may be treated as unrelated business taxable income to tax-exempt investors.
- Dividends payable by the Company will not qualify for the reduced tax rates available for "qualified dividend income."
- REIT restrictions on ownership of shares may delay or prevent its acquisition by a third party.
- The Company may be subject to adverse legislative or regulatory tax changes.

### Proxy Voting

The Company's Proxy Voting Guidelines, which describe the policies and procedures the Fund uses to determine how to vote proxies relating to portfolio securities, as well as its proxy voting record for the most recent 12 months ended June 30, are available without charge by calling the Company collect at 1-212-785-0900, on the SEC's web-site at [www.sec.gov](http://www.sec.gov), and on the Company's website at [www.SelfStorageGroupInc.com](http://www.SelfStorageGroupInc.com).

### Quarterly Schedule Of Portfolio Holdings

Prior to January 19, 2016, the Company filed its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Company's Forms N-Q are available on the SEC's website at [www.sec.gov](http://www.sec.gov). The Company's Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC, and information on the operation of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

### Distributions

The Company's current distribution policy is to provide stockholders with a relatively stable cash flow. The distributions are paid from ordinary income and any net capital gains, with the balance representing return of capital. The policy may be changed or discontinued without notice. The Company's distributions are not tied to its net income and do not represent yield or investment return. The Company is subject to U.S. corporate, tax, and securities laws. Under U.S. tax accounting rules, the amount of distributable net income is determined on an annual basis. Therefore, the exact amount of distributable income can only be determined as of the end of the Company's fiscal year. In January, the Company sends stockholders a Form 1099-DIV for the prior calendar year stating the amount and composition of distributions and providing information about their appropriate tax treatment.

---

HISTORICAL DISTRIBUTION SUMMARY

PERIOD	Investment Income	Return of Capital	Capital Gains	Total
2015	\$ 0.120	\$ 0.020	\$ 0.120	\$ 0.260
2014	\$ 0.060	\$ 0.000	\$ 0.200	\$ 0.260
2013	\$ 0.060	\$ 0.000	\$ 0.290	\$ 0.350
2012	\$ 0.020	\$ 0.000	\$ 0.450	\$ 0.470
2011	\$ 0.260	\$ 0.000	\$ 0.000	\$ 0.260
2010	\$ 0.220	\$ 0.000	\$ 0.000	\$ 0.220
2009	\$ 0.235	\$ 0.000	\$ 0.000	\$ 0.235
2008	\$ 0.240	\$ 0.000	\$ 0.000	\$ 0.240
2007	\$ 0.170	\$ 0.050	\$ 0.000	\$ 0.220
2006	\$ 0.130	\$ 0.150	\$ 0.000	\$ 0.280
2005	\$ 0.200	\$ 0.080	\$ 0.000	\$ 0.280
2004	\$ 0.245	\$ 0.090	\$ 0.000	\$ 0.335
2003	\$ 0.220	\$ 0.140	\$ 0.000	\$ 0.360
2002	\$ 0.280	\$ 0.220	\$ 0.000	\$ 0.500
2001	\$ 0.360	\$ 0.200	\$ 0.000	\$ 0.560
2000	\$ 0.420	\$ 0.160	\$ 0.000	\$ 0.580
6 months ended 12/31/99	\$ 0.230	\$ 0.070	\$ 0.000	\$ 0.300
12 months ended 6/30/99	\$ 0.550	\$ 0.130	\$ 0.000	\$ 0.680
From June 29, 1998 to November 30, 1998	\$ 0.520	\$ 0.320	\$ 0.000	\$ 0.840



---

The following table sets forth certain information concerning the directors currently serving on the Board of Directors of the Company, as of January 19, 2016. The term of the Class I director shall last until the annual meeting of stockholders held in 2017 and until his successor is elected and qualifies. The term of the Class II directors shall last until the annual meeting of stockholders held in 2018 and until their successors are elected and qualify. The term of the Class III directors shall last until the annual meeting of stockholders held in 2019 and until their successors are elected and qualify. At each annual meeting of the stockholders of the Company, the successors to the class of directors whose term expires at that meeting shall be elected to hold office for a term continuing until the annual meeting of stockholders held in the third year following the year of their election and until their successors are elected and qualify. Unless otherwise noted, the address of record for the directors and officers is 11 Hanover Square, New York, New York 10005.

INTERESTED DIRECTORS					
Name, Address, and Date of Birth	Position(s) Held with the Company	Director Since	Principal Occupation(s) for the Past Five Years	Number of Portfolios in Fund Complex Overseen by Director <sup>(1)</sup>	Other Directorships Held by Director <sup>(2)</sup>
MARK C. WINMILL <sup>(3)</sup> November 26, 1957	Class III Director	2012	President, Chief Executive Officer, and a Director or Manager of the Company, and its subsidiaries and Tuxis Corporation (a real estate company) and its subsidiaries ("Tuxis"). He is Vice President of the Fund Complex and Chief Investment Strategist of Bexil Advisers LLC and Midas Management Corporation (registered investment advisers and, collectively, the "Advisers"). He is Executive Vice President and a Director of Winmill & Co. Incorporated (a holding company) ("Winco"). He is a principal of Bexil Securities LLC and Midas Securities Group, Inc. (registered broker-dealers and, collectively, the "Broker-Dealers"). He is Vice President of Bexil Corporation (a holding company). He is the brother of Thomas B. Winmill.	None	None
THOMAS B. WINMILL, ESQ. <sup>(3)</sup> PO Box 4 Walpole, NH 03608 June 25, 1959	Class II Director	1997	Vice President and a Director of the Company. He is Vice President of Tuxis. He is President, Chief Executive Officer, and a Director or Trustee of the Fund Complex. He is President, Chief Executive Officer, General Counsel, and a Director or Manager of the Advisers, the Broker-Dealers, Bexil Corporation, and Winco. He is a Director of Bexil American Mortgage Inc. He is a member of the New York State Bar and the SEC Rules Committee of the Investment Company Institute. He is the brother of Mark C. Winmill.	5	None
INDEPENDENT DIRECTORS*					
Russell E. Burke III August 23, 1946	Class III Director	2016	He is President of Ninigret Trading Corporation, an art investment and appraisal company, and a Director of Tuxis. He is also a Board Member of the New Britain Museum of American Art.	None	None
George B. Langa August 31, 1962	Class II Director	2016	He is Executive Vice President of Millbrook Real Estate, LLC, licensed real estate brokers in NY and CT. He specializes in premium Estates, Development, Land, Commercial and Agricultural Properties.	None	None
William C. Zachary December 9, 1964	Class I Director	2016	Since 2011, he has been Director of Municipal Finance at SunLight General Capital, an owner and developer of solar energy systems located at schools, municipal buildings, and other small, institutional users. Prior to that, he was the head of Municipal Finance at Société Générale. He is also a Director of Tuxis.	None	None
<p>(1) As of January 19, 2016, the "Fund Complex" is comprised of Dividend and Income Fund, Foxby Corp., and Midas Series Trust. Dividend and Income Fund, Foxby Corp., and Midas Series Trust are managed by affiliates of the Company. (2) Refers to directorships held by a director in any company with a class of securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 or any company registered as an investment company under the Act, excluding those within the Fund Complex. (3) He is an "interested person" of the Company as defined in the Act due to his role as an officer of the Company.</p> <p>Messrs. Burke, Langa, and Zachary also serve on the Audit, Nominating, and Compensation Committees of the Board. Mr. Mark Winmill also serves on the Executive Committee of the Board. Each of the directors serves on the Continuing Directors Committee of the Board.</p> <p>*Effective January 19, 2016, Messrs. Burke, Langa, and Zachary were elected to serve as independent directors on the Board of Directors. Effective upon the election of Messrs. Burke, Langa, and Zachary, Messrs. Bruce B. Huber, James E. Hunt, and Peter K. Werner resigned as independent directors from the Board.</p>					

---

The executive officers, other than those who serve as directors, and their relevant biographical information are set forth below.

