

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

JOHN HANCOCK PREMIUM DIVIDEND FUND  
Form N-PX  
August 24, 2012

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-05908  
NAME OF REGISTRANT: John Hancock Patriot Premium  
Dividend Fund II  
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 601 Congress Street  
Boston, MA 02210  
NAME AND ADDRESS OF AGENT FOR SERVICE: Charles Rizzo  
601 Congress Street  
Boston, MA 02210  
REGISTRANT'S TELEPHONE NUMBER: 617-663-3000  
DATE OF FISCAL YEAR END: 10/31  
DATE OF REPORTING PERIOD: 07/01/2011 - 06/30/2012

2X23 John Hancock Funds Patriot Premium Dividend II

-----  
AGL RESOURCES INC. Agen  
-----

Security: 001204106  
Meeting Type: Annual  
Meeting Date: 01-May-2012  
Ticker: GAS  
ISIN: US0012041069  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	SANDRA N. BANE	Mgmt	For
	THOMAS D. BELL, JR.	Mgmt	For
	NORMAN R. BOBINS	Mgmt	For
	CHARLES R. CRISP	Mgmt	For
	BRENDA J. GAINES	Mgmt	For
	ARTHUR E. JOHNSON	Mgmt	For
	WYCK A. KNOX, JR.	Mgmt	For
	DENNIS M. LOVE	Mgmt	For
	C.H. "PETE" MCTIER	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

	DEAN R. O'HARE	Mgmt	For
	ARMANDO J. OLIVERA	Mgmt	For
	JOHN E. RAN	Mgmt	For
	JAMES A. RUBRIGHT	Mgmt	For
	JOHN W. SOMERHALDER II	Mgmt	For
	BETTINA M. WHYTE	Mgmt	For
	HENRY C. WOLF	Mgmt	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

---

ALLIANT ENERGY CORPORATION

Agen

Security: 018802108  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: LNT  
 ISIN: US0188021085

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PATRICK E. ALLEN** PATRICIA L. KAMPLING** ANN K. NEWHALL* DEAN C. OESTREICH* CAROL P. SANDERS*	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2.	ADVISORY VOTE ON APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

---

AMEREN CORPORATION

Agen

Security: 023608102  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2012  
 Ticker: AEE  
 ISIN: US0236081024

Prop.#	Proposal	Proposal Type	Proposal Vote
--------	----------	---------------	---------------

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

	Type	
1. DIRECTOR STEPHEN F. BRAUER CATHERINE S. BRUNE ELLEN M. FITZSIMMONS WALTER J. GALVIN GAYLE P.W. JACKSON JAMES C. JOHNSON STEVEN H. LIPSTEIN PATRICK T. STOKES THOMAS R. VOSS STEPHEN R. WILSON JACK D. WOODARD	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2. ADVISORY APPROVAL OF THE COMPENSATION OF THE EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
3. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
4. SHAREHOLDER PROPOSAL RELATING TO REPORT ON COAL COMBUSTION WASTE.	Shr	Against
5. SHAREHOLDER PROPOSAL RELATING TO REPORT ON COAL-RELATED COSTS AND RISK.	Shr	Against
6. SHAREHOLDER PROPOSAL RELATING TO ASSESSMENT AND REPORT ON GREENHOUSE GAS AND OTHER AIR EMISSIONS REDUCTIONS.	Shr	Against

AMERICAN ELECTRIC POWER COMPANY, INC.

Agen

Security: 025537101  
Meeting Type: Annual  
Meeting Date: 24-Apr-2012  
Ticker: AEP  
ISIN: US0255371017

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: NICHOLAS K. AKINS	Mgmt	For
1B.	ELECTION OF DIRECTOR: DAVID J. ANDERSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES F. CORDES	Mgmt	For
1D.	ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: LINDA A. GOODSPEED	Mgmt	For
1F.	ELECTION OF DIRECTOR: THOMAS E. HOAGLIN	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1G.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Mgmt	For
1H.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	Mgmt	For
1I.	ELECTION OF DIRECTOR: LIONEL L. NOWELL III	Mgmt	For
1J.	ELECTION OF DIRECTOR: RICHARD L. SANDOR	Mgmt	For
1K.	ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER	Mgmt	For
1L.	ELECTION OF DIRECTOR: JOHN F. TURNER	Mgmt	For
2.	APPROVAL OF THE AMERICAN ELECTRIC POWER SYSTEM SENIOR OFFICER INCENTIVE PLAN.	Mgmt	For
3.	APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

-----  
 AT&T INC.

-----  
 Agen

Security: 00206R102  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2012  
 Ticker: T  
 ISIN: US00206R1023  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Mgmt	For
1C.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Mgmt	For
1F.	ELECTION OF DIRECTOR: JAMES P. KELLY	Mgmt	For
1G.	ELECTION OF DIRECTOR: JON C. MADONNA	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Mgmt	For
1K.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

AUDITORS.

3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	AMEND CERTIFICATE OF INCORPORATION.	Mgmt	For
5.	POLITICAL CONTRIBUTIONS REPORT.	Shr	For
6.	LIMIT WIRELESS NETWORK MANAGEMENT.	Shr	Against
7.	INDEPENDENT BOARD CHAIRMAN.	Shr	For

-----  
 ATMOS ENERGY CORPORATION

Agen

Security: 049560105  
 Meeting Type: Annual  
 Meeting Date: 08-Feb-2012  
 Ticker: ATO  
 ISIN: US0495601058  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: KIM R. COCKLIN	Mgmt	For
1B	ELECTION OF DIRECTOR: RICHARD W. DOUGLAS	Mgmt	For
1C	ELECTION OF DIRECTOR: RUBEN E. ESQUIVEL	Mgmt	For
1D	ELECTION OF DIRECTOR: RICHARD K. GORDON	Mgmt	For
1E	ELECTION OF DIRECTOR: THOMAS C. MEREDITH	Mgmt	For
1F	ELECTION OF DIRECTOR: NANCY K. QUINN	Mgmt	For
1G	ELECTION OF DIRECTOR: STEPHEN R. SPRINGER	Mgmt	For
1H	ELECTION OF DIRECTOR: RICHARD WARE II	Mgmt	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	Mgmt	For
03	PROPOSAL FOR AN ADVISORY VOTE BY SHAREHOLDERS TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR FISCAL 2011 ("SAY ON PAY").	Mgmt	For

