

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

JOHN HANCOCK PREMIUM DIVIDEND FUND  
Form N-PX  
August 24, 2018

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 Premium Dividend  
Fund  
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: 07/01/2017 - 06/30/2018

2X23 John Hancock Funds Premium Dividend

-----  
AMERICAN ELECTRIC POWER COMPANY, INC.

Agen

-----  
Security: 025537101  
Meeting Type: Annual  
Meeting Date: 24-Apr-2018  
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: J. Barnie Beasley, Jr.	Mgmt	For
1d.	Election of Director: Ralph D. Crosby, Jr.	Mgmt	For
1e.	Election of Director: Linda A. Goodspeed	Mgmt	For

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

1f.	Election of Director: Thomas E. Hoaglin	Mgmt	For
1g.	Election of Director: Sandra Beach Lin	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: Stephen S. Rasmussen	Mgmt	For
1k.	Election of Director: Oliver G. Richard III	Mgmt	For
1l.	Election of Director: Sara Martinez Tucker	Mgmt	For
2.	Ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018.	Mgmt	For
3.	Advisory approval of the Company's executive compensation.	Mgmt	For

-----  
 AT&T INC.

Agen

Security: 00206R102  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2018  
 Ticker: T  
 ISIN: US00206R1023  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: Randall L. Stephenson	Mgmt	For
1B.	Election of Director: Samuel A. Di Piazza, Jr.	Mgmt	For
1C.	Election of Director: Richard W. Fisher	Mgmt	For
1D.	Election of Director: Scott T. Ford	Mgmt	For
1E.	Election of Director: Glenn H. Hutchins	Mgmt	For
1F.	Election of Director: William E. Kennard	Mgmt	For
1G.	Election of Director: Michael B. McCallister	Mgmt	For
1H.	Election of Director: Beth E. Mooney	Mgmt	For
1I.	Election of Director: Joyce M. Roche	Mgmt	For
1J.	Election of Director: Matthew K. Rose	Mgmt	For

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

1K.	Election of Director: Cynthia B. Taylor	Mgmt	For
1L.	Election of Director: Laura D'Andrea Tyson	Mgmt	For
1M.	Election of Director: Geoffrey Y. Yang	Mgmt	For
2.	Ratification of appointment of independent auditors.	Mgmt	For
3.	Advisory approval of executive compensation.	Mgmt	For
4.	Approve Stock Purchase and Deferral Plan.	Mgmt	For
5.	Approve 2018 Incentive Plan.	Mgmt	For
6.	Prepare lobbying report.	Shr	For
7.	Modify proxy access requirements.	Shr	For
8.	Independent Chair.	Shr	For
9.	Reduce vote required for written consent.	Shr	For

---

BANK OF AMERICA CORPORATION

Agen

Security: 060505617  
Meeting Type: Annual  
Meeting Date: 25-Apr-2018  
Ticker: BMLPRI  
ISIN: US0605056177

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: Sharon L. Allen	Mgmt	For
1B.	Election of Director: Susan S. Bies	Mgmt	For
1C.	Election of Director: Jack O. Bovender, Jr.	Mgmt	For
1D.	Election of Director: Frank P. Bramble, Sr.	Mgmt	For
1E.	Election of Director: Pierre J. P. de Weck	Mgmt	For
1F.	Election of Director: Arnold W. Donald	Mgmt	For
1G.	Election of Director: Linda P. Hudson	Mgmt	For
1H.	Election of Director: Monica C. Lozano	Mgmt	For
1I.	Election of Director: Thomas J. May	Mgmt	For
1J.	Election of Director: Brian T. Moynihan	Mgmt	For
1K.	Election of Director: Lionel L. Nowell, III	Mgmt	For

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

1L.	Election of Director: Michael D. White	Mgmt	For
1M.	Election of Director: Thomas D. Woods	Mgmt	For
1N.	Election of Director: R. David Yost	Mgmt	For
1O.	Election of Director: Maria T. Zuber	Mgmt	For
2.	Approving Our Executive Compensation (an Advisory, Non-binding "Say on Pay" Resolution)	Mgmt	For
3.	Ratifying the Appointment of Our Independent Registered Public Accounting Firm for 2018	Mgmt	For
4.	Stockholder Proposal - Independent Board Chairman	Shr	For