EXECUTIVE OFFICERS			
Name and Date of Birth	Position(s) Held with the Company	Officer Since*	Principal Occupation(s) for the Past Five Years
Russell Kamerman, Esq. July 8, 1982	Chief Compliance Officer, AML Officer, Associate General Counsel, Vice President and Assistant Secretary	2014	Chief Compliance Officer, Anti-money laundering Officer, Associate General Counsel, Vice President and Assistant Secretary of Tuxis, the Fund Complex, the Advisers, the Broker-Dealers, Bexil Corporation and Winco. He is a member of the New York State Bar and the Chief Compliance Officer Committee of the Investment Company Institute. Previously, he was an attorney in private practice focusing on regulatory, compliance and other general corporate matters relating to the structure, formation and operation of investment funds and investment advisers.
Heidi Keating March 28, 1959	Vice President	1997	Vice President of Tuxis, the Fund Complex, the Advisers, the Broker-Dealers, Bexil Corporation, and Winco.
Robert J. Mathers May 5, 1967	Vice President, Operations	2012	Vice President, Operations of Tuxis.
Thomas O'Malley July 22, 1958	Chief Financial Officer, Treasurer, Vice President	2005	Chief Financial Officer, Treasurer, and Vice President of Tuxis, the Fund Complex, the Advisers, the Broker-Dealers, Bexil Corporation, and Winco. He is a certified public accountant.
John F. Ramirez, Esq. April 29, 1977	General Counsel, Chief Legal Officer, Secretary, Vice President	2005	General Counsel, Chief Legal Officer, Vice President, and Secretary of the Fund Complex and Tuxis. He is Vice President, Senior Associate General Counsel, and Secretary of the Advisers, the Broker-Dealers, Bexil Corporation, and Winco. He also is a member of the New York State Bar and the Investment Advisers Committee, Small Funds Committee, and Compliance Advisory Committee of the Investment Company Institute.

*\*Officers hold their positions with the Company until a successor has been duly elected and qualifies. Officers are generally elected annually. The officers were last elected on December 9, 2015.*

---

## STOCK DATA

Ticker Symbol	SELF
CUSIP Number	37955N106

## 2016 QUARTERLY DISTRIBUTION DATES

Declaration	Record	Payment
March 1	March 15	March 31
June 1	June 17	June 30
September 1	September 16	September 30
December 1	December 15	December 29

## COMPANY INFORMATION

## Stock Transfer Agent and Registrar

American Stock Transfer & Trust Company, LLC  
 6201 15th Avenue  
 Brooklyn, NY 11219  
[www.amstock.com](http://www.amstock.com)  
 1-800-278-4353

## GLOBALSELFSTORAGEINC.COM

Visit us on the web at [www.GlobalSelfStorageInc.com](http://www.GlobalSelfStorageInc.com).  
 The site provides information about the Company, including market performance, dividends, press releases, and stockholder reports. For further information, please email us at [info@GlobalSelfStorageInc.com](mailto:info@GlobalSelfStorageInc.com).

**Cautionary Note Regarding Forward Looking Statements** - This report contains certain "forward looking statements" as defined under the U.S. federal securities laws. Generally, the words "believe," "expect," "intend," "estimate," "anticipate," "project," "will," and similar expressions identify forward looking statements, which generally are not historical in nature. Forward looking statements are subject to certain risks and uncertainties that could cause actual results to materially differ from the Company's historical experience and its current expectations or projections indicated in any forward looking statements. These risks include, but are not limited to, real estate risk, leverage and borrowing risk, management risk, and other risks discussed in the Company's filings with the Securities and Exchange Commission. You should not place undue reliance on forward looking statements, which speak only as of the date they are made. The Company undertakes no obligation to update or revise any forward looking statements made herein.

**Company Information** - This report, including the financial statements herein, is transmitted to the stockholders of the Company for their information. This is not a prospectus, circular, or representation intended for use in the purchase of shares of the Company or any securities mentioned in this report. This communication shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state, or an exemption therefrom.

---



# SELF

TICKER

Printed on Recycled Paper

---



**Item 2. Code of Ethics.**

- (a) The registrant has adopted a code of ethics (the "Code") that applies to its principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party.
- (b) No information need be disclosed pursuant to this paragraph.
- (c) Not applicable.
- (d) Not applicable.
- (e) Not applicable.
- (f) The text of the Code may be obtained free of charge by calling Winmill & Co. Incorporated collect at 1-212-785-0900.

**Item 3. Audit Committee Financial Expert.**

The registrant's Board of Directors has determined that it has three "audit committee financial experts" serving on its audit committee, each of whom are "independent" Directors. As of December 31, 2015 the members of the audit committee are Bruce B. Huber, James E. Hunt, and Peter K. Werner. Under applicable securities laws, a person who is determined to be an audit committee financial expert will not be deemed an "expert" for any purpose, including without limitation for the purposes of Section 11 of the Securities Act of 1933, as a result of being designated or identified as an audit committee financial expert. The designation or identification of a person as an audit committee financial expert does not impose on such person any duties, obligations, or liabilities that are greater than the duties, obligations, and liabilities imposed on such person as a member of the audit committee and Board of Directors in the absence of such designation or identification. The designation or identification of a person as an audit committee financial expert pursuant to this Item does not affect the duties, obligations, or liability of any other member of the audit committee or board of directors.

**Item 4. Principal Accountant Fees and Services.**

- (a) The aggregate fees billed for each of the last two fiscal years for professional services rendered by the principal accountant for the audit of the registrant's annual financial statements or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years are as follows:

AUDIT FEES  
2015 - \$29,000  
2014 - \$26,500

- (b) The aggregate fees billed in each of the last two fiscal years for assurance and related services by the principal accountant that are reasonably related to the performance of the audit of the registrant's financial statements and are not reported under paragraph (a) of this Item are as follows:

AUDIT RELATED FEES  
2015 - \$1,500  
2014 - \$3,000

Audit-related fees include amounts reasonably related to the performance of the audit of the registrant's financial statements, including the issuance of a report on internal controls and review of periodic reporting.

- (c) The aggregate fees billed in each of the last two fiscal years for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning. Registrants shall describe the nature of the services comprising the fees disclosed under this category are as follows:

TAX FEES  
2015 - \$10,750  
2014 - \$10,750

Tax fees include amounts related to tax compliance, tax planning, and tax advice.

- (d) The aggregate fees billed in each of the last two fiscal years for products and services provided by the principal accountant, other than the services reported in paragraphs (a) through (c) of this Item. Registrants shall describe the nature of the services comprising the fees disclosed under this category are as follows:

ALL OTHER FEES  
2015 - \$6,250

- (e) (1) Pursuant to the registrant's Audit Committee Charter, the Audit Committee shall consider for pre-approval any audit and non-audit services proposed to be provided by the auditors to the registrant and any non-audit services proposed to be provided by such auditors to the registrant's investment adviser, if the engagement relates directly to the registrant's operations or financial reporting. In those situations when it is not convenient to obtain full Audit Committee approval, the Chairman of the Audit Committee is delegated the authority to grant pre-approvals of audit, audit-related, tax, and all other services so long as all such pre-approved decisions are reviewed with the full Audit Committee at its next scheduled meeting. Such pre-approval of non-audit services proposed to be provided by the auditors to the Fund is not necessary, however, under the following circumstances: (1) all such services do not aggregate to more than 5% of total revenues paid by the Fund to the auditor in the fiscal year in which services are provided; (2) such services were not recognized as non-audit services at the time of the engagement; and (3) such services are brought to the attention of the Audit Committee, and approved by the Audit Committee, prior to the completion of the audit.
- (2) No services included in (b) - (d) above were approved pursuant to paragraph (c)(7)(i)(C) of Rule 2-01 of Regulation S-X.
- (f) Not applicable.
- (g) The aggregate non-audit fees billed by the registrant's accountant for services rendered to the registrant, and rendered to the registrant's investment adviser (not including any sub-adviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the adviser that provides ongoing services to the registrant for each of the last two fiscal years of the registrant were \$42,000 in 2015 and \$35,750 in 2014.
- (h) The registrant's audit committee has determined that the provision of non-audit services that were rendered by accountant to the registrant's investment adviser (not including any sub-adviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the investment adviser that provides ongoing services to the registrant that were not pre-approved pursuant to paragraph (c)(7)(ii) of Rule 2-01 of Regulation S-X is compatible with maintaining the principal accountant's independence.

**Item 5. Audit Committee of Listed Registrants.**

The registrant has a standing audit committee. As of December 31, 2015 the members of the audit committee are Bruce B. Huber, James E. Hunt, and Peter K. Werner.

**Item 6. Schedule of Investments.**

Included as part of the report to shareholders filed under Item 1 of this Form.

---

**Item 7. Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies.**

**AMENDED PROXY VOTING POLICIES AND PROCEDURES  
2016**

**Global Self Storage, Inc.**

Global Self Storage, Inc. (the "Fund") delegates the responsibility for voting proxies of portfolio companies held in the Fund's portfolio to Institutional Shareholder Services ("ISS"). A concise summary of the Proxy Voting Guidelines of ISS (see attached) is incorporated by reference herein as the Fund's proxy voting policies and procedures, as supplemented by the terms hereof. The Fund retains the right to override the delegation to ISS on a case-by-case basis, in which case the *ADDENDUM – NON-DELEGATED PROXY VOTING POLICIES AND PROCEDURES* supersede the Proxy Voting Guidelines of ISS in their entirety. In all cases, the Fund will seek to vote its proxies in the best interests of the Fund.