-----  
 BANK OF AMERICA CORPORATION

Agen

Security: 060505559  
 -----

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

Meeting Type: Annual  
 Meeting Date: 09-May-2012  
 Ticker: BMLPRQ  
 ISIN: US0605055591

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MUKESH D. AMBANI	Mgmt	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Mgmt	For
1C.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1F.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1H.	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1I.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: DONALD E. POWELL	Mgmt	For
1K.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Mgmt	Against
1L.	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Mgmt	For
2.	AN ADVISORY (NON-BINDING) "SAY ON PAY" VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4.	STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT.	Shr	Against
5.	STOCKHOLDER PROPOSAL - GRASSROOTS AND OTHER LOBBYING.	Shr	For
6.	STOCKHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shr	For
7.	STOCKHOLDER PROPOSAL - MORTGAGE SERVICING OPERATIONS.	Shr	Against
8.	STOCKHOLDER PROPOSAL - PROHIBITION ON POLITICAL SPENDING.	Shr	Against

BANK OF AMERICA CORPORATION

Agen

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

Security: 060505617  
 Meeting Type: Annual  
 Meeting Date: 09-May-2012  
 Ticker: BMLPRI  
 ISIN: US0605056177

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MUKESH D. AMBANI	Mgmt	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Mgmt	For
1C.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1F.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For
1H.	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1I.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: DONALD E. POWELL	Mgmt	For
1K.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Mgmt	Against
1L.	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Mgmt	For
2.	AN ADVISORY (NON-BINDING) "SAY ON PAY" VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4.	STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT.	Shr	Against
5.	STOCKHOLDER PROPOSAL - GRASSROOTS AND OTHER LOBBYING.	Shr	For
6.	STOCKHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shr	For
7.	STOCKHOLDER PROPOSAL - MORTGAGE SERVICING OPERATIONS.	Shr	Against
8.	STOCKHOLDER PROPOSAL - PROHIBITION ON POLITICAL SPENDING.	Shr	Against

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

-----  
 Security: 092113109  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: BKH  
 ISIN: US0921131092  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MICHAEL H. MADISON STEVEN R. MILLS STEPHEN D. NEWLIN	Mgmt Mgmt Mgmt	For For For
2.	AUTHORIZE AN INCREASE IN THE COMPANY'S AUTHORIZED INDEBTEDNESS FROM \$2 BILLION TO \$4 BILLION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

-----  
 BP P.L.C.

Agen

-----  
 Security: 055622104  
 Meeting Type: Annual  
 Meeting Date: 12-Apr-2012  
 Ticker: BP  
 ISIN: US0556221044  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Mgmt	For
2	TO APPROVE THE DIRECTORS' REMUNERATION REPORT.	Mgmt	For
3	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Mgmt	For
4	TO RE-ELECT MR I C CONN AS A DIRECTOR.	Mgmt	For
5	TO ELECT DR B GILVARY AS A DIRECTOR.	Mgmt	For
6	TO RE-ELECT DR B E GROTE AS A DIRECTOR.	Mgmt	For
7	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Mgmt	For
8	TO RE-ELECT MR F L BOWMAN AS A DIRECTOR.	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

9	TO RE-ELECT MR A BURGMANS AS A DIRECTOR.	Mgmt	For
10	TO RE-ELECT MRS C B CARROLL AS A DIRECTOR.	Mgmt	For
11	TO RE-ELECT MR G DAVID AS A DIRECTOR.	Mgmt	For
12	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Mgmt	For
13	TO ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Mgmt	For
14	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	Mgmt	For
15	TO RE-ELECT MR F P NHLEKO AS A DIRECTOR.	Mgmt	For
16	TO ELECT MR A B SHILSTON AS A DIRECTOR.	Mgmt	For
17	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	Mgmt	For
18	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.	Mgmt	For
S19	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Mgmt	For
20	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Mgmt	For
S21	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Mgmt	For
S22	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	Mgmt	For

---

CAROLINA POWER & LIGHT COMPANY

Agen

Security: 144141405  
Meeting Type: Annual  
Meeting Date: 07-May-2012  
Ticker: CPWLP  
ISIN: US1441414059

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	J. CORBETT	Mgmt	For
	W. JOHNSON	Mgmt	For
	J. LYASH	Mgmt	For
	J. MCARTHUR	Mgmt	For
	M. MULHERN	Mgmt	For
	J. SCAROLA	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

	P. SIMS	Mgmt	For
	L. YATES	Mgmt	For
2.	ADVISORY (NONBINDING) VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS CAROLINA POWER & LIGHT COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

CH ENERGY GROUP, INC.

Agen

Security: 12541M102  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2012  
 Ticker: CHG  
 ISIN: US12541M1027

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MARGARITA K. DILLEY STEVEN M. FETTER STANLEY J. GRUBEL MANUEL J. IRAOLA E. MICHEL KRUSE STEVEN V. LANT EDWARD T. TOKAR JEFFREY D. TRANEN ERNEST R. VEREBELYI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	ADVISORY (NON-BINDING) VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

CH ENERGY GROUP, INC.