-----  
 BLACK HILLS CORPORATION

Agen

Security: 092113109  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2018  
 Ticker: BKH  
 ISIN: US0921131092

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Michael H. Madison Linda K. Massman Steven R. Mills	Mgmt Mgmt Mgmt	For For For
2.	Ratification of the appointment of Deloitte & Touche LLP to serve as Black Hills Corporation's independent registered public accounting firm for 2018.	Mgmt	For
3.	Advisory resolution to approve executive compensation.	Mgmt	For

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

Agen

Security: 055622104  
 Meeting Type: Annual  
 Meeting Date: 21-May-2018  
 Ticker: BP  
 ISIN: US0556221044

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

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

		Type	
1.	To receive the 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 B Gilvary as a director.	Mgmt	For
5.	To re-elect Mr N S Andersen as a director.	Mgmt	For
6.	To re-elect Mr A Boeckmann as a director.	Mgmt	For
7.	To re-elect Admiral F L Bowman as a director.	Mgmt	For
8.	To elect Dame Alison Carnwath as a director.	Mgmt	For
9.	To re-elect Mr I E L Davis as a director.	Mgmt	For
10.	To re-elect Professor Dame Ann Dowling as a director.	Mgmt	For
11.	To re-elect Mrs M B Meyer as a director.	Mgmt	For
12.	To re-elect Mr B R Nelson as a director.	Mgmt	For
13.	To re-elect Mrs P R Reynolds as a director.	Mgmt	For
14.	To re-elect Sir John Sawers as a director.	Mgmt	For
15.	To re-elect Mr C-H Svanberg as a director.	Mgmt	For
16.	To appoint Deloitte LLP as auditors and to authorize the directors to fix their remuneration.	Mgmt	For
17.	To give limited authority to make political donations and incur political expenditure.	Mgmt	For
18.	To give limited authority to allot shares up to a specified amount.	Mgmt	For
19.	Special resolution: to give authority to allot a limited number of shares for cash free of pre-emption rights.	Mgmt	For
20.	Special resolution: to give additional authority to allot a limited number of shares for cash free of pre-emption rights.	Mgmt	For
21.	Special resolution: to give limited authority for the purchase of its own shares by the company.	Mgmt	For
22.	Special resolution: to adopt new Articles of Association.	Mgmt	For
23.	To approve the renewal of the Scrip	Mgmt	For

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

Dividend Programme.

24.	Special resolution: to authorize the calling of general meetings (excluding annual general meetings) by notice of at least 14 clear days.	Mgmt	For
-----	---	------	-----

-----  
 CENTERPOINT ENERGY, INC.

-----  
 Agen

Security: 15189T107  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2018  
 Ticker: CNP  
 ISIN: US15189T1079  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Leslie D. Biddle	Mgmt	For
1b.	Election of Director: Milton Carroll	Mgmt	For
1c.	Election of Director: Scott J. McLean	Mgmt	For
1d.	Election of Director: Martin H. Nesbitt	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 2018.	Mgmt	For
3.	Approve the advisory resolution on executive compensation.	Mgmt	For

-----  
 DOMINION ENERGY, INC.

-----  
 Agen

Security: 25746U109  
 Meeting Type: Annual  
 Meeting Date: 09-May-2018  
 Ticker: D  
 ISIN: US25746U1097  
 -----

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: William P. Barr	Mgmt	For
1b.	Election of Director: Helen E. Dragas	Mgmt	For
1c.	Election of Director: James O. Ellis, Jr.	Mgmt	For
1d.	Election of Director: Thomas F. Farrell, II	Mgmt	For
1e.	Election of Director: John W. Harris	Mgmt	For
1f.	Election of Director: Ronald W. Jibson	Mgmt	For
1g.	Election of Director: Mark J. Kington	Mgmt	For
1h.	Election of Director: Joseph M. Rigby	Mgmt	For
1i.	Election of Director: Pamela J. Royal, M.D.	Mgmt	For
1j.	Election of Director: Robert H. Spilman, Jr.	Mgmt	For
1k.	Election of Director: Susan N. Story	Mgmt	For
1l.	Election of Director: Michael E. Szymanczyk	Mgmt	For
2.	Ratification of Appointment of Independent Auditor for 2018.	Mgmt	For
3.	Advisory Vote on Approval of Executive Compensation [Say on Pay].	Mgmt	For
4.	Shareholder Proposal Regarding a Report on Methane Emissions.	Shr	For
5.	Shareholder Proposal Regarding Shareholder Right to Act by Written Consent.	Shr	For

