

Edgar Filing: JOHN HANCOCK PREFERRED INCOME FUND II - Form N-PX

JOHN HANCOCK PREFERRED INCOME FUND II  
Form N-PX  
August 23, 2017

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: 811-21202  
NAME OF REGISTRANT: John Hancock Preferred Income  
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: 07/31  
DATE OF REPORTING PERIOD: 07/01/2016 - 06/30/2017

2X28 John Hancock Funds Preferred Income Fund II

BP P.L.C.

Agen

Security: 055622104  
Meeting Type: Annual  
Meeting Date: 17-May-2017  
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 APPROVE THE DIRECTORS' REMUNERATION POLICY.	Mgmt	For
4.	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Mgmt	For

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5.	TO RE-ELECT DR B GILVARY AS A DIRECTOR.	Mgmt	For
6.	TO ELECT MR N S ANDERSEN AS A DIRECTOR.	Mgmt	For
7.	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Mgmt	For
8.	TO RE-ELECT MR A BOECKMANN AS A DIRECTOR.	Mgmt	For
9.	TO RE-ELECT ADMIRAL F L BOWMAN AS A DIRECTOR.	Mgmt	For
10.	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Mgmt	For
11.	TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Mgmt	For
12.	TO ELECT MS M B MEYER AS A DIRECTOR.	Mgmt	For
13.	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	Mgmt	For
14.	TO RE-ELECT MRS P R REYNOLDS AS A DIRECTOR.	Mgmt	For
15.	TO RE-ELECT SIR JOHN SAWERS AS A DIRECTOR.	Mgmt	For
16.	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	Mgmt	For
17.	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For
18.	TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE.	Mgmt	For
19.	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Mgmt	For
20.	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Mgmt	For
21.	SPECIAL RESOLUTION: TO GIVE ADDITIONAL AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Mgmt	For
22.	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Mgmt	For
23.	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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CENTERPOINT ENERGY, INC.

Agen

Security: 15189T107  
Meeting Type: Annual

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Meeting Date: 27-Apr-2017  
 Ticker: CNP  
 ISIN: US15189T1079

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MILTON CARROLL	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL P. JOHNSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JANIECE M. LONGORIA	Mgmt	For
1D.	ELECTION OF DIRECTOR: SCOTT J. MCLEAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: THEODORE F. POUND	Mgmt	For
1F.	ELECTION OF DIRECTOR: SCOTT M. PROCHAZKA	Mgmt	For
1G.	ELECTION OF DIRECTOR: SUSAN O. RHENEY	Mgmt	For
1H.	ELECTION OF DIRECTOR: PHILLIP R. SMITH	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN W. SOMERHALDER II	Mgmt	For
1J.	ELECTION OF DIRECTOR: PETER S. WAREING	Mgmt	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2017.	Mgmt	For
3.	APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year

ENBRIDGE INC.

Agen

Security: 29250N105  
 Meeting Type: Annual  
 Meeting Date: 11-May-2017  
 Ticker: ENB  
 ISIN: CA29250N1050

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	PAMELA L. CARTER	Mgmt	For
	CLARENCE P. CAZALOT, JR.	Mgmt	For
	MARCEL R. COUTU	Mgmt	For
	GREGORY L. EBEL	Mgmt	For
	J. HERB ENGLAND	Mgmt	For
	CHARLES W. FISCHER	Mgmt	For

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	V.M. KEMPSTON DARKES	Mgmt	For
	MICHAEL MCSHANE	Mgmt	For
	AL MONACO	Mgmt	For
	MICHAEL E.J. PHELPS	Mgmt	For
	REBECCA B. ROBERTS	Mgmt	For
	DAN C. TUTCHER	Mgmt	For
	CATHERINE L. WILLIAMS	Mgmt	For
02	APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS.	Mgmt	For
03	AMEND, CONTINUE AND APPROVE OUR SHAREHOLDER RIGHTS PLAN.	Mgmt	For
04	VOTE ON OUR APPROACH TO EXECUTIVE COMPENSATION. WHILE THIS VOTE IS NON-BINDING, IT GIVES SHAREHOLDERS AN OPPORTUNITY TO PROVIDE IMPORTANT INPUT TO OUR BOARD.	Mgmt	For
05	VOTE ON THE SHAREHOLDER PROPOSAL SET OUT IN APPENDIX B TO OUR MANAGEMENT INFORMATION CIRCULAR DATED MARCH 13, 2017 REGARDING REPORTING ON THE DUE DILIGENCE PROCESS USED BY ENBRIDGE TO IDENTIFY AND ADDRESS SOCIAL AND ENVIRONMENTAL RISKS WHEN REVIEWING POTENTIAL ACQUISITIONS.	Shr	For

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 NATIONAL GRID PLC

Agen

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 Security: 636274300  
 Meeting Type: Annual  
 Meeting Date: 19-May-2017  
 Ticker: NGG  
 ISIN: US6362743006  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE CONSOLIDATION OF SHARES	Mgmt	For
2.	TO AUTHORISE THE DIRECTORS TO ALLOT NEW ORDINARY SHARES	Mgmt	For
3.	TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For
4.	TO DISAPPLY PRE-EMPTION RIGHTS FOR ACQUISITIONS	Mgmt	For
5.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN NEW ORDINARY SHARES	Mgmt	For

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 ONEOK, INC.