Agen

Security: 12541M102  
 Meeting Type: Special  
 Meeting Date: 19-Jun-2012  
 Ticker: CHG  
 ISIN: US12541M1027

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER,	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

DATED AS OF FEBRUARY 20, 2012, BY AND AMONG FORTISUS INC., CASCADE ACQUISITION SUB INC., A WHOLLY OWNED SUBSIDIARY OF FORTISUS INC., FORTIS INC. (SOLELY FOR PURPOSES OF CERTAIN PROVISIONS THEREOF), AND CH ENERGY GROUP, INC., AS IT MAY BE AMENDED FROM TIME TO TIME.

- |    |   |      |     |
|----|---|------|-----|
| 2. | TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS OF CH ENERGY GROUP, INC. THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.  | Mgmt | For |
| 3. | TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE MERGER AGREEMENT. | Mgmt | For |

---

CHEVRON CORPORATION

Agen

Security: 166764100  
Meeting Type: Annual  
Meeting Date: 30-May-2012  
Ticker: CVX  
ISIN: US1667641005

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: L.F. DEILY	Mgmt	For
1B.	ELECTION OF DIRECTOR: R.E. DENHAM	Mgmt	For
1C.	ELECTION OF DIRECTOR: C. HAGEL	Mgmt	For
1D.	ELECTION OF DIRECTOR: E. HERNANDEZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: G.L. KIRKLAND	Mgmt	For
1F.	ELECTION OF DIRECTOR: C.W. MOORMAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: K.W. SHARER	Mgmt	For
1H.	ELECTION OF DIRECTOR: J.G. STUMPF	Mgmt	For
1I.	ELECTION OF DIRECTOR: R.D. SUGAR	Mgmt	For
1J.	ELECTION OF DIRECTOR: C. WARE	Mgmt	For
1K.	ELECTION OF DIRECTOR: J.S. WATSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	EXCLUSIVE FORUM PROVISIONS	Shr	For
5.	INDEPENDENT CHAIRMAN	Shr	For
6.	LOBBYING DISCLOSURE	Shr	For
7.	COUNTRY SELECTION GUIDELINES	Shr	For
8.	HYDRAULIC FRACTURING	Shr	For
9.	ACCIDENT RISK OVERSIGHT	Shr	Against
10.	SPECIAL MEETINGS	Shr	For
11.	INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shr	For

-----  
 CONOCOPHILLIPS

Agen

-----  
 Security: 20825C104  
 Meeting Type: Annual  
 Meeting Date: 09-May-2012  
 Ticker: COP  
 ISIN: US20825C1045  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Mgmt	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: RUTH R. HARKIN	Mgmt	For
1F.	ELECTION OF DIRECTOR: RYAN M. LANCE	Mgmt	For
1G.	ELECTION OF DIRECTOR: MOHD H. MARICAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: HAROLD W. MCGRAW III	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
1J.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Mgmt	For
1K.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Mgmt	For
1L.	ELECTION OF DIRECTOR: WILLIAM K. REILLY	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1M.	ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL	Mgmt	For
1N.	ELECTION OF DIRECTOR: KATHRYN C. TURNER	Mgmt	For
1O.	ELECTION OF DIRECTOR: WILLIAM E. WADE, JR.	Mgmt	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	COMPANY ENVIRONMENTAL POLICY (LOUISIANA WETLANDS).	Shr	Against
5.	ACCIDENT RISK MITIGATION.	Shr	Against
6.	REPORT ON GRASSROOTS LOBBYING EXPENDITURES.	Shr	For
7.	GREENHOUSE GAS REDUCTION TARGETS.	Shr	For
8.	GENDER EXPRESSION NON-DISCRIMINATION.	Shr	For

---

DOMINION RESOURCES, INC.

Agen

Security: 25746U109  
Meeting Type: Annual  
Meeting Date: 08-May-2012  
Ticker: D  
ISIN: US25746U1097

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Mgmt	For
1B.	ELECTION OF DIRECTOR: PETER W. BROWN, M.D.	Mgmt	For
1C.	ELECTION OF DIRECTOR: HELEN E. DRAGAS	Mgmt	For
1D.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Mgmt	For
1E.	ELECTION OF DIRECTOR: JOHN W. HARRIS	Mgmt	Against
1F.	ELECTION OF DIRECTOR: ROBERT S. JEPSON, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MARK J. KINGTON	Mgmt	For
1H.	ELECTION OF DIRECTOR: FRANK S. ROYAL, M.D.	Mgmt	For
1I.	ELECTION OF DIRECTOR: ROBERT H. SPILMAN, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: DAVID A. WOLLARD	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF THE	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

### INDEPENDENT AUDITORS FOR 2012

3.	ADVISORY VOTE ON APPROVAL OF EXECUTIVE COMPENSATION ("SAY ON PAY")	Mgmt	For
4.	REPORT ASSESSING BENEFITS OF 15% ELECTRIC GENERATION FROM WIND AND SOLAR BY 2025	Shr	Against
5.	REPORT ON POLICY OPTIONS TO ENCOURAGE INSTALLATION OF RENEWABLE ENERGY GENERATION SYSTEMS	Shr	Against
6.	REPORT ON IMPACT OF PLANT CLOSURES ON COMMUNITIES	Shr	For
7.	REPORT ASSESSING USE OF COAL OBTAINED THROUGH MOUNTAINTOP REMOVAL COAL MINING	Shr	Against
8.	REPORT ON IMPACT AND RISKS OF INCREASED EXTRACTION AND USE OF NATURAL GAS	Shr	Against
9.	REPORT ON SPECIAL REVIEW OF NUCLEAR SAFETY BY COMMITTEE OF INDEPENDENT DIRECTORS	Shr	For

-----  
DTE ENERGY COMPANY

Agen

Security: 233331107  
Meeting Type: Annual  
Meeting Date: 03-May-2012  
Ticker: DTE  
ISIN: US2333311072  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GERARD M. ANDERSON CHARLES G. MCCLURE, JR. EUGENE A. MILLER CHARLES W. PRYOR, JR. RUTH G. SHAW	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2.	RATIFY INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	MANAGEMENT PROPOSAL TO AMEND THE DTE ENERGY COMPANY 2006 LONG-TERM INCENTIVE PLAN	Mgmt	For
5.	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shr	For
6.	SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS EMISSIONS	Shr	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