-----  
DTE ENERGY COMPANY

Agen

-----  
Security: 233331107  
Meeting Type: Annual  
Meeting Date: 03-May-2018  
Ticker: DTE  
ISIN: US2333311072  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	Gerard M. Anderson	Mgmt	For
	David A. Brandon	Mgmt	For
	W. Frank Fountain, Jr.	Mgmt	For
	Charles G. McClure, Jr.	Mgmt	For

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

	Gail J. McGovern	Mgmt	For
	Mark A. Murray	Mgmt	For
	James B. Nicholson	Mgmt	For
	Josue Robles, Jr.	Mgmt	For
	Ruth G. Shaw	Mgmt	For
	Robert C. Skaggs, Jr.	Mgmt	For
	David A. Thomas	Mgmt	For
	James H. Vandenberghe	Mgmt	For
2.	Ratify the appointment of PricewaterhouseCoopers LLP as our independent auditors.	Mgmt	For
3.	Provide a nonbinding vote to approve the Company's executive compensation.	Mgmt	For
4.	Approve an Amendment and Restatement of the DTE Energy Company Long-Term Incentive Plan.	Mgmt	For
5.	Vote on a shareholder proposal to commission an independent economic analysis of the potential cost impact to the company and shareholders of closing Fermi 2.	Shr	Against
6.	Vote on a shareholder proposal to amend DTE bylaws to give holders in the aggregate of 10% of outstanding common stock the power to call a special shareowner meeting.	Shr	For

-----  
 DUKE ENERGY CORPORATION

Agen

-----  
 Security: 26441C204  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: DUK  
 ISIN: US26441C2044  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	Michael G. Browning	Mgmt	For
	Theodore F. Craver, Jr.	Mgmt	For
	Robert M. Davis	Mgmt	For
	Daniel R. DiMicco	Mgmt	For
	John H. Forsgren	Mgmt	For
	Lynn J. Good	Mgmt	For
	John T. Herron	Mgmt	For
	James B. Hyler, Jr.	Mgmt	For
	William E. Kennard	Mgmt	For
	E. Marie McKee	Mgmt	For
	Charles W. Moorman IV	Mgmt	For
	Carlos A. Saladrigas	Mgmt	For
	Thomas E. Skains	Mgmt	For
	William E. Webster, Jr.	Mgmt	For





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

-----  
 Security: 29364G103  
 Meeting Type: Annual  
 Meeting Date: 04-May-2018  
 Ticker: ETR  
 ISIN: US29364G1031  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: J.R. Burbank	Mgmt	For
1b.	Election of Director: P.J. Condon	Mgmt	For
1c.	Election of Director: L.P. Denault	Mgmt	For
1d.	Election of Director: K.H. Donald	Mgmt	For
1e.	Election of Director: P.L. Frederickson	Mgmt	For
1f.	Election of Director: A.M. Herman	Mgmt	For
1g.	Election of Director: S.L. Levenick	Mgmt	For
1h.	Election of Director: B.L. Lincoln	Mgmt	For
1i.	Election of Director: K.A. Puckett	Mgmt	For
2.	Advisory Vote to Approve Named Executive Officer Compensation.	Mgmt	For
3.	Ratification of Appointment of Deloitte & Touche LLP as Independent Registered Public Accountants for 2018.	Mgmt	For
4.	Shareholder Proposal Regarding Report on Distributed Renewable Generation Resources.	Shr	For

