

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

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AGL RESOURCES INC. Agen  
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Security: 001204106  
Meeting Type: Annual  
Meeting Date: 01-May-2012  
Ticker: GAS  
ISIN: US0012041069  
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| 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           |

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|    |  |      |     |
|----|--|------|-----|
|    | 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 |

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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<br>PATRICK E. ALLEN**<br>PATRICIA L. KAMPLING**<br>ANN K. NEWHALL*<br>DEAN C. OESTREICH*<br>CAROL P. SANDERS*            | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>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                             |

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AMEREN CORPORATION

Agen

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

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

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|    | Type   |             |
|----|--|-------------|
| 1. | DIRECTOR   |             |
|    | STEPHEN F. BRAUER  | Mgmt For    |
|    | CATHERINE S. BRUNE   | Mgmt For    |
|    | ELLEN M. FITZSIMMONS   | Mgmt For    |
|    | WALTER J. GALVIN   | Mgmt For    |
|    | GAYLE P.W. JACKSON   | Mgmt For    |
|    | JAMES C. JOHNSON   | Mgmt For    |
|    | STEVEN H. LIPSTEIN   | Mgmt For    |
|    | PATRICK T. STOKES  | Mgmt For    |
|    | THOMAS R. VOSS   | Mgmt For    |
|    | STEPHEN R. WILSON  | Mgmt For    |
|    | JACK D. WOODARD  | Mgmt 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           |

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|     |   |      |     |
|-----|---|------|-----|
| 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 |

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 AT&T INC.

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 Agen

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

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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     |

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 ATMOS ENERGY CORPORATION

Agen

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

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 BANK OF AMERICA CORPORATION

Agen

Security: 060505559  
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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

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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       |

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 Security: 092113109  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: BKH  
 ISIN: US0921131092  
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| Prop.# | Proposal   | Proposal Type        | Proposal Vote     |
|--------|--|----------------------|-------------------|
| 1.     | DIRECTOR<br>MICHAEL H. MADISON<br>STEVEN R. MILLS<br>STEPHEN D. NEWLIN   | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For |
| 2.     | AUTHORIZE AN INCREASE IN THE COMPANY'S<br>AUTHORIZED INDEBTEDNESS FROM \$2 BILLION TO<br>\$4 BILLION.  | Mgmt                 | For               |
| 3.     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP TO SERVE AS BLACK HILLS CORPORATION'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2012. | Mgmt                 | For               |
| 4.     | ADVISORY RESOLUTION TO APPROVE EXECUTIVE<br>COMPENSATION.  | Mgmt                 | For               |

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 BP P.L.C.

Agen

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 Security: 055622104  
 Meeting Type: Annual  
 Meeting Date: 12-Apr-2012  
 Ticker: BP  
 ISIN: US0556221044  
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| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1      | TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND<br>ACCOUNTS. | Mgmt          | For           |
| 2      | TO APPROVE THE DIRECTORS' REMUNERATION<br>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           |



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|     |   |      |     |
|-----|---|------|-----|
| 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 |

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 CAROLINA POWER & LIGHT COMPANY

Agen

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

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|    |  |      |     |
|----|--|------|-----|
|    | 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 |

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 CH ENERGY GROUP, INC.

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 Agen

Security: 12541M102  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2012  
 Ticker: CHG  
 ISIN: US12541M1027  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote   |
|--------|--|--|---|
| 1.     | DIRECTOR<br>MARGARITA K. DILLEY<br>STEVEN M. FETTER<br>STANLEY J. GRUBEL<br>MANUEL J. IRAOLA<br>E. MICHEL KRUSE<br>STEVEN V. LANT<br>EDWARD T. TOKAR<br>JEFFREY D. TRANEN<br>ERNEST R. VEREBELYI | 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 |
| 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   |

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 CH ENERGY GROUP, INC.

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 Agen

Security: 12541M102  
 Meeting Type: Special  
 Meeting Date: 19-Jun-2012  
 Ticker: CHG  
 ISIN: US12541M1027  
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| Prop.# | Proposal                                   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, | Mgmt          | For           |

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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 |

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 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           |

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|     |   |      |         |
|-----|---|------|---------|
| 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     |

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 CONOCOPHILLIPS

Agen

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

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|     |  |      |         |
|-----|--|------|---------|
| 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     |

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 DOMINION RESOURCES, INC.