-----  
 DUKE ENERGY CORPORATION  
 -----

Agen

Security: 26441C105  
 Meeting Type: Special  
 Meeting Date: 23-Aug-2011  
 Ticker: DUK  
 ISIN: US26441C1053  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	REVERSE STOCK SPLIT PROPOSAL - A PROPOSAL TO APPROVE THE AMENDMENT OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DUKE ENERGY CORPORATION TO PROVIDE FOR A 1-FOR-3 REVERSE STOCK SPLIT WITH RESPECT TO THE ISSUED AND OUTSTANDING DUKE ENERGY COMMON STOCK IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Mgmt	For
02	SHARE ISSUANCE PROPOSAL - A PROPOSAL TO APPROVE THE ISSUANCE OF DUKE ENERGY COMMON STOCK, PAR VALUE \$0.001 PER SHARE, TO PROGRESS ENERGY, INC. SHAREHOLDERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Mgmt	For
03	ADJOURNMENT PROPOSAL - A PROPOSAL TO ADJOURN THE SPECIAL MEETING OF THE SHAREHOLDERS OF DUKE ENERGY, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE EITHER OF THE PROPOSALS ABOVE.	Mgmt	For

-----  
 DUKE ENERGY CORPORATION  
 -----

Agen

Security: 26441C105  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: DUK  
 ISIN: US26441C1053  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	WILLIAM BARNET, III	Mgmt	For
	G. ALEX BERNHARDT, SR.	Mgmt	For
	MICHAEL G. BROWNING	Mgmt	For
	DANIEL R. DIMICCO	Mgmt	For
	JOHN H. FORSGREN	Mgmt	For
	ANN MAYNARD GRAY	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

	JAMES H. HANCE, JR.	Mgmt	For
	E. JAMES REINSCH	Mgmt	For
	JAMES T. RHODES	Mgmt	For
	JAMES E. ROGERS	Mgmt	For
	PHILIP R. SHARP	Mgmt	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT PUBLIC ACCOUNTANT FOR 2012	Mgmt	For
3.	ADVISORY VOTE TO APPROVE DUKE ENERGY CORPORATION'S NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	AMENDMENT OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DUKE ENERGY CORPORATION	Mgmt	For
5.	SHAREHOLDER PROPOSAL REGARDING THE ISSUANCE OF A REPORT ON THE FINANCIAL RISKS OF CONTINUED RELIANCE ON COAL	Shr	Against
6.	SHAREHOLDER PROPOSAL REGARDING AN AMENDMENT TO OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE MAJORITY VOTING FOR THE ELECTION OF DIRECTORS	Shr	For

-----  
 ENTERGY CORPORATION

Agem

-----  
 Security: 29364G103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2012  
 Ticker: ETR  
 ISIN: US29364G1031  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: M.S. BATEMAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: G.W. EDWARDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: A.M. HERMAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: D.C. HINTZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: J.W. LEONARD	Mgmt	For
1F.	ELECTION OF DIRECTOR: S.L. LEVENICK	Mgmt	For
1G.	ELECTION OF DIRECTOR: B.L. LINCOLN	Mgmt	For
1H.	ELECTION OF DIRECTOR: S.C. MYERS	Mgmt	For
1I.	ELECTION OF DIRECTOR: W.A. PERCY, II	Mgmt	For
1J.	ELECTION OF DIRECTOR: W.J. TAUZIN	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1K.	ELECTION OF DIRECTOR: S.V. WILKINSON	Mgmt	For
2.	RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

-----  
 FIRSTENERGY CORP.  
 -----

Agen

Security: 337932107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: FE  
 ISIN: US3379321074  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PAUL T. ADDISON ANTHONY J. ALEXANDER MICHAEL J. ANDERSON DR. CAROL A. CARTWRIGHT WILLIAM T. COTTLE ROBERT B. HEISLER, JR. JULIA L. JOHNSON TED J. KLEISNER DONALD T. MISHEFF ERNEST J. NOVAK, JR. CHRISTOPHER D. PAPPAS CATHERINE A. REIN GEORGE M. SMART WES M. TAYLOR	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	Against
4.	APPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE FIRSTENERGY CORP. 2007 INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
5.	SHAREHOLDER PROPOSAL: REPORT ON COAL COMBUSTION WASTE	Shr	For
6.	SHAREHOLDER PROPOSAL: REPORT ON COAL-RELATED COSTS AND RISKS	Shr	Against
7.	SHAREHOLDER PROPOSAL: ADOPT SIMPLE MAJORITY VOTE	Shr	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

-----  
 FREEPORT-MCMORAN COPPER & GOLD INC.  
 -----

Agen

Security: 35671D857  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2012  
 Ticker: FCX  
 ISIN: US35671D8570  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR RICHARD C. ADKERSON ROBERT J. ALLISON, JR. ROBERT A. DAY GERALD J. FORD H. DEVON GRAHAM, JR. CHARLES C. KRULAK BOBBY LEE LACKEY JON C. MADONNA DUSTAN E. MCCOY JAMES R. MOFFETT B. M. RANKIN, JR. STEPHEN H. SIEGELE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	Against
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
04	STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE BOARD OF DIRECTORS.	Shr	For

-----  
 GENERAL ELECTRIC COMPANY  
 -----

Agen

Security: 369604103  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2012  
 Ticker: GE  
 ISIN: US3696041033  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
A1	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