-----  
 EVERSOURCE ENERGY

Agen

-----  
 Security: 30040W108  
 Meeting Type: Annual  
 Meeting Date: 02-May-2018  
 Ticker: ES  
 ISIN: US30040W1080  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	Election of Trustee: Cotton M. Cleveland	Mgmt	For
1B	Election of Trustee: Sanford Cloud, Jr.	Mgmt	For
1C	Election of Trustee: James S. DiStasio	Mgmt	For
1D	Election of Trustee: Francis A. Doyle	Mgmt	For

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

1E	Election of Trustee: James J. Judge	Mgmt	For
1F	Election of Trustee: John Y. Kim	Mgmt	For
1G	Election of Trustee: Kenneth R. Leibler	Mgmt	For
1H	Election of Trustee: William C. Van Faasen	Mgmt	For
1I	Election of Trustee: Frederica M. Williams	Mgmt	For
1J	Election of Trustee: Dennis R. Wraase	Mgmt	For
2	Consider an advisory proposal approving the compensation of our Named Executive Officers.	Mgmt	For
3	Approve the 2018 Eversource Energy Incentive Plan	Mgmt	For
4	Ratify the selection of Deloitte & Touche LLP as the independent registered public accounting firm for 2018.	Mgmt	For

-----  
 FIRSTENERGY CORP.

Agem

Security: 337932107  
 Meeting Type: Annual  
 Meeting Date: 15-May-2018  
 Ticker: FE  
 ISIN: US3379321074  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Paul T. Addison Michael J. Anderson Steven J. Demetriou Julia L. Johnson Charles E. Jones Donald T. Misheff Thomas N. Mitchell James F. O'Neil III Christopher D. Pappas Sandra Pianalto Luis A. Reyes Dr. Jerry Sue Thornton	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	Ratify the Appointment of the Independent Registered Public Accounting Firm	Mgmt	For
3.	Approve, on an Advisory Basis, Named Executive Officer Compensation	Mgmt	For
4.	Approve a Management Proposal to Amend the Company's Amended Articles of Incorporation	Mgmt	For

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

and Amended Code of Regulations to Replace Existing Supermajority Voting Requirements with a Majority Voting Power Threshold

5.	Approve a Management Proposal to Amend the Company's Amended Articles of Incorporation and Amended Code of Regulations to Implement Majority Voting for Uncontested Director Elections	Mgmt	For
6.	Approve a Management Proposal to Amend the Company's Amended Code of Regulations to Implement Proxy Access	Mgmt	For
7.	Shareholder Proposal Requesting a Reduction in the Threshold to Call a Special Shareholder Meeting	Shr	For

---

MACQUARIE INFRASTRUCTURE CORPORATION

Agen

Security: 55608B105  
 Meeting Type: Annual  
 Meeting Date: 16-May-2018  
 Ticker: MIC  
 ISIN: US55608B1052

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Norman H. Brown, Jr.	Mgmt	Against
1b.	Election of Director: George W. Carmany, III	Mgmt	Against
1c.	Election of Director: James Hooke	Mgmt	Against
1d.	Election of Director: Ronald Kirk	Mgmt	For
1e.	Election of Director: H.E. (Jack) Lentz	Mgmt	For
1f.	Election of Director: Ouma Sananikone	Mgmt	For
2.	The ratification of the selection of KPMG LLP as our independent auditor for the fiscal year ending December 31, 2018.	Mgmt	For
3.	The approval, on an advisory basis, of executive compensation.	Mgmt	For