Agen

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

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### 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     |

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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<br>GERARD M. ANDERSON<br>CHARLES G. MCCLURE, JR.<br>EUGENE A. MILLER<br>CHARLES W. PRYOR, JR.<br>RUTH G. SHAW | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>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                             |

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 DUKE ENERGY CORPORATION  
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Agen

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

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 DUKE ENERGY CORPORATION  
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Agen

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

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|    |   |      |         |
|----|---|------|---------|
|    | 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<br>DUKE ENERGY CORPORATION'S INDEPENDENT<br>PUBLIC ACCOUNTANT FOR 2012                               | Mgmt | For     |
| 3. | ADVISORY VOTE TO APPROVE DUKE ENERGY<br>CORPORATION'S NAMED EXECUTIVE OFFICER<br>COMPENSATION   | Mgmt | For     |
| 4. | AMENDMENT OF THE AMENDED AND RESTATED<br>CERTIFICATE OF INCORPORATION OF DUKE ENERGY<br>CORPORATION   | Mgmt | For     |
| 5. | SHAREHOLDER PROPOSAL REGARDING THE ISSUANCE<br>OF A REPORT ON THE FINANCIAL RISKS OF<br>CONTINUED RELIANCE ON COAL                            | Shr  | Against |
| 6. | SHAREHOLDER PROPOSAL REGARDING AN AMENDMENT<br>TO OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE<br>MAJORITY VOTING FOR THE ELECTION OF<br>DIRECTORS | Shr  | For     |

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 ENTERGY CORPORATION

Agen

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 Security: 29364G103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2012  
 Ticker: ETR  
 ISIN: US29364G1031  
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| Prop.# | Proposal                             | Proposal<br>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           |



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|     |   |      |     |
|-----|---|------|-----|
| 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 |

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 FIRSTENERGY CORP.  
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Agen

Security: 337932107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: FE  
 ISIN: US3379321074  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>PAUL T. ADDISON<br>ANTHONY J. ALEXANDER<br>MICHAEL J. ANDERSON<br>DR. CAROL A. CARTWRIGHT<br>WILLIAM T. COTTLE<br>ROBERT B. HEISLER, JR.<br>JULIA L. JOHNSON<br>TED J. KLEISNER<br>DONALD T. MISHEFF<br>ERNEST J. NOVAK, JR.<br>CHRISTOPHER D. PAPPAS<br>CATHERINE A. REIN<br>GEORGE M. SMART<br>WES M. TAYLOR | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>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<br>For<br>For<br>For<br>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  |

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 FREEPORT-MCMORAN COPPER & GOLD INC.  
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Agen

Security: 35671D857  
 Meeting Type: Annual  
 Meeting Date: 14-Jun-2012  
 Ticker: FCX  
 ISIN: US35671D8570  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1      | DIRECTOR<br>RICHARD C. ADKERSON<br>ROBERT J. ALLISON, JR.<br>ROBERT A. DAY<br>GERALD J. FORD<br>H. DEVON GRAHAM, JR.<br>CHARLES C. KRULAK<br>BOBBY LEE LACKEY<br>JON C. MADONNA<br>DUSTAN E. MCCOY<br>JAMES R. MOFFETT<br>B. M. RANKIN, JR.<br>STEPHEN H. SIEGELE | Mgmt<br>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<br>For |
| 2      | APPROVAL, ON AN ADVISORY BASIS, OF THE<br>COMPENSATION OF OUR NAMED EXECUTIVE<br>OFFICERS.  | Mgmt   | Against   |
| 03     | RATIFICATION OF THE APPOINTMENT OF ERNST &<br>YOUNG LLP AS OUR INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM.  | Mgmt   | For   |
| 04     | STOCKHOLDER PROPOSAL REGARDING THE<br>SELECTION OF A CANDIDATE WITH ENVIRONMENTAL<br>EXPERTISE TO BE RECOMMENDED FOR ELECTION TO<br>THE BOARD OF DIRECTORS.   | Shr  | For   |