A2	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Mgmt	For
A3	ELECTION OF DIRECTOR: ANN M. FUDGE	Mgmt	For
A4	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Mgmt	For
A5	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Mgmt	For
A6	ELECTION OF DIRECTOR: ANDREA JUNG	Mgmt	For
A7	ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY	Mgmt	For
A8	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
A9	ELECTION OF DIRECTOR: RALPH S. LARSEN	Mgmt	For
A10	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Mgmt	For
A11	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
A12	ELECTION OF DIRECTOR: SAM NUNN	Mgmt	For
A13	ELECTION OF DIRECTOR: ROGER S. PENSKE	Mgmt	For
A14	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Mgmt	For
A15	ELECTION OF DIRECTOR: JAMES S. TISCH	Mgmt	For
A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Mgmt	For
B1	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
B2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
B3	APPROVAL OF AN AMENDMENT TO THE GE 2007 LONG-TERM INCENTIVE PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES	Mgmt	For
B4	APPROVAL OF THE MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS	Mgmt	For
C1	CUMULATIVE VOTING	Shr	For
C2	NUCLEAR ACTIVITIES	Shr	Against
C3	INDEPENDENT BOARD CHAIRMAN	Shr	Against
C4	SHAREOWNER ACTION BY WRITTEN CONSENT	Shr	For

-----  
 INTEGRYS ENERGY GROUP INC

Agen

-----  
 Security: 45822P105  
 Meeting Type: Annual  
 Meeting Date: 10-May-2012  
 Ticker: TEG  
 ISIN: US45822P1057

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR KEITH E. BAILEY WILLIAM J. BRODSKY ALBERT J. BUDNEY, JR. P. SAN JUAN CAFFERTY ELLEN CARNAHAN MICHELLE L. COLLINS K.M. HASSELBLAD-PASCALE JOHN W. HIGGINS PAUL W. JONES HOLLY K. KOEPPPEL MICHAEL E. LAVIN WILLIAM F. PROTZ, JR. CHARLES A. SCHROCK	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	THE APPROVAL OF AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO ADOPT A MAJORITY VOTING STANDARD FOR FUTURE DIRECTOR ELECTIONS.	Mgmt	For
4.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR INTEGRYS ENERGY GROUP AND ITS SUBSIDIARIES FOR 2012.	Mgmt	For

NATIONAL GRID PLC

Agen

Security: 636274300  
Meeting Type: Annual  
Meeting Date: 25-Jul-2011  
Ticker: NGG  
ISIN: US6362743006

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Mgmt	For
02	TO DECLARE A FINAL DIVIDEND	Mgmt	For
03	TO RE-ELECT SIR JOHN PARKER	Mgmt	For
04	TO RE-ELECT STEVE HOLLIDAY	Mgmt	For
05	TO ELECT ANDREW BONFIELD	Mgmt	For
06	TO RE-ELECT TOM KING	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

07	TO RE-ELECT NICK WINSER	Mgmt	For
08	TO RE-ELECT KEN HARVEY	Mgmt	For
09	TO RE-ELECT LINDA ADAMANY	Mgmt	For
10	TO RE-ELECT PHILIP AIKEN	Mgmt	For
11	TO RE-ELECT STEPHEN PETTIT	Mgmt	For
12	TO RE-ELECT MARIA RICHTER	Mgmt	For
13	TO RE-ELECT GEORGE ROSE	Mgmt	For
14	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Mgmt	For
15	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Mgmt	For
16	TO APPROVE THE DIRECTORS REMUNERATION REPORT	Mgmt	Against
17	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Mgmt	For
S18	TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For
S19	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Mgmt	For
S20	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Mgmt	For
21	TO REAPPROVE THE SHARE INCENTIVE PLAN	Mgmt	For
22	TO REAPPROVE THE EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
23	TO APPROVE THE SHARESAVE PLAN	Mgmt	For
24	TO APPROVE THE LONG TERM PERFORMANCE PLAN	Mgmt	For

-----  
NISOURCE INC.

Agen

Security: 65473P105  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: NI  
ISIN: US65473P1057  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1B	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Mgmt	For
1C	ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS	Mgmt	For
1D	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Mgmt	For
1E	ELECTION OF DIRECTOR: MARTY R. KITTRELL	Mgmt	For
1F	ELECTION OF DIRECTOR: W. LEE NUTTER	Mgmt	For
1G	ELECTION OF DIRECTOR: DEBORAH S. PARKER	Mgmt	For
1H	ELECTION OF DIRECTOR: IAN M. ROLLAND	Mgmt	For
1I	ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.	Mgmt	For
1J	ELECTION OF DIRECTOR: TERESA A. TAYLOR	Mgmt	For
1K	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Mgmt	For
1L	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Mgmt	For
03	TO CONSIDER ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
04	TO CONSIDER AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
05	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING.	Shr	For

-----  
 NSTAR

Agen

-----  
 Security: 67019E107  
 Meeting Type: Annual  
 Meeting Date: 13-Dec-2011  
 Ticker: NST  
 ISIN: US67019E1073  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF CLASS III TRUSTEE: CHARLES K. GIFFORD	Mgmt	For
1B	ELECTION OF CLASS III TRUSTEE: PAUL A. LA CAMERA	Mgmt	For
1C	ELECTION OF CLASS III TRUSTEE: WILLIAM C. VAN FAASEN	Mgmt	For
02	ADVISORY APPROVAL OF THE EXECUTIVE COMPENSATION DISCLOSED IN THE PROXY	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

STATEMENT

03	ADVISORY APPROVAL ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	1 Year
04	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2011.	Mgmt	For

-----  
 OGE ENERGY CORP.

-----  
 Agen

Security: 670837103  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: OGE  
 ISIN: US6708371033  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR WAYNE H. BRUNETTI JOHN D. GROENDYKE KIRK HUMPHREYS ROBERT KELLEY ROBERT O. LORENZ JUDY R. MCREYNOLDS LEROY C. RICHIE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2012.	Mgmt	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
4	SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE.	Shr	For

-----  
 ONEOK, INC.