With respect to a vote upon which the Fund overrides the delegation to ISS, to the extent that such vote presents a material conflict of interest between the Fund and its Investment Manager or any affiliated person of the Investment Manager, the Fund normally will disclose such conflict to, and obtain consent from, its Independent Directors, or a committee thereof, prior to voting the proxy.

*ADDENDUM  
NON-DELEGATED PROXY VOTING POLICIES AND PROCEDURES*

These proxy voting policies and procedures are intended to provide general guidelines regarding the issues they address. As such, they cannot be "violated." In each case the vote generally will be based on maximizing shareholder value over the long term, as consistent with overall investment objectives and policies.

*Board and Governance Issues*

*Board of Director Composition*

Typically, we will not object to slates with at least a majority of independent directors.

We generally will not object to shareholder proposals that request that the board audit, compensation and/or nominating committees include independent directors exclusively.

*Approval of IRPAF*

We will evaluate on a case-by-case basis instances in which the audit firm has a significant audit relationship with the company to determine whether we believe independence has been compromised.

We will review and evaluate the resolutions seeking ratification of the auditor when fees for financial systems design and implementation substantially exceed audit and all other fees, as this can compromise the independence of the auditor.

We will carefully review and evaluate the election of the audit committee chair if the audit committee recommends an auditor whose fees for financial systems design and implementation substantially exceed audit and all other fees, as this can compromise the independence of the auditor.

*Increase Authorized Common Stock*

We will generally support the authorization of additional common stock necessary to facilitate a stock split.

We will generally support the authorization of additional common stock.

*Blank Check Preferred Stock*

---

Blank check preferred is stock with a fixed dividend and a preferential claim on company assets relative to common shares. The terms of the stock (voting, dividend and conversion rights) are determined at the discretion of the Board when the stock is issued. Although such an issue can in theory be used for financing purposes, often it has been used in connection with a takeover defense. Accordingly, we will generally evaluate the creation of blank check preferred stock.

#### *Classified or "Staggered" Board*

On a classified (or staggered) board, directors are divided into separate classes (usually three) with directors in each class elected to overlapping three-year terms. Companies argue that such Boards offer continuity in direction which promotes long-term planning. However, in some instances they may serve to deter unwanted takeovers since a potential buyer would have to wait at least two years to gain a majority of Board seats.

We will vote on a case-by-case basis on issues involving classified boards.

#### *Supermajority Vote Requirements*

Supermajority vote requirements in a company charter or bylaws require a level of voting approval in excess of simple majority. Generally, supermajority provisions require at least 2/3 affirmative vote for passage of issues.

We will vote on a case-by-case basis regarding issues involving supermajority voting.

#### *Restrictions on Shareholders to Act by Written Consent*

Written consent allows shareholders to initiate and carry out a shareholder action without waiting until the annual meeting or by calling a special meeting. It permits action to be taken by the written consent of the same percentage or outstanding shares that would be required to effect the proposed action at a shareholder meeting.

We will generally not object to proposals seeking to preserve the right of shareholders to act by written consent.

#### *Restrictions on Shareholders to Call Meetings*

We will generally not object to proposals seeking to preserve the right of the shareholders to call meetings.

#### *Limitations, Director Liability and Indemnification*

Because of increased litigation brought against directors of corporations and the increase costs of director liability insurance, many states have passed laws limiting director liability for those acting in good faith. Shareholders, however, often must opt into such statutes. In addition, many companies are seeking to add indemnification of directors to corporate bylaws.

We will generally support director liability and indemnification resolutions because it is important for companies to be able to attract the most qualified individuals to their Boards.

#### *Reincorporation*

Corporations are in general bound by the laws of the state in which they are incorporated. Companies reincorporate for a variety of reasons including shifting incorporation to a state where the company has its most active operations or corporate headquarters, or shifting incorporation to take advantage of state corporate takeovers laws.

We typically will not object to reincorporation proposals.

#### *Cumulative Voting*

Cumulative voting allows shareholders to cumulate their votes behind one or a few directors running for the board that is, cast more than one vote for a director thereby helping a minority of shareholders to win board representation. Cumulative voting generally gives minority shareholders an opportunity to effect change in corporate affairs.

---

We typically will not object to proposals to adopt cumulative voting in the election of directors.

#### *Dual Classes of Stock*

In order to maintain corporate control in the hands of a certain group of shareholders, companies may seek to create multiple classes of stock with differing rights pertaining to voting and dividends.

We will vote on a case-by-case basis dual classes of stock. However, we will typically not object to dual classes of stock.

#### *Limit Directors Tenure*

In general, corporate directors may stand for re-election indefinitely. Opponents of this practice suggest that limited tenure would inject new perspectives into the boardroom as well as possibly creating room for directors from diverse backgrounds; however, continuity is important to corporate leadership and in some instances alternative means may be explored for injecting new ideas or members from diverse backgrounds into corporate boardrooms.

Accordingly, we will vote on a case-by-case basis regarding attempts to limit director tenure.

#### *Minimum Director Stock Ownership*

The director share ownership proposal requires that all corporate directors own a minimum number of shares in the corporation. The purpose of this resolution is to encourage directors to have the same interest as other shareholders.

We normally will not object to resolutions that require corporate directors to own shares in the company.

#### *Executive Compensation*

##### *Disclosure of CEO, Executive, Board and Management Compensation*

On a case-by-case basis, we will support shareholder resolutions requesting companies to disclose the salaries of top management and the Board of Directors.

##### *Compensation for CEO, Executive, Board and Management*

We typically will not object to proposals regarding executive compensation if we believe the compensation clearly does not reflect the current and future circumstances of the company.

##### *Formation and Independence of Compensation Review Committee*

We normally will not object to shareholder resolutions requesting the formation of a committee of independent directors to review and examine executive compensation.

##### *Stock Options for Board and Executives*

We will generally review the overall impact of stock option plans that in total offer greater than 25% of shares outstanding because of voting and earnings dilution.

We will vote on a case-by-case basis option programs that allow the repricing of underwater options.

In most cases, we will oppose stock option plans that have option exercise prices below the marketplace on the day of the grant.

Generally, we will support options programs for outside directors subject to the same constraints previously described.

##### *Employee Stock Ownership Plan (ESOPs)*

We will generally not object to ESOPs created to promote active employee ownership. However, we will generally oppose any ESOP whose purpose is to prevent a corporate takeover.

---

### *Changes to Charter or By-Laws*

We will conduct a case-by-case review of the proposed changes with the voting decision resting on whether the proposed changes are in shareholder best interests.

### *Confidential Voting*

Typically, proxy voting differs from voting in political elections in that the company is made aware of shareholder votes as they are cast. This enables management to contact dissenting shareholders in an attempt to get them to change their votes.

We generally will not object to confidential voting.

### *Equal Access to Proxy*

Equal access proposals ask companies to give shareholders access to proxy materials to state their views on contested issues, including director nominations. In some cases they would actually allow shareholders to nominate directors. Companies suggest that such proposals would make an increasingly complex process even more burdensome.

In general, we will not oppose resolutions for equal access proposals.

### *Golden Parachutes*

Golden parachutes are severance payments to top executives who are terminated or demoted pursuant to a takeover. Companies argue that such provisions are necessary to keep executives from “jumping ship” during potential takeover attempts.

We will not object to the right of shareholders to vote on golden parachutes because they go above and beyond ordinary compensation practices. In evaluating a particular golden parachute, we will examine if considered material total management compensation, the employees covered by the plan, and the quality of management and all other factors deemed pertinent.

### *Mergers and Acquisitions*

#### *Mergers, Restructuring and Spin-offs*

A merger, restructuring, or spin-off in some way affects a change in control of the company assets. In evaluating the merit of each issue, we will consider the terms of each proposal. This will include an analysis of the potential long-term value of the investment.

On a case by case basis, we will review management proposals for merger or restructuring to determine the extent to which the transaction appears to offer fair value and other proxy voting policies stated are not violated.

### *Poison Pills*

Poison pills (or shareholder rights plans) are triggered by an unwanted takeover attempt and cause a variety of events to occur which may make the company financially less attractive to the suitor. Typically, directors have enacted these plans without shareholder approval. Most poison pill resolutions deal with putting poison pills up for a vote or repealing them altogether.

We typically will not object to most proposals to put rights plans up for a shareholder vote. In general, poison pills will be reviewed for the additional value provided to shareholders, if any.

### *Anti-Greenmail Proposals*

Greenmail is the payment a corporate raider receives in exchange for his/her shares. This payment is usually at a premium to the market price, so while greenmail can ensure the continued independence of the company, it discriminates against other shareholders. We generally will support anti-greenmail provisions.

---

### *Opt-Out of State Anti-takeover Law*

A strategy for dealing with anti-takeover issues has been a shareholder resolution asking a company to opt-out of a particular state anti-takeover laws.