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 GENERAL ELECTRIC COMPANY  
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Agen

Security: 369604103  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2012  
 Ticker: GE  
 ISIN: US3696041033  
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| Prop.# | Proposal                                  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| A1     | ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE | Mgmt          | For           |

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|     |  |      |         |
|-----|--|------|---------|
| 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     |

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 INTEGRYS ENERGY GROUP INC

Agen

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

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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1.     | DIRECTOR<br>KEITH E. BAILEY<br>WILLIAM J. BRODSKY<br>ALBERT J. BUDNEY, JR.<br>P. SAN JUAN CAFFERTY<br>ELLEN CARNAHAN<br>MICHELLE L. COLLINS<br>K.M. HASSELBLAD-PASCALE<br>JOHN W. HIGGINS<br>PAUL W. JONES<br>HOLLY K. KOEPPPEL<br>MICHAEL E. LAVIN<br>WILLIAM F. PROTZ, JR.<br>CHARLES A. SCHROCK | Mgmt<br>Mgmt<br>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<br>For<br>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           |

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|     |   |      |         |
|-----|---|------|---------|
| 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<br>PRICEWATERHOUSECOOPERS LLP                         | Mgmt | For     |
| 15  | TO AUTHORISE THE DIRECTORS TO SET THE<br>AUDITORS' REMUNERATION                 | Mgmt | For     |
| 16  | TO APPROVE THE DIRECTORS REMUNERATION<br>REPORT                                 | Mgmt | Against |
| 17  | TO AUTHORISE THE DIRECTORS TO ALLOT<br>ORDINARY SHARES                          | Mgmt | For     |
| S18 | TO DISAPPLY PRE-EMPTION RIGHTS  | Mgmt | For     |
| S19 | TO AUTHORISE THE COMPANY TO PURCHASE ITS<br>OWN ORDINARY SHARES                 | Mgmt | For     |
| S20 | TO AUTHORISE THE DIRECTORS TO HOLD GENERAL<br>MEETINGS ON 14 CLEAR DAYS' NOTICE | Mgmt | For     |
| 21  | TO REAPPROVE THE SHARE INCENTIVE PLAN   | Mgmt | For     |
| 22  | TO REAPPROVE THE EMPLOYEE STOCK PURCHASE<br>PLAN                                | Mgmt | For     |
| 23  | TO APPROVE THE SHARESAVE PLAN   | Mgmt | For     |
| 24  | TO APPROVE THE LONG TERM PERFORMANCE PLAN                                       | Mgmt | For     |

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NISOURCE INC.

Agen

Security: 65473P105  
Meeting Type: Annual  
Meeting Date: 15-May-2012  
Ticker: NI  
ISIN: US65473P1057  
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| Prop.# | Proposal                               | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICHARD A. ABDOO | Mgmt          | For           |

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|    |  |      |     |
|----|--|------|-----|
| 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 |

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 NSTAR

Agen

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

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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    |

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 OGE ENERGY CORP.

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 Agen

Security: 670837103  
 Meeting Type: Annual  
 Meeting Date: 17-May-2012  
 Ticker: OGE  
 ISIN: US6708371033  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote                                 |
|--------|--|--|---|
| 1      | DIRECTOR<br>WAYNE H. BRUNETTI<br>JOHN D. GROENDYKE<br>KIRK HUMPHREYS<br>ROBERT KELLEY<br>ROBERT O. LORENZ<br>JUDY R. MCREYNOLDS<br>LEROY C. RICHIE | 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 |
| 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   |

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 ONEOK, INC.

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 Agen

Security: 682680103  
 Meeting Type: Annual  
 Meeting Date: 23-May-2012  
 Ticker: OKE  
 ISIN: US6826801036  
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|     |  |      |         |
|-----|--|------|---------|
| 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     |

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 PNM RESOURCES, INC.

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 Agen

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 Security: 69349H107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: PNM  
 ISIN: US69349H1077  
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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|



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- |    |   |  |  |
|----|---|--|--|
| 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  |

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 PROGRESS ENERGY, INC.

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 Agen

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

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 PUBLIC SERVICE ENTERPRISE GROUP INC.