---

NATIONAL GRID PLC

Agen

Security: 636274409  
 Meeting Type: Annual

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

Meeting Date: 31-Jul-2017  
 Ticker: NGG  
 ISIN: US6362744095

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Mgmt	For
2.	TO DECLARE A FINAL DIVIDEND	Mgmt	For
3.	TO RE-ELECT SIR PETER GERSHON	Mgmt	For
4.	TO RE-ELECT JOHN PETTIGREW	Mgmt	For
5.	TO RE-ELECT ANDREW BONFIELD	Mgmt	For
6.	TO RE-ELECT DEAN SEEVERS	Mgmt	For
7.	TO RE-ELECT NICOLA SHAW	Mgmt	For
8.	TO RE-ELECT NORA MEAD BROWNELL	Mgmt	For
9.	TO RE-ELECT JONATHAN DAWSON	Mgmt	For
10.	TO ELECT PIERRE DUFOUR	Mgmt	For
11.	TO RE-ELECT THERESE ESPERDY	Mgmt	For
12.	TO RE-ELECT PAUL GOLBY	Mgmt	For
13.	TO RE-ELECT MARK WILLIAMSON	Mgmt	For
14.	TO APPOINT THE AUDITORS DELOITTE LLP	Mgmt	For
15.	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Mgmt	For
16.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Mgmt	For
17.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT EXCLUDING THE DIRECTORS' REMUNERATION POLICY	Mgmt	For
18.	TO AUTHORISE THE COMPANY TO MAKE POLITICAL DONATIONS	Mgmt	For
19.	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Mgmt	For
20.	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	Mgmt	For
21.	TO DISAPPLY PRE-EMPTION RIGHTS FOR ACQUISITIONS (SPECIAL RESOLUTION)	Mgmt	For
22.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES (SPECIAL RESOLUTION)	Mgmt	For
23.	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL	Mgmt	For

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

MEETINGS ON 14 CLEAR DAYS NOTICE (SPECIAL  
RESOLUTION)

-----  
NISOURCE INC.

Agen

Security: 65473P105  
Meeting Type: Annual  
Meeting Date: 08-May-2018  
Ticker: NI  
ISIN: US65473P1057  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Peter A. Altabef	Mgmt	For
1b.	Election of Director: Eric L. Butler	Mgmt	For
1c.	Election of Director: Aristides S. Candris	Mgmt	For
1d.	Election of Director: Wayne S. DeVeydt	Mgmt	For
1e.	Election of Director: Joseph Hamrock	Mgmt	For
1f.	Election of Director: Deborah A. Henretta	Mgmt	For
1g.	Election of Director: Michael E. Jesanis	Mgmt	For
1h.	Election of Director: Kevin T. Kabat	Mgmt	For
1i.	Election of Director: Richard L. Thompson	Mgmt	For
1j.	Election of Director: Carolyn Y. Woo	Mgmt	For
2.	To approve named executive officer compensation on an advisory basis.	Mgmt	For
3.	To ratify the appointment of Deloitte & Touche LLP as the Company's independent auditor for 2018.	Mgmt	For
4.	To consider a stockholder proposal regarding stockholder right to act by written consent.	Shr	For

-----  
OGE ENERGY CORP.

Agen

Security: 670837103  
Meeting Type: Annual  
Meeting Date: 17-May-2018  
Ticker: OGE  
ISIN: US6708371033  
-----

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: Frank A. Bozich	Mgmt	For
1B.	Election of Director: James H. Brandi	Mgmt	For
1C.	Election of Director: Peter D. Clarke	Mgmt	For
1D.	Election of Director: Luke R. Corbett	Mgmt	For
1E.	Election of Director: David L. Hauser	Mgmt	For
1F.	Election of Director: Robert O. Lorenz	Mgmt	For
1G.	Election of Director: Judy R. McReynolds	Mgmt	For
1H.	Election of Director: J. Michael Sanner	Mgmt	For
1I.	Election of Director: Sheila G. Talton	Mgmt	For
1J.	Election of Director: Sean Trauschke	Mgmt	For
2.	Ratification of the appointment of Ernst & Young LLP as the Company's principal independent accountants for 2018.	Mgmt	For
3.	Advisory Vote to Approve Named Executive Officer Compensation.	Mgmt	For
4.	Shareholder proposal regarding allowing shareholders owning 10 percent of our stock to call special meetings of shareholders.	Shr	For

-----  
ONE GAS, INC

-----  
Agen

Security: 68235P108  
Meeting Type: Annual  
Meeting Date: 24-May-2018  
Ticker: OGS  
ISIN: US68235P1084  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	Election of Class I director: John W. Gibson	Mgmt	For
1.2	Election of Class I director: Pattye L. Moore	Mgmt	For
1.3	Election of Class I director: Douglas H. Yaeger	Mgmt	For
2.	Ratification of the selection of PricewaterhouseCoopers LLP as the	Mgmt	For

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

independent registered public accounting firm of ONE Gas