We generally will not object to bylaws changes requiring a company to opt out of state anti-takeover laws. Resolutions requiring companies to opt into state anti-takeover statutes generally will be subject to further review for appropriateness.

### *Other Situations*

In the event an issue is not addressed in the above guidelines, we will determine on a case-by-case basis any proposals that may arise from management or shareholders. To the extent that a proposal from management does not infringe on shareholder rights, we will generally support management position. We may also elect to abstain or not vote on any given matter.

January 1, 2016

---



# United States

## Concise Proxy Voting Guidelines

[2016 Benchmark Policy Recommendations](#)

**Effective for Meetings on or after February  
1, 2016**

**Published January 22, 2016**

---



The policies contained herein are a sampling of selected key U.S. proxy voting guidelines and are not intended to be exhaustive. A full summary of ISS' 2016 proxy voting guidelines can be found at: <http://www.issgovernance.com/policy-gateway/2016-policy-information/>

## BOARD OF DIRECTORS:

### Voting on Director Nominees in Uncontested Elections

**General Recommendation:** Generally vote for director nominees, except under the following circumstances:

#### 1. Accountability

Vote against<sup>1</sup> or withhold from the entire board of directors (except new nominees<sup>2</sup>, who should be considered case-by-case) for the following:

##### *Problematic Takeover Defenses*

Classified Board Structure:

- 1.1. The board is classified, and a continuing director responsible for a problematic governance issue at the board/committee level that would warrant a withhold/against vote recommendation is not up for election. All appropriate nominees (except new) may be held accountable.

Director Performance Evaluation:

- 1.2. The board lacks accountability and oversight, coupled with sustained poor performance relative to peers. Sustained poor performance is measured by one- and three-year total shareholder returns in the bottom half of a company's four-digit GICS industry group (Russell 3000 companies only). Take into consideration the company's five-year total shareholder return and operational metrics. Problematic provisions include but are not limited to:
  - › A classified board structure;
  - › A supermajority vote requirement;
  - › Either a plurality vote standard in uncontested director elections or a majority vote standard with no plurality carve-out for contested elections;
  - › The inability of shareholders to call special meetings;
  - › The inability of shareholders to act by written consent;
  - › A dual-class capital structure; and/or
  - › A non-shareholder-approved poison pill.

---

<sup>1</sup> In general, companies with a plurality vote standard use "Withhold" as the contrary vote option in director elections; companies with a majority vote standard use "Against". However, it will vary by company and the proxy must be checked to determine the valid contrary vote option for the particular company.

<sup>2</sup> A "new nominee" is any current nominee who has not already been elected by shareholders and who joined the board after the problematic action in question transpired. If ISS cannot determine whether the nominee joined the board before or after the problematic action transpired, the nominee will be considered a "new nominee" if he or she joined the board within the 12 months prior to the upcoming shareholder meeting.

---

### **Poison Pills:**

- 1.3. The company's poison pill has a "dead-hand" or "modified dead-hand" feature. Vote against or withhold from nominees every year until this feature is removed;
- 1.4. The board adopts a poison pill with a term of more than 12 months ("long-term pill"), or renews any existing pill, including any "short-term" pill (12 months or less), without shareholder approval. A commitment or policy that puts a newly adopted pill to a binding shareholder vote may potentially offset an adverse vote recommendation. Review such companies with classified boards every year, and such companies with annually elected boards at least once every three years, and vote against or withhold votes from all nominees if the company still maintains a non-shareholder-approved poison pill; or
- 1.5. The board makes a material adverse change to an existing poison pill without shareholder approval. Vote case-by-case on all nominees if:
- 1.6. The board adopts a poison pill with a term of 12 months or less ("short-term pill") without shareholder approval, taking into account the following factors:
  - › The date of the pill's adoption relative to the date of the next meeting of shareholders—i.e. whether the company had time to put the pill on the ballot for shareholder ratification given the circumstances;
  - › The issuer's rationale;
  - › The issuer's governance structure and practices; and
  - › The issuer's track record of accountability to shareholders.

### ***Problematic Audit-Related Practices***

Generally vote against or withhold from the members of the Audit Committee if:

- 1.7. The non-audit fees paid to the auditor are excessive (see discussion under "Auditor Ratification");
- 1.8. The company receives an adverse opinion on the company's financial statements from its auditor; or
- 1.9. There is persuasive evidence that the Audit Committee entered into an inappropriate indemnification agreement with its auditor that limits the ability of the company, or its shareholders, to pursue legitimate legal recourse against the audit firm.

Vote case-by-case on members of the Audit Committee and potentially the full board if:

- 1.10. Poor accounting practices are identified that rise to a level of serious concern, such as: fraud; misapplication of GAAP; and material weaknesses identified in Section 404 disclosures. Examine the severity, breadth, chronological sequence, and duration, as well as the company's efforts at remediation or corrective actions, in determining whether withhold/against votes are warranted.

### ***Problematic Compensation Practices/Pay for Performance Misalignment***

In the absence of an Advisory Vote on Executive Compensation ballot item or in egregious situations, vote against or withhold from the members of the Compensation Committee and potentially the full board if:

- 1.11. There is a significant misalignment between CEO pay and company performance (pay for performance);
  - 1.12. The company maintains significant [problematic pay practices](#);
  - 1.13. The board exhibits a significant level of [poor communication](#) and responsiveness to shareholders;
  - 1.14. The company fails to submit one-time [transfers of stock options](#) to a shareholder vote; or
  - 1.15. The company fails to fulfill the terms of a [burn rate commitment](#) made to shareholders.
-

Vote case-by-case on Compensation Committee members (or, in exceptional cases, the full board) and the Management Say-on-Pay proposal if:

- 1.16. The company's previous say-on-pay received the support of less than 70 percent of votes cast, taking into account:
- › The company's response, including:
    - › Disclosure of engagement efforts with major institutional investors regarding the issues that contributed to the low level of support;
    - › Specific actions taken to address the issues that contributed to the low level of support;
    - › Other recent compensation actions taken by the company;
  - › Whether the issues raised are recurring or isolated;
  - › The company's ownership structure; and
  - › Whether the support level was less than 50 percent, which would warrant the highest degree of responsiveness.

#### *Unilateral Bylaw/Charter Amendments*

- 1.17. Generally vote against or withhold from directors individually, committee members, or the entire board (except new nominees, who should be considered case-by-case) if the board amends the company's bylaws or charter without shareholder approval in a manner that materially diminishes shareholders' rights or that could adversely impact shareholders, considering the following factors:
- › The board's rationale for adopting the bylaw/charter amendment without shareholder ratification;
  - › Disclosure by the company of any significant engagement with shareholders regarding the amendment;
  - › The level of impairment of shareholders' rights caused by the board's unilateral amendment to the bylaws/charter;
  - › The board's track record with regard to unilateral board action on bylaw/charter amendments or other entrenchment provisions;
  - › The company's ownership structure;
  - › The company's existing governance provisions;
  - › The timing of the board's amendment to the bylaws/charter in connection with a significant business development; and,
  - › Other factors, as deemed appropriate, that may be relevant to determine the impact of the amendment on shareholders.

Unless the adverse amendment is reversed or submitted to a binding shareholder vote, in subsequent years vote case-by-case on director nominees. Generally vote against (except new nominees, who should be considered case-by-case) if the directors:

- › Classified the board;
  - › Adopted supermajority vote requirements to amend the bylaws or charter; or
  - › Eliminated shareholders' ability to amend bylaws.
- 1.18. For newly public companies, generally vote against or withhold from directors individually, committee members, or the entire board (except new nominees, who should be considered case-by-case) if, prior to or in connection with the company's public offering, the company or its board adopted bylaw or charter provisions materially adverse to shareholder rights, considering the following factors:
- › The level of impairment of shareholders' rights caused by the provision;
  - › The disclosed rationale for adopting the provision;
  - › The ability to change the governance structure in the future (e.g., limitations on shareholders' right to amend the bylaws or charter, or supermajority vote requirements to amend the bylaws or charter);
-

- › The ability of shareholders to hold directors accountable through annual director elections, or whether the company has a classified board structure; and,
- › A public commitment to put the provision to a shareholder vote within three years of the date of the initial public offering.

**Unless the adverse provision is reversed or submitted to a vote of public shareholders, vote case-by-case on director nominees in subsequent years.**

### *Governance Failures*

Under extraordinary circumstances, vote against or withhold from directors individually, committee members, or the entire board, due to:

- 1.19. Material failures of governance, stewardship, risk oversight<sup>3</sup>, or fiduciary responsibilities at the company;
- 1.20. Failure to replace management as appropriate; or
- 1.21. Egregious actions related to a director's service on other boards that raise substantial doubt about his or her ability to effectively oversee management and serve the best interests of shareholders at any company.