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 Agen

Security: 744573106  
 Meeting Type: Annual

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

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| 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           |

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ROYAL DUTCH SHELL PLC

Agen

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

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| 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           |

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|     |  |      |     |
|-----|--|------|-----|
| 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 |

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SPECTRA ENERGY CORP

Agen

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

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|    |  |      |     |
|----|--|------|-----|
|    | JOSEPH H. NETHERLAND   | Mgmt | For |
|    | MICHAEL E.J. PHELPS  | Mgmt | 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 |

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 TECO ENERGY, INC.

Agen

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

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 THE SOUTHERN COMPANY

Agen

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

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|     |  | 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     |

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|     |  |      |         |
|-----|--|------|---------|
| 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 |

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 UIL HOLDINGS CORPORATION

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 Agen

Security: 902748102  
 Meeting Type: Annual  
 Meeting Date: 15-May-2012  
 Ticker: UIL  
 ISIN: US9027481020  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>THELMA R. ALBRIGHT<br>ARNOLD L. CHASE<br>BETSY HENLEY-COHN<br>SUEDEEN G. KELLY<br>JOHN L. LAHEY<br>DANIEL J. MIGLIO<br>WILLIAM F. MURDY<br>DONALD R. SHASSIAN<br>JAMES P. TORGERSON | 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 |
| 2.     | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS UIL HOLDINGS CORPORATION'S INDEPENDENT REGISTERED PUBLIC   | Mgmt   | For   |

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ACCOUNTING FIRM FOR 2012.

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

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 VECTREN CORPORATION

Agem

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 Security: 92240G101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2012  
 Ticker: VVC  
 ISIN: US92240G1013  
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| Prop.# | Proposal  | Proposal Type  | Proposal Vote   |
|--------|---|--|---|
| 1.     | DIRECTOR<br>CARL L. CHAPMAN<br>J.H. DEGRAFFENREIDT, JR<br>NIEL C. ELLERBROOK<br>JOHN D. ENGELBRECHT<br>ANTON H. GEORGE<br>MARTIN C. JISCHKE<br>ROBERT G. JONES<br>J. TIMOTHY MCGINLEY<br>R. DANIEL SADLIER<br>MICHAEL L. SMITH<br>JEAN L. WOJTOWICZ | Mgmt<br>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<br>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   |

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 VERIZON COMMUNICATIONS INC.

Agem

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 Security: 92343V104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2012  
 Ticker: VZ  
 ISIN: US92343V1044  
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| Prop.# | Proposal                                 | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A.    | ELECTION OF DIRECTOR: RICHARD L. CARRION | Mgmt          | For           |



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|     |  |      |         |
|-----|--|------|---------|
| 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 |

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WACHOVIA PREFERRED FUNDING CORP.

Agen

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

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| 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           |

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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<br>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<br>III  | Mgmt          | For           |
| 1E.    | ELECTION OF DIRECTOR: ALBERT F. MORENO  | Mgmt          | For           |
| 1F.    | ELECTION OF DIRECTOR: CHRISTOPHER J.<br>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<br>OF DELOITTE & TOUCHE LLP AS XCEL ENERGY<br>INC.'S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2012 | Mgmt          | For           |
| 3.     | COMPANY PROPOSAL TO APPROVE AN AMENDMENT TO<br>OUR RESTATED ARTICLES OF INCORPORATION TO<br>ELIMINATE CUMULATIVE VOTING IN THE ELECTION<br>OF DIRECTORS   | Mgmt          | Against       |
| 4.     | COMPANY PROPOSAL TO APPROVE OTHER<br>AMENDMENTS TO, AND THE RESTATEMENT OF, OUR<br>RESTATED ARTICLES OF INCORPORATION                                     | Mgmt          | For           |
| 5.     | COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY<br>BASIS, OUR EXECUTIVE COMPENSATION  | Mgmt          | For           |
| 6.     | SHAREHOLDER PROPOSAL ON THE SEPARATION OF<br>THE ROLE OF THE CHAIRMAN AND CHIEF<br>EXECUTIVE OFFICER  | Shr           | Against       |

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\* 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                                    |