Agen

## Edgar Filing: JOHN HANCOCK PREFERRED INCOME FUND II - Form N-PX

Security: 682680103  
 Meeting Type: Special  
 Meeting Date: 30-Jun-2017  
 Ticker: OKE  
 ISIN: US6826801036

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF ONEOK, INC. ("ONEOK") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 31, 2017, BY AND AMONG ONEOK, NEW HOLDINGS SUBSIDIARY, LLC, ONEOK PARTNERS, L.P. AND ONEOK PARTNERS GP, L.L.C.	Mgmt	For
2.	TO APPROVE AN AMENDMENT OF ONEOK'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 600,000,000 TO 1,200,000,000.	Mgmt	For
3.	TO APPROVE THE ADJOURNMENT OF THE ONEOK SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ABOVE PROPOSALS.	Mgmt	For

### ROYAL DUTCH SHELL PLC

Agen

Security: 780259206  
 Meeting Type: Annual  
 Meeting Date: 23-May-2017  
 Ticker: RDSA  
 ISIN: US7802592060

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	RECEIPT OF ANNUAL REPORT & ACCOUNTS	Mgmt	For
2.	APPROVAL OF DIRECTORS' REMUNERATION POLICY	Mgmt	For
3.	APPROVAL OF DIRECTORS' REMUNERATION REPORT	Mgmt	For
4.	APPOINTMENT OF CATHERINE HUGHES AS A DIRECTOR OF THE COMPANY	Mgmt	For
5.	APPOINTMENT OF ROBERTO SETUBAL AS A DIRECTOR OF THE COMPANY	Mgmt	For

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6.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: BEN VAN BEURDEN	Mgmt	For
7.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GUY ELLIOTT	Mgmt	For
8.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: EULEEN GOH	Mgmt	For
9.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: CHARLES O. HOLLIDAY	Mgmt	For
10.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERARD KLEISTERLEE	Mgmt	For
11.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIR NIGEL SHEINWALD	Mgmt	For
12.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: LINDA G. STUNTZ	Mgmt	For
13.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: JESSICA UHL	Mgmt	For
14.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: HANS WIJERS	Mgmt	For
15.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERRIT ZALM	Mgmt	For
16.	REAPPOINTMENT OF AUDITOR	Mgmt	For
17.	REMUNERATION OF AUDITOR	Mgmt	For
18.	AUTHORITY TO ALLOT SHARES	Mgmt	For
19.	DISAPPLICATION OF PRE-EMPTION RIGHTS	Mgmt	For
20.	AUTHORITY TO PURCHASE OWN SHARES	Mgmt	For
21.	SHAREHOLDER RESOLUTION	Shr	Against

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SPECTRA ENERGY CORP

Agen

Security: 847560109  
Meeting Type: Special  
Meeting Date: 15-Dec-2016  
Ticker: SE  
ISIN: US8475601097  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO CONSIDER AND VOTE ON A PROPOSAL (WHICH WE REFER TO AS THE "MERGER PROPOSAL") TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 5, 2016 (WHICH, AS	Mgmt	For

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MAY BE AMENDED, WE REFER TO AS THE "MERGER AGREEMENT"), AMONG SPECTRA ENERGY, ENBRIDGE INC., A CANADIAN CORPORATION (WHICH WE REFER TO AS "ENBRIDGE"), AND SAND MERGER SUB, INC., A DELAWARE CORPORATION AND A DIRECT WHOLLY OWNED SUBSIDIARY OF ENBRIDGE (WHICH WE REFER TO AS "MERGER SUB"), PURSUANT TO WHICH, AMONG OTHER ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

- |    |   |      |     |
|----|---|------|-----|
| 2. | TO CONSIDER AND VOTE ON A PROPOSAL (WHICH WE REFER TO AS THE "ADVISORY COMPENSATION PROPOSAL") TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, CERTAIN SPECIFIED COMPENSATION THAT WILL OR MAY BE PAID BY SPECTRA ENERGY TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Mgmt | For |
|----|---|------|-----|

\* 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 Preferred Income Fund II
By (Signature)	/s/ Andrew G. Arnott
Name	Andrew G. Arnott
Title	President
Date	08/23/2017