## **2. Responsiveness**

**Vote case-by-case on individual directors, committee members, or the entire board of directors as appropriate if:**

- 2.1. The board failed to act on a shareholder proposal that received the support of a majority of the shares cast in the previous year. Factors that will be considered are:
  - › Disclosed outreach efforts by the board to shareholders in the wake of the vote;
  - › Rationale provided in the proxy statement for the level of implementation;
  - › The subject matter of the proposal;
  - › The level of support for and opposition to the resolution in past meetings;
  - › Actions taken by the board in response to the majority vote and its engagement with shareholders;
  - › The continuation of the underlying issue as a voting item on the ballot (as either shareholder or management proposals); and
  - › Other factors as appropriate.
- 2.2. The board failed to act on takeover offers where the majority of shares are tendered;
- 2.3. At the previous board election, any director received more than 50 percent withhold/against votes of the shares cast and the company has failed to address the issue(s) that caused the high withhold/against vote;
- 2.4. The board implements an advisory vote on executive compensation on a less frequent basis than the frequency that received the majority of votes cast at the most recent shareholder meeting at which shareholders voted on the say-on-pay frequency; or
- 2.5. The board implements an advisory vote on executive compensation on a less frequent basis than the frequency that received a plurality, but not a majority, of the votes cast at the most recent shareholder meeting at which shareholders voted on the say-on-pay frequency, taking into account:
  - › The board's rationale for selecting a frequency that is different from the frequency that received a plurality;
  - › The company's ownership structure and vote results;

---

<sup>3</sup> Examples of failure of risk oversight include, but are not limited to: bribery; large or serial fines or sanctions from regulatory bodies; significant adverse legal judgments or settlements; hedging of company stock; or significant pledging of company stock.

---

- › ISS' analysis of whether there are compensation concerns or a history of problematic compensation practices; and
- › The previous year's support level on the company's say-on-pay proposal.

### 3. Composition

#### Attendance at Board and Committee Meetings:

- 3.1. Generally vote against or withhold from directors (except new nominees, who should be considered case-by-case<sup>4</sup>) who attend less than 75 percent of the aggregate of their board and committee meetings for the period for which they served, unless an acceptable reason for absences is disclosed in the proxy or another SEC filing. Acceptable reasons for director absences are generally limited to the following:
  - › Medical issues/illness;
  - › Family emergencies; and
  - › Missing only one meeting (when the total of all meetings is three or fewer).
- 3.2. If the proxy disclosure is unclear and insufficient to determine whether a director attended at least 75 percent of the aggregate of his/her board and committee meetings during his/her period of service, vote against or withhold from the director(s) in question.

Overboarded Directors:

Vote against or withhold from individual directors who:

- 3.3. Sit on more than six public company boards; with respect to annual meetings on or after Feb. 1, 2017<sup>5</sup>, sit on more than five public company boards; or
- 3.4. Are CEOs of public companies who sit on the boards of more than two public companies besides their own— withhold only at their outside boards<sup>6</sup>.

### 4. Independence

#### Vote against or withhold from Inside Directors and Affiliated Outside Directors (per the Categorization of Directors) when:

- 4.1. The inside or affiliated outside director serves on any of the three key committees: audit, compensation, or nominating;
- 4.2. The company lacks an audit, compensation, or nominating committee so that the full board functions as that committee;
- 4.3. The company lacks a formal nominating committee, even if the board attests that the independent directors fulfill the functions of such a committee; or
- 4.4. Independent directors make up less than a majority of the directors.

---

<sup>4</sup> For new nominees only, schedule conflicts due to commitments made prior to their appointment to the board are considered if disclosed in the proxy or another SEC filing.

<sup>5</sup> This policy change includes a 1-year transition period to allow time for affected directors to address necessary changes if they wish.

<sup>6</sup> Although all of a CEO's subsidiary boards will be counted as separate boards, ISS will not recommend a withhold vote from the CEO of a parent company board or any of the controlled (>50 percent ownership) subsidiaries of that parent, but may do so at subsidiaries that are less than 50 percent controlled and boards outside the parent/subsidiary relationships.

---

## Independent Chair (Separate Chair/CEO)

**General Recommendation:** Generally vote for shareholder proposals requiring that the chairman's position be filled by an independent director, taking into consideration the following:

- › The scope of the proposal;
- › The company's current board leadership structure;
- › The company's governance structure and practices;
- › Company performance; and
- › Any other relevant factors that may be applicable.

Regarding the scope of the proposal, consider whether the proposal is precatory or binding and whether the proposal is seeking an immediate change in the chairman role or the policy can be implemented at the next CEO transition.

Under the review of the company's board leadership structure, ISS may support the proposal under the following scenarios absent a compelling rationale: the presence of an executive or non-independent chair in addition to the CEO; a recent recombination of the role of CEO and chair; and/or departure from a structure with an independent chair. ISS will also consider any recent transitions in board leadership and the effect such transitions may have on independent board leadership as well as the designation of a lead director role.

When considering the governance structure, ISS will consider the overall independence of the board, the independence of key committees, the establishment of governance guidelines, board tenure and its relationship to CEO tenure, and any other factors that may be relevant. Any concerns about a company's governance structure will weigh in favor of support for the proposal.

The review of the company's governance practices may include, but is not limited to poor compensation practices, material failures of governance and risk oversight, related-party transactions or other issues putting director independence at risk, corporate or management scandals, and actions by management or the board with potential or realized negative impact on shareholders. Any such practices may suggest a need for more independent oversight at the company thus warranting support of the proposal.

ISS' performance assessment will generally consider one-, three, and five-year TSR compared to the company's peers and the market as a whole. While poor performance will weigh in favor of the adoption of an independent chair policy, strong performance over the long-term will be considered a mitigating factor when determining whether the proposed leadership change warrants support.

## Proxy Access

**General Recommendation:** Generally vote for management and shareholder proposals for proxy access with the following provisions:

- › Ownership threshold: maximum requirement not more than three percent (3%) of the voting power;
- › Ownership duration: maximum requirement not longer than three (3) years of continuous ownership for each member of the nominating group;
- › Aggregation: minimal or no limits on the number of shareholders permitted to form a nominating group;
- › Cap: cap on nominees of generally twenty-five percent (25%) of the board.

Review for reasonableness any other restrictions on the right of proxy access. Generally vote against proposals that are more restrictive than these guidelines.

---

## Proxy Contests/Proxy Access — Voting for Director Nominees in Contested Elections

**General Recommendation:** Vote case-by-case on the election of directors in contested elections, considering the following factors:

- › Long-term financial performance of the company relative to its industry;
- › Management's track record;
- › Background to the contested election;
- › Nominee qualifications and any compensatory arrangements;
- › Strategic plan of dissident slate and quality of the critique against management;
- › Likelihood that the proposed goals and objectives can be achieved (both slates); and
- › Stock ownership positions.

In the case of candidates nominated pursuant to proxy access, vote case-by-case considering any applicable factors listed above or additional factors which may be relevant, [including those that are specific to the company, to the nominee\(s\) and/or to the nature of the election \(such as whether or not there are more candidates than board seats\)](#).

## CAPITAL/RESTRUCTURING

### Common Stock Authorization

**General Recommendation:** Vote for proposals to increase the number of authorized common shares where the primary purpose of the increase is to issue shares in connection with a transaction on the same ballot that warrants support.

Vote against proposals at companies with more than one class of common stock to increase the number of authorized shares of the class of common stock that has superior voting rights.

Vote against proposals to increase the number of authorized common shares if a vote for a reverse stock split on the same ballot is warranted despite the fact that the authorized shares would not be reduced proportionally.

Vote case-by-case on all other proposals to increase the number of shares of common stock authorized for issuance. Take into account company-specific factors that include, at a minimum, the following:

- › **Past Board Performance:**
  - › The company's use of authorized shares during the last three years
- › The Current Request:
  - › Disclosure in the proxy statement of the specific purposes of the proposed increase;
  - › Disclosure in the proxy statement of specific and severe risks to shareholders of not approving the request; and
  - › The dilutive impact of the request as determined relative to an allowable increase calculated by ISS (typically 100 percent of existing authorized shares) that reflects the company's need for shares and total shareholder returns.

ISS will apply the relevant allowable increase below to requests to increase common stock that are for general corporate purposes (or to the general corporate purposes portion of a request that also includes a specific need):

- A. Most companies: **100 percent** of existing authorized shares.
-

- B. Companies with less than 50 percent of existing authorized shares either outstanding or reserved for issuance: **50 percent** of existing authorized shares.
- C. Companies with one- and three-year total shareholder returns (TSRs) in the bottom 10 percent of the U.S. market as of the end of the calendar quarter that is closest to their most recent fiscal year end: **50 percent** of existing authorized shares.
- D. Companies at which both conditions (B and C) above are both present: **25 percent** of existing authorized shares.