-----  
 Agen

Security: 682680103  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: OKE  
 ISIN: US6826801036  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
--------	----------	---------------	---------------

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1A.	ELECTION OF DIRECTOR: JAMES C. DAY	Mgmt	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: WILLIAM L. FORD	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: BERT H. MACKIE	Mgmt	For
1F.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Mgmt	For
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Mgmt	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Mgmt	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Mgmt	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Mgmt	For
1K.	ELECTION OF DIRECTOR: GERALD B. SMITH	Mgmt	For
1L.	ELECTION OF DIRECTOR: DAVID J. TIPPECONNIC	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	A PROPOSAL TO APPROVE ADDITIONAL SHARES FOR ISSUANCE UNDER THE ONEOK, INC. EMPLOYEE STOCK AWARD PROGRAM.	Mgmt	Against
4.	A PROPOSAL TO AMEND AND RESTATE THE ONEOK, INC. EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN.	Mgmt	For
5.	A PROPOSAL TO AMEND THE ONEOK, INC. CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK.	Mgmt	For
6.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

-----  
 PNM RESOURCES, INC.

-----  
 Agen

-----  
 Security: 69349H107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: PNM  
 ISIN: US69349H1077  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
--------	----------	---------------	---------------

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

- |    |   |  |  |
|----|---|--|--|
| 1. | DIRECTOR<br>ADELMO E. ARCHULETA<br>PATRICIA K. COLLAWN<br>JULIE A. DOBSON<br>ALAN J. FOHRER<br>ROBERT R. NORDHAUS<br>MANUEL T. PACHECO<br>BONNIE S. REITZ<br>DONALD K. SCHWANZ<br>BRUCE W. WILKINSON<br>JOAN B. WOODARD | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 2. | RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT PUBLIC ACCOUNTANTS FOR 2012.   | Mgmt   | For  |
| 3. | APPROVE THE THIRD AMENDMENT TO OUR PERFORMANCE EQUITY PLAN.   | Mgmt   | For  |
| 4. | APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF NAMED EXECUTIVE OFFICERS ("SAY-ON-PAY").   | Mgmt   | For  |

-----  
 PROGRESS ENERGY, INC.

-----  
 Agen

Security: 743263105  
 Meeting Type: Special  
 Meeting Date: 23-Aug-2011  
 Ticker: PGN  
 ISIN: US7432631056  
 -----

- | Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO APPROVE THE PLAN OF MERGER CONTAINED IN THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 8, 2011, BY AND AMONG DUKE ENERGY CORPORATION, DIAMOND ACQUISITION CORPORATION AND PROGRESS ENERGY, INC., AS IT MAY BE AMENDED FROM TIME TO TIME, AND THE MERGER DESCRIBED THEREIN. | Mgmt          | For           |
| 02     | TO ADJOURN THE PROGRESS ENERGY, INC. SPECIAL MEETING OF SHAREHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL.   | Mgmt          | For           |

-----  
 PUBLIC SERVICE ENTERPRISE GROUP INC.

-----  
 Agen

Security: 744573106  
 Meeting Type: Annual

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

Meeting Date: 17-Apr-2012  
 Ticker: PEG  
 ISIN: US7445731067

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTORS: ALBERT R. GAMPER, JR.	Mgmt	For
1B	ELECTION OF DIRECTORS: CONRAD K. HARPER	Mgmt	For
1C	ELECTION OF DIRECTORS: WILLIAM V. HICKEY	Mgmt	For
1D	ELECTION OF DIRECTORS: RALPH IZZO	Mgmt	For
1E	ELECTION OF DIRECTORS: SHIRLEY ANN JACKSON	Mgmt	For
1F	ELECTION OF DIRECTORS: DAVID LILLEY	Mgmt	For
1G	ELECTION OF DIRECTORS: THOMAS A. RENYI	Mgmt	For
1H	ELECTION OF DIRECTORS: HAK CHEOL SHIN	Mgmt	For
1I	ELECTION OF DIRECTORS: RICHARD J. SWIFT	Mgmt	For
1J	ELECTION OF DIRECTORS: SUSAN TOMASKY	Mgmt	For
02	ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2012.	Mgmt	For

---

ROYAL DUTCH SHELL PLC

Agen

Security: 780259206  
 Meeting Type: Annual  
 Meeting Date: 22-May-2012  
 Ticker: RDSA  
 ISIN: US7802592060

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	ADOPTION OF ANNUAL REPORT & ACCOUNTS	Mgmt	For
2.	APPROVAL OF REMUNERATION REPORT	Mgmt	For
3.	APPOINTMENT OF SIR NIGEL SHEINWALD AS A DIRECTOR OF THE COMPANY	Mgmt	For
4A.	RE-APPOINTMENT OF DIRECTOR: JOSEF ACKERMANN	Mgmt	For
4B.	RE-APPOINTMENT OF DIRECTOR: GUY ELLIOTT	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

4C.	RE-APPOINTMENT OF DIRECTOR: SIMON HENRY	Mgmt	For
4D.	RE-APPOINTMENT OF DIRECTOR: CHARLES O. HOLLIDAY	Mgmt	For
4E.	RE-APPOINTMENT OF DIRECTOR: GERARD KLEISTERLEE	Mgmt	For
4F.	RE-APPOINTMENT OF DIRECTOR: CHRISTINE MORIN-POSTEL	Mgmt	For
4G.	RE-APPOINTMENT OF DIRECTOR: JORMA OLLILA	Mgmt	For
4H.	RE-APPOINTMENT OF DIRECTOR: LINDA G. STUNTZ	Mgmt	For
4I.	RE-APPOINTMENT OF DIRECTOR: JEROEN VAN DER VEER	Mgmt	For
4J.	RE-APPOINTMENT OF DIRECTOR: PETER VOSER	Mgmt	For
4K.	RE-APPOINTMENT OF DIRECTOR: HANS WIJERS	Mgmt	For
5.	RE-APPOINTMENT OF AUDITORS	Mgmt	For
6.	REMUNERATION OF AUDITORS	Mgmt	For
7.	AUTHORITY TO ALLOT SHARES	Mgmt	For
8.	DISAPPLICATION OF PRE-EMPTION RIGHTS	Mgmt	For
9.	AUTHORITY TO PURCHASE OWN SHARES	Mgmt	For
10.	AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE	Mgmt	For