If there is an acquisition, private placement, or similar transaction on the ballot (not including equity incentive plans) that ISS is recommending FOR, the allowable increase will be the greater of (i) twice the amount needed to support the transactions on the ballot, and (ii) the allowable increase as calculated above.

## Mergers and Acquisitions

**General Recommendation:** Vote case-by-case on mergers and acquisitions. Review and evaluate the merits and drawbacks of the proposed transaction, balancing various and sometimes countervailing factors including:

- › *Valuation* - Is the value to be received by the target shareholders (or paid by the acquirer) reasonable? While the fairness opinion may provide an initial starting point for assessing valuation reasonableness, emphasis is placed on the offer premium, market reaction and strategic rationale.
- › *Market reaction* - How has the market responded to the proposed deal? A negative market reaction should cause closer scrutiny of a deal.
- › *Strategic rationale* - Does the deal make sense strategically? From where is the value derived? Cost and revenue synergies should not be overly aggressive or optimistic, but reasonably achievable. Management should also have a favorable track record of successful integration of historical acquisitions.
- › *Negotiations and process* - Were the terms of the transaction negotiated at arm's-length? Was the process fair and equitable? A fair process helps to ensure the best price for shareholders. Significant negotiation "wins" can also signify the deal makers' competency. The comprehensiveness of the sales process (*e.g.*, full auction, partial auction, no auction) can also affect shareholder value.
- › *Conflicts of interest* - Are insiders benefiting from the transaction disproportionately and inappropriately as compared to non-insider shareholders? As the result of potential conflicts, the directors and officers of the company may be more likely to vote to approve a merger than if they did not hold these interests. Consider whether these interests may have influenced these directors and officers to support or recommend the merger. The CIC figure presented in the "ISS Transaction Summary" section of this report is an aggregate figure that can in certain cases be a misleading indicator of the true value transfer from shareholders to insiders. Where such figure appears to be excessive, analyze the underlying assumptions to determine whether a potential conflict exists.
- › *Governance* - Will the combined company have a better or worse governance profile than the current governance profiles of the respective parties to the transaction? If the governance profile is to change for the worse, the burden is on the company to prove that other issues (such as valuation) outweigh any deterioration in governance.

## COMPENSATION

### Executive Pay Evaluation

Underlying all evaluations are five global principles that most investors expect corporations to adhere to in designing and administering executive and director compensation programs:

1. Maintain appropriate pay-for-performance alignment, with emphasis on long-term shareholder value: This principle encompasses overall executive pay practices, which must be designed to attract, retain, and appropriately motivate the key employees who drive shareholder value creation over the long term. It will take into consideration, among other factors, the link between pay and performance; the mix between fixed and variable pay; performance goals; and equity-based plan costs;
-



2. Avoid arrangements that risk "pay for failure": This principle addresses the appropriateness of long or indefinite contracts, excessive severance packages, and guaranteed compensation;
3. Maintain an independent and effective compensation committee: This principle promotes oversight of executive pay programs by directors with appropriate skills, knowledge, experience, and a sound process for compensation decision-making (*e.g.*, including access to independent expertise and advice when needed);
4. Provide shareholders with clear, comprehensive compensation disclosures: This principle underscores the importance of informative and timely disclosures that enable shareholders to evaluate executive pay practices fully and fairly;
5. Avoid inappropriate pay to non-executive directors: This principle recognizes the interests of shareholders in ensuring that compensation to outside directors does not compromise their independence and ability to make appropriate judgments in overseeing managers' pay and performance. At the market level, it may incorporate a variety of generally accepted best practices.

#### Advisory Votes on Executive Compensation—Management Proposals (Management Say-on-Pay)

**General Recommendation:** Vote case-by-case on ballot items related to executive pay and practices, as well as certain aspects of outside director compensation.

Vote against Advisory Votes on Executive Compensation (Management Say-on-Pay—MSOP) if:

- › There is a significant misalignment between CEO pay and company performance ([pay for performance](#));
- › The company maintains significant [problematic pay practices](#);
- › The board exhibits a significant level of [poor communication and responsiveness](#) to shareholders.

Vote against or withhold from the members of the Compensation Committee and potentially the full board if:

- › There is no MSOP on the ballot, and an against vote on an MSOP is warranted due to pay for performance misalignment, problematic pay practices, or the lack of adequate responsiveness on compensation issues raised previously, or a combination thereof;
- › The board fails to respond adequately to a previous MSOP proposal that received less than 70 percent support of votes cast;
- › The company has recently practiced or approved problematic pay practices, including option repricing or option backdating; or
- › The situation is egregious.

Primary Evaluation Factors for Executive Pay

#### Pay-for-Performance Evaluation

ISS annually conducts a pay-for-performance analysis to identify strong or satisfactory alignment between pay and performance over a sustained period. With respect to companies in the Russell 3000 or Russell 3000E Indices<sup>7</sup>, this analysis considers the following:

---

<sup>7</sup> The [Russell 3000E](#) Index includes approximately 4,000 of the largest U.S. equity securities.

## 1. Peer Group<sup>8</sup> Alignment:

- › The degree of alignment between the company's annualized TSR rank and the CEO's annualized total pay rank within a peer group, each measured over a three-year period.
  - › The multiple of the CEO's total pay relative to the peer group median.
2. Absolute Alignment<sup>9</sup> – the absolute alignment between the trend in CEO pay and company TSR over the prior five fiscal years – i.e., the difference between the trend in annual pay changes and the trend in annualized TSR during the period.

If the above analysis demonstrates significant unsatisfactory long-term pay-for-performance alignment or, in the case of companies outside the Russell indices, misaligned pay and performance are otherwise suggested, our analysis may include any of the following qualitative factors, as relevant to evaluating how various pay elements may work to encourage or to undermine long-term value creation and alignment with shareholder interests:

- › The ratio of performance- to time-based equity awards;
- › The overall ratio of performance-based compensation;
- › The completeness of disclosure and rigor of performance goals;
- › The company's peer group benchmarking practices;
- › Actual results of financial/operational metrics, such as growth in revenue, profit, cash flow, etc., both absolute and relative to peers;
- › Special circumstances related to, for example, a new CEO in the prior FY or anomalous equity grant practices (e.g., bi-annual awards);
- › Realizable pay<sup>10</sup> compared to grant pay; and
- › Any other factors deemed relevant.

## Problematic Pay Practices

**The focus is on executive compensation practices that contravene the global pay principles, including:**

- › Problematic practices related to non-performance-based compensation elements;
- › Incentives that may motivate excessive risk-taking; and
- › Options Backdating.

### Problematic Pay Practices related to Non-Performance-Based Compensation Elements

Pay elements that are not directly based on performance are generally evaluated case-by-case considering the context of a company's overall pay program and demonstrated pay-for-performance philosophy. Please refer to ISS' Compensation FAQ document for detail on specific pay practices that have been identified as potentially problematic and may lead to negative recommendations if they are deemed to be inappropriate or unjustified relative to executive pay best practices. The list below highlights the problematic practices that carry significant weight in this overall consideration and may result in adverse vote recommendations:

---

<sup>8</sup> The revised peer group is generally comprised of 14-24 companies that are selected using market cap, revenue (or assets for certain financial firms), GICS industry group, and company's selected peers' GICS industry group, with size constraints, via a process designed to select peers that are comparable to the subject company in terms of revenue/assets and industry, and also within a market cap bucket that is reflective of the company's. For Oil, Gas & Consumable Fuels companies, market cap is the only size determinant.

<sup>9</sup> Only Russell 3000 Index companies are subject to the Absolute Alignment analysis.

<sup>10</sup> ISS research reports include realizable pay for S&P1500 companies.

---

- › Repricing or replacing of underwater stock options/SARS without prior shareholder approval (including cash buyouts and voluntary surrender of underwater options);
- › Excessive perquisites or tax gross-ups, including any gross-up related to a secular trust or restricted stock vesting;
- › New or extended agreements that provide for:
  - › CIC payments exceeding 3 times base salary and average/target/most recent bonus;
  - › CIC severance payments without involuntary job loss or substantial diminution of duties ("single" or "modified single" triggers);
  - › CIC payments with excise tax gross-ups (including "modified" gross-ups);
- › Insufficient executive compensation disclosure by externally- managed issuers (EMIs) such that a reasonable assessment of pay programs and practices applicable to the EMI's executives is not possible.

#### Incentives that may Motivate Excessive Risk-Taking

- › Multi-year guaranteed bonuses;
- › A single or common performance metric used for short- and long-term plans;
- › Lucrative severance packages;
- › High pay opportunities relative to industry peers;
- › Disproportionate supplemental pensions; or
- › Mega annual equity grants that provide unlimited upside with no downside risk.

Factors that potentially mitigate the impact of risky incentives include rigorous claw-back provisions and robust stock ownership/holding guidelines.

#### Options Backdating

The following factors should be examined case-by-case to allow for distinctions to be made between "sloppy" plan administration versus deliberate action or fraud:

- › Reason and motive for the options backdating issue, such as inadvertent vs. deliberate grant date changes;
- › Duration of options backdating;
- › Size of restatement due to options backdating;
- › Corrective actions taken by the board or compensation committee, such as canceling or re-pricing backdated options, the recouping of option gains on backdated grants; and
- › Adoption of a grant policy that prohibits backdating, and creates a fixed grant schedule or window period for equity grants in the future.

### **Compensation Committee Communications and Responsiveness**

**Consider the following factors case-by-case when evaluating ballot items related to executive pay on the board's responsiveness to investor input and engagement on compensation issues:**

- › Failure to respond to majority-supported shareholder proposals on executive pay topics; or
  - › Failure to adequately respond to the company's previous say-on-pay proposal that received the support of less than 70 percent of votes cast, taking into account:
    - › The company's response, including:
      - › Disclosure of engagement efforts with major institutional investors regarding the issues that contributed to the low level of support;
      - › Specific actions taken to address the issues that contributed to the low level of support;
      - › Other recent compensation actions taken by the company;
-

- › Whether the issues raised are recurring or isolated;
- › The company's ownership structure; and
- › Whether the support level was less than 50 percent, which would warrant the highest degree of responsiveness.

## Equity-Based and Other Incentive Plans

**General Recommendation:** Vote case-by-case on certain equity-based compensation plans<sup>11</sup> depending on a combination of certain plan features and equity grant practices, where positive factors may counterbalance negative factors, and vice versa, as evaluated using an "equity plan scorecard" (EPSC) approach with three pillars:

- › Plan Cost: The total estimated cost of the company's equity plans relative to industry/market cap peers, measured by the company's estimated Shareholder Value Transfer (SVT) in relation to peers and considering both:
  - › SVT based on new shares requested plus shares remaining for future grants, plus outstanding unvested/unexercised grants; and
  - › SVT based only on new shares requested plus shares remaining for future grants.
- › Plan Features:
  - › Automatic single-triggered award vesting upon a change in control (CIC);
  - › Discretionary vesting authority;
  - › Liberal share recycling on various award types;
  - › Lack of minimum vesting period for grants made under the plan.
- › Grant Practices:
  - › The company's three year burn rate relative to its industry/market cap peers;
  - › Vesting requirements in most recent CEO equity grants (3-year look-back);
  - › The estimated duration of the plan (based on the sum of shares remaining available and the new shares requested, divided by the average annual shares granted in the prior three years);
  - › The proportion of the CEO's most recent equity grants/awards subject to performance conditions;
  - › Whether the company maintains a claw-back policy;
  - › Whether the company has established post exercise/vesting share-holding requirements.

Generally vote against the plan proposal if the combination of above factors indicates that the plan is not, overall, in shareholders' interests, or if any of the following egregious factors apply:

- › Awards may vest in connection with a liberal change-of-control definition;
- › The plan would permit repricing or cash buyout of underwater options without shareholder approval (either by expressly permitting it – for NYSE and Nasdaq listed companies -- or by not prohibiting it when the company has a history of repricing – for non-listed companies);
- › The plan is a vehicle for problematic pay practices or a significant pay-for-performance disconnect under certain circumstances; or
- › Any other plan features are determined to have a significant negative impact on shareholder interests.

---

<sup>11</sup> Proposals evaluated under the EPSC policy generally include those to approve or amend (1) stock option plans for employees and/or employees and directors, (2) restricted stock plans for employees and/or employees and directors, and (3) omnibus stock incentive plans for employees and/or employees and directors.

## SOCIAL/ENVIRONMENTAL ISSUES (SHAREHOLDER PROPOSALS)

### Global Approach

Issues covered under the policy include a wide range of topics, including consumer and product safety, environment and energy, labor standards and human rights, workplace and board diversity, and corporate political issues. While a variety of factors goes into each analysis, the overall principle guiding all vote recommendations focuses on how the proposal may enhance or protect shareholder value in either the short or long term.

**General Recommendation:** Generally vote case-by-case, taking into consideration whether implementation of the proposal is likely to enhance or protect shareholder value, and in addition the following will also be considered:

- › If the issues presented in the proposal are more appropriately or effectively dealt with through legislation or government regulation;
- › If the company has already responded in an appropriate and sufficient manner to the issue(s) raised in the proposal;
- › Whether the proposal's request is unduly burdensome (scope or timeframe) or overly prescriptive;
- › The company's approach compared with any industry standard practices for addressing the issue(s) raised by the proposal;
- › If the proposal requests increased disclosure or greater transparency, whether or not reasonable and sufficient information is currently available to shareholders from the company or from other publicly available sources; and
- › If the proposal requests increased disclosure or greater transparency, whether or not implementation would reveal proprietary or confidential information that could place the company at a competitive disadvantage.

### Climate Change/Greenhouse Gas (GHG) Emissions

**General Recommendation:** Generally vote for resolutions requesting that a company disclose information on the risks related to climate change on its operations and investments, such as financial, physical, or regulatory risks, considering:

- › Whether the company already provides current, publicly-available information on the impact that climate change may have on the company as well as associated company policies and procedures to address related risks and/or opportunities;
- › The company's level of disclosure is at least comparable to that of industry peers; and
- › There are no significant controversies, fines, penalties, or litigation associated with the company's environmental performance.

Generally vote for proposals requesting a report on greenhouse gas (GHG) emissions from company operations and/or products and operations, unless:

- › The company already discloses current, publicly-available information on the impacts that GHG emissions may have on the company as well as associated company policies and procedures to address related risks and/or opportunities;
- › The company's level of disclosure is comparable to that of industry peers; and
- › **There are no significant, controversies**, fines, penalties, or litigation associated with the company's GHG emissions.

Vote case-by-case on proposals that call for the adoption of GHG reduction goals from products and operations, taking into account:

- › Whether the company provides disclosure of year-over-year GHG emissions performance data;
  - › Whether company disclosure lags behind industry peers;
-

- › The company's actual GHG emissions performance;
- › The company's current GHG emission policies, oversight mechanisms, and related initiatives; and
- › Whether the company has been the subject of recent, significant violations, fines, litigation, or controversy related to GHG emissions.

### Board Diversity

**General Recommendation:** Generally vote for requests for reports on a company's efforts to diversify the board, unless:

- › The gender and racial minority representation of the company's board is reasonably inclusive in relation to companies of similar size and business; and
- › The board already reports on its nominating procedures and gender and racial minority initiatives on the board and within the company.

**Vote case-by-case on proposals asking a company to increase the gender and racial minority representation on its board, taking into account:**

- › The degree of existing gender and racial minority diversity on the company's board and among its executive officers;
- › The level of gender and racial minority representation that exists at the company's industry peers;
- › The company's established process for addressing gender and racial minority board representation;
- › Whether the proposal includes an overly prescriptive request to amend nominating committee charter language;
- › The independence of the company's nominating committee;
- › Whether the company uses an outside search firm to identify potential director nominees; and
- › Whether the company has had recent controversies, fines, or litigation regarding equal employment practices.

### Sustainability Reporting

**General Recommendation:** Generally vote for proposals requesting that a company report on its policies, initiatives, and oversight mechanisms related to social, economic, and environmental sustainability, unless:

- › The company already discloses similar information through existing reports or policies such as an environment, health, and safety (EHS) report; a comprehensive code of corporate conduct; and/or a diversity report; or
- › The company has formally committed to the implementation of a reporting program based on Global Reporting Initiative (GRI) guidelines or a similar standard within a specified time frame.

### Environmental, Social, and Governance (ESG) Compensation-Related Proposals

**General Recommendation:** Vote case-by-case on proposals to link, or report on linking, executive compensation to sustainability (environmental and social) criteria, considering:

- › Whether the company has significant and/or persistent controversies or regulatory violations regarding social and/or environmental issues;
  - › Whether the company has management systems and oversight mechanisms in place regarding its social and environmental performance;
  - › The degree to which industry peers have incorporated similar non-financial performance criteria in their executive compensation practices; and
  - › The company's current level of disclosure regarding its environmental and social performance.
-

This document and all of the information contained in it, including without limitation all text, data, graphs, and charts (collectively, the "Information") is the property of Institutional Shareholder Services Inc. (ISS), its subsidiaries, or, in some cases third party suppliers.

The Information has not been submitted to, nor received approval from, the United States Securities and Exchange Commission or any other regulatory body. None of the Information constitutes an offer to sell (or a solicitation of an offer to buy), or a promotion or recommendation of, any security, financial product or other investment vehicle or any trading strategy, and ISS does not endorse, approve, or otherwise express any opinion regarding any issuer, securities, financial products or instruments or trading strategies.