-----  
SPECTRA ENERGY CORP

Agen

-----  
Security: 847560109  
Meeting Type: Annual  
Meeting Date: 01-May-2012  
Ticker: SE  
ISIN: US8475601097  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	WILLIAM T. ESREY	Mgmt	For
	GREGORY L. EBEL	Mgmt	For
	AUSTIN A. ADAMS	Mgmt	For
	JOSEPH ALVARADO	Mgmt	For
	PAMELA L. CARTER	Mgmt	For
	F. ANTHONY COMPER	Mgmt	For
	PETER B. HAMILTON	Mgmt	For
	DENNIS R. HENDRIX	Mgmt	For
	MICHAEL MCSHANE	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

	JOSEPH H. NETHERLAND MICHAEL E.J. PHELPS	Mgmt Mgmt	For For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For
3.	AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR A MAJORITY VOTE STANDARD IN UNCONTESTED DIRECTOR ELECTIONS.	Mgmt	For
4.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

-----  
TECO ENERGY, INC.

Agen

-----  
Security: 872375100  
Meeting Type: Annual  
Meeting Date: 02-May-2012  
Ticker: TE  
ISIN: US8723751009  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: DUBOSE AUSLEY	Mgmt	For
1.2	ELECTION OF DIRECTOR: EVELYN V. FOLLIT	Mgmt	For
1.3	ELECTION OF DIRECTOR: SHERRILL W. HUDSON	Mgmt	For
1.4	ELECTION OF DIRECTOR: JOSEPH P. LACHER	Mgmt	For
1.5	ELECTION OF DIRECTOR: LORETTA A. PENN	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2012.	Mgmt	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
4.	AMENDMENT AND RESTATEMENT OF THE COMPANY'S ARTICLES OF INCORPORATION.	Mgmt	For
5.	AMENDMENT OF THE COMPANY'S EQUAL EMPLOYMENT OPPORTUNITY POLICY.	Shr	For

-----  
THE SOUTHERN COMPANY

Agen

-----  
Security: 842587107  
-----

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: SO  
 ISIN: US8425871071

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: J.P. BARANCO	Mgmt	For
1B.	ELECTION OF DIRECTOR: J.A. BOSCIA	Mgmt	For
1C.	ELECTION OF DIRECTOR: H.A. CLARK III	Mgmt	For
1D.	ELECTION OF DIRECTOR: T.A. FANNING	Mgmt	For
1E.	ELECTION OF DIRECTOR: H.W. HABERMEYER, JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: V.M. HAGEN	Mgmt	For
1G.	ELECTION OF DIRECTOR: W.A. HOOD, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: D.M. JAMES	Mgmt	For
1I.	ELECTION OF DIRECTOR: D.E. KLEIN	Mgmt	For
1J.	ELECTION OF DIRECTOR: W.G. SMITH, JR.	Mgmt	For
1K.	ELECTION OF DIRECTOR: S.R. SPECKER	Mgmt	For
1L.	ELECTION OF DIRECTOR: L.D. THOMPSON	Mgmt	For
1M.	ELECTION OF DIRECTOR: E.J. WOOD III	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICERS' COMPENSATION	Mgmt	For
4.	STOCKHOLDER PROPOSAL ON COAL COMBUSTION BYPRODUCTS ENVIRONMENTAL REPORT	Shr	For
5.	STOCKHOLDER PROPOSAL ON LOBBYING CONTRIBUTIONS AND EXPENDITURES REPORT	Shr	Against

TOTAL S.A.

Agen

Security: 89151E109  
 Meeting Type: Annual  
 Meeting Date: 11-May-2012  
 Ticker: TOT  
 ISIN: US89151E1091

Prop.#	Proposal	Proposal	Proposal Vote
--------	----------	----------	---------------

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

		Type	
O1	APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS DATED DECEMBER 31, 2011	Mgmt	For
O2	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS DATED DECEMBER 31, 2011	Mgmt	For
O3	ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND	Mgmt	For
O4	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE IN SHARES OF THE COMPANY	Mgmt	For
O5	RENEWAL OF THE APPOINTMENT OF MR. CHRISTOPHE DE MARGERIE AS A DIRECTOR	Mgmt	Against
O6	RENEWAL OF THE APPOINTMENT OF MR. PATRICK ARTUS AS A DIRECTOR	Mgmt	For
O7	RENEWAL OF THE APPOINTMENT OF MR. BERTRAND COLLOMB AS A DIRECTOR	Mgmt	For
O8	RENEWAL OF THE APPOINTMENT OF MS. ANNE LAUVERGEON AS A DIRECTOR	Mgmt	For
O9	RENEWAL OF THE APPOINTMENT OF MR. MICHEL PEBEREAU AS A DIRECTOR	Mgmt	Against
O10	RATIFICATION OF THE APPOINTMENT OF MR. GERARD LAMARCHE AS A DIRECTOR TO SUCCEED A DIRECTOR WHO HAS RESIGNED	Mgmt	For
O11	APPOINTMENT OF MS. ANNE-MARIE IDRAC AS A DIRECTOR	Mgmt	For
O12	COMMITMENTS UNDER ARTICLE L. 225-42-1 OF THE FRENCH COMMERCIAL CODE	Mgmt	Against
E13	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS, OR BY CAPITALIZING PREMIUMS, RESERVES, SURPLUSES OR OTHER LINE ITEMS	Mgmt	For
E14	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Mgmt	For
E15	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED, IN THE EVENT OF SURPLUS DEMAND IN CASE OF INCREASE SHARE CAPITAL WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