The user of the Information assumes the entire risk of any use it may make or permit to be made of the Information.

ISS MAKES NO EXPRESS OR IMPLIED WARRANTIES OR REPRESENTATIONS WITH RESPECT TO THE INFORMATION AND EXPRESSLY DISCLAIMS ALL IMPLIED WARRANTIES (INCLUDING, WITHOUT LIMITATION, ANY IMPLIED WARRANTIES OF ORIGINALITY, ACCURACY, TIMELINESS, NON-INFRINGEMENT, COMPLETENESS, MERCHANTABILITY, AND FITNESS for A PARTICULAR PURPOSE) WITH RESPECT TO ANY OF THE INFORMATION.

Without limiting any of the foregoing and to the maximum extent permitted by law, in no event shall ISS have any liability regarding any of the Information for any direct, indirect, special, punitive, consequential (including lost profits), or any other damages even if notified of the possibility of such damages. The foregoing shall not exclude or limit any liability that may not by applicable law be excluded or limited.



**The Global Leader In Corporate Governance**

[www.issgovernance.com](http://www.issgovernance.com)

---

## Item 8. Portfolio Managers of Closed End Management Investment Companies.

Mark C. Winmill, as President and Chief Executive Officer of the registrant, is responsible for the management of the registrant's assets. He has managed the assets of the registrant since 2012. Mr. Winmill is President, Chief Executive Officer, and a Director or Manager of the registrant, and its subsidiaries and Tuxis Corporation (a real estate company) and its subsidiaries ("Tuxis"). He is Vice President of the Fund Complex and Chief Investment Strategist of Bexil Advisers LLC and Midas Management Corporation (registered investment advisers and, collectively, the "Advisers"). He is Executive Vice President and a Director of Winmill & Co. Incorporated (a holding company) ("Winco"). He is a principal of Bexil Securities LLC and Midas Securities Group, Inc. (registered broker-dealers and, collectively, the "Broker-Dealers"). He is Vice President of Bexil Corporation (a holding company). He is the brother of Thomas B. Winmill. The foregoing information has been provided as of March 9, 2016.

As of December 31, 2015, Mr. Winmill's compensation, with respect to the registrant, consists of a salary, bonus, employee benefits, and reimbursement of reasonable business expenses, pursuant to an employment agreement with the registrant. As of December 31, 2015 Mr. Winmill's compensation plan generally consists of base salary, employee benefits plan participation, qualified retirement plan participation, annual and asset level bonuses, certain prerequisites, and participation in equity based compensation plans. A portion of Mr. Winmill's compensation may be deferred at his election.

Mr. Winmill's base salary is determined annually by level of responsibility and tenure at the registrant or its affiliates. The primary components of Mr. Winmill's annual bonus are based on (i) number of weeks' salary paid as annual bonuses to employees generally of the registrant and its affiliates, and (ii) the financial performance of the registrant and its affiliates. A subjective component of Mr. Winmill's annual bonus is based on his overall contribution to management of the registrant and its affiliates. Mr. Winmill may receive an asset level bonus upon assets under management reaching certain levels. Mr. Winmill also may be compensated under equity based compensation plans linked to increases or decreases in the market value of the stock of the parent of the investment manager and its affiliates.

Mr. Winmill's compensation with respect to the registrant and as an IPC member may give rise to potential conflicts of interest. Mr. Winmill's base pay tends to increase with additional and more complex responsibilities often reflecting increased assets under management and marketing efforts, which together indirectly link compensation to sales of Fund shares. The asset level bonus, although intended to encourage above average investment performance and account servicing, as well as lower expense ratios, may give rise to potential conflicts of interest by linking compensation to sales. The management of multiple funds and accounts (including proprietary accounts) may give rise to potential conflicts of interest if the funds and accounts have different objectives, benchmarks, time horizons, and fees as Mr. Winmill must allocate his or her time and investment ideas across multiple funds and accounts. Mr. Winmill may execute transactions for one fund or account that may adversely impact the value of securities held by another fund. Securities selected for one fund or accounts rather than another Fund may outperform the securities selected for the Fund. The management of personal accounts may give rise to potential conflicts of interest; there is no assurance that the Funds' codes of ethics will adequately address such conflicts.

The following table provides information relating to other (non-registrant) accounts where the portfolio manager is jointly or primarily responsible for day-to-day management as of December 31, 2015. The portfolio manager does not manage accounts or assets with performance-based advisory fees, or other pooled investment vehicles.

Number of Registered Investment Companies	Assets (millions)
2	\$19
Number of Other Accounts	Assets (millions)
2	\$8

As of December 31, 2015, the dollar range of shares in the registrant beneficially owned by Mark C. Winmill was \$50,001-\$100,000. Mr. Winmill is a trustee of the Winmill Family Trust and may be deemed to have indirect beneficial ownership of the 148,932 shares of the registrant directly and indirectly owned by Winco as a result of his status as a controlling person of the Winmill Family Trust. Mr. Winmill disclaims beneficial ownership of these shares.

## Item 9. Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers.

Not applicable.

## Item 10. Submission of Matters to a Vote of Security Holders.

There were no material changes to the procedures by which shareholders may recommend nominees to the registrant's board of directors made or implemented after the registrant last provided disclosure in response to the requirements of Item 407(c)(2) (iv) of Regulation S-K (17 CFR 229.407), or this Item.

## Item 11. Controls and Procedures.

- (a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act



and 15d-15(b) under the Securities Exchange Act of 1934.

- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's second fiscal quarter of the period covered by the report that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

**Item 12. Exhibits.**

- (a) Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940(17 CFR 270.360a-2) attached hereto as Exhibits EX-31 and certifications pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 attached hereto as Exhibit EX-32.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and 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.

**Global Self Storage, Inc.**

March 9, 2016

By: /s/ Mark C. Winmill  
\_\_\_\_\_  
Mark C. Winmill, President

**Global Self Storage, Inc.**

March 9, 2016

By: /s/ Thomas O'Malley  
\_\_\_\_\_  
Thomas O'Malley, Chief Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

**Global Self Storage, Inc.**

March 9, 2016

By: /s/ Mark C. Winmill  
\_\_\_\_\_  
Mark C. Winmill, President

**Global Self Storage, Inc.**

March 9, 2016

By: /s/ Thomas O'Malley  
\_\_\_\_\_  
Thomas O'Malley, Chief Financial Officer

## CERTIFICATIONS

I, Mark C. Winmill, certify that:

1. I have reviewed this report on Form N-CSR of Global Self Storage, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations, changes in net assets, and cash flows (if the financial statements are required to include a statement of cash flows) of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) and internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of a date within 90 days prior to the filing date of this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

□ □  
March 9, 2016

By: /s/ Mark C. Winmill  
Mark C. Winmill  
President

---

---

I, Thomas O'Malley, certify that:

1. I have reviewed this report on Form N-CSR of Global Self Storage, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations, changes in net assets, and cash flows (if the financial statements are required to include a statement of cash flows) of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) and internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of a date within 90 days prior to the filing date of this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

□□  
March 9, 2016

By: /s/ Thomas O'Malley  
Thomas O'Malley  
Chief Financial Officer

---

**SECTION 906 CERTIFICATION**  
**Certification Pursuant to 18 U.S.C. Section 1350,**  
**As Adopted Pursuant to**  
**Section 906 of the Sarbanes-Oxley Act of 2002**

Global Self Storage, Inc.

In connection with the report on Form N-CSR (the "Report") of the above-named issuer for the period ended December 31, 2015 that is accompanied by this certification, the undersigned hereby certifies that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the issuer.

□  
March 9, 2016

By: /s/ Mark C. Winmill  
Mark C. Winmill  
Chief Executive Officer

---

This certification, furnished pursuant to the the requirements of Section 906 of the Sarbanes-Oxley Act of 2002, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that section, and shall not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act of 1934.

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to the Issuer and will be retained by the Issuer and furnished to the SEC or its staff upon request.

---

**SECTION 906 CERTIFICATION**  
**Certification Pursuant to 18 U.S.C. Section 1350,**  
**As Adopted Pursuant to**  
**Section 906 of the Sarbanes-Oxley Act of 2002**

Global Self Storage, Inc.

In connection with the report on Form N-CSR (the "Report") of the above-named issuer for the period ended December 31, 2015 that is accompanied by this certification, the undersigned hereby certifies that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the issuer.

□ □  
March 9, 2016

By: /s/ Thomas O'Malley  
Thomas O'Malley  
Chief Financial Officer

---

This certification, furnished pursuant to the requirements of Section 906 of the Sarbanes-Oxley Act of 2002, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that section, and shall not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act of 1934.

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to the Issuer and will be retained by the Issuer and furnished to the SEC or its staff upon request.