E16	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, IN PAYMENT OF SECURITIES THAT WOULD BE CONTRIBUTED TO THE COMPANY	Mgmt	For
E17	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL UNDER THE CONDITIONS PROVIDED FOR IN ARTICLES L. 3332-18 AND FOLLOWING OF THE FRENCH LABOUR CODE	Mgmt	For
E18	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL RESERVED FOR CATEGORIES OF BENEFICIARIES IN A TRANSACTION RESERVED FOR EMPLOYEES WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Mgmt	For
E19	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELLING SHARES	Mgmt	For
EA	THE FIRST IS INTENDED TO FILL IN THE INFORMATION LISTED IN THE REGISTRATION DOCUMENT WITH BENCHMARKS TO COMPARE THE COMPENSATION FOR EXECUTIVE DIRECTORS WITH VARIOUS COMPENSATION FOR VARIOUS EMPLOYEES	Shr	Against
EB	THE OTHER CONCERNS THE ESTABLISHMENT OF A LOYALTY DIVIDEND FOR SHAREHOLDERS HOLDING REGISTERED SHARES FOR AT LEAST TWO YEARS	Shr	Against

-----  
 UIL HOLDINGS CORPORATION

-----  
 Agen

Security: 902748102  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: UIL  
 ISIN: US9027481020  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR THELMA R. ALBRIGHT ARNOLD L. CHASE BETSY HENLEY-COHN SUEDEEN G. KELLY JOHN L. LAHEY DANIEL J. MIGLIO WILLIAM F. MURDY DONALD R. SHASSIAN JAMES P. TORGERSON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS UIL HOLDINGS CORPORATION'S INDEPENDENT REGISTERED PUBLIC	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

ACCOUNTING FIRM FOR 2012.

- |    |  |      |     |
|----|--|------|-----|
| 3. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Mgmt | For |
|----|--|------|-----|

-----  
 VECTREN CORPORATION

Agem

-----  
 Security: 92240G101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2012  
 Ticker: VVC  
 ISIN: US92240G1013  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR CARL L. CHAPMAN J.H. DEGRAFFENREIDT, JR NIEL C. ELLERBROOK JOHN D. ENGELBRECHT ANTON H. GEORGE MARTIN C. JISCHKE ROBERT G. JONES J. TIMOTHY MCGINLEY R. DANIEL SADLIER MICHAEL L. SMITH JEAN L. WOJTOWICZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	RATIFY THE REAPPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN FOR 2012.	Mgmt	For

-----  
 VERIZON COMMUNICATIONS INC.

Agem

-----  
 Security: 92343V104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: VZ  
 ISIN: US92343V1044  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Mgmt	For

## Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

1B.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
1E.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Mgmt	For
1F.	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1H.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: HUGH B. PRICE	Mgmt	For
1K.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	DISCLOSURE OF PRIOR GOVERNMENT SERVICE	Shr	Against
5.	DISCLOSURE OF LOBBYING ACTIVITIES	Shr	For
6.	VESTING OF PERFORMANCE STOCK UNITS	Shr	For
7.	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shr	For
8.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shr	For
9.	NETWORK NEUTRALITY FOR WIRELESS BROADBAND	Shr	Against

-----  
 WACHOVIA PREFERRED FUNDING CORP.

Agen

-----  
 Security: 92977V206  
 Meeting Type: Annual  
 Meeting Date: 08-May-2012  
 Ticker: WNAPR  
 ISIN: US92977V2060  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	JAMES E. ALWARD	Mgmt	For
	HOWARD T. HOOVER	Mgmt	For
	CHARLES F. JONES	Mgmt	For
	MICHAEL J. LOUGHLIN	Mgmt	For

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

XCEL ENERGY INC.

Agen

Security: 98389B100  
 Meeting Type: Annual  
 Meeting Date: 16-May-2012  
 Ticker: XEL  
 ISIN: US98389B1008

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GAIL KOZIARA BOUDREAUX	Mgmt	For
1B.	ELECTION OF DIRECTOR: FREDRIC W. CORRIGAN	Mgmt	For
1C.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Mgmt	For
1D.	ELECTION OF DIRECTOR: BENJAMIN G.S. FOWKE III	Mgmt	For
1E.	ELECTION OF DIRECTOR: ALBERT F. MORENO	Mgmt	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI	Mgmt	For
1G.	ELECTION OF DIRECTOR: A. PATRICIA SAMPSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES J. SHEPPARD	Mgmt	For
1I.	ELECTION OF DIRECTOR: DAVID A. WESTERLUND	Mgmt	For
1J.	ELECTION OF DIRECTOR: KIM WILLIAMS	Mgmt	For
1K.	ELECTION OF DIRECTOR: TIMOTHY V. WOLF	Mgmt	For
2.	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Mgmt	For
3.	COMPANY PROPOSAL TO APPROVE AN AMENDMENT TO OUR RESTATED ARTICLES OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS	Mgmt	Against
4.	COMPANY PROPOSAL TO APPROVE OTHER AMENDMENTS TO, AND THE RESTATEMENT OF, OUR RESTATED ARTICLES OF INCORPORATION	Mgmt	For
5.	COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION	Mgmt	For
6.	SHAREHOLDER PROPOSAL ON THE SEPARATION OF THE ROLE OF THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Shr	Against

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-PX

\* Management position unknown

SIGNATURES

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

(Registrant)	John Hancock Patriot Premium Dividend Fund II
By (Signature)	/s/ Keith F. Hartstein
Name	Keith F. Hartstein
Title	President
Date	08/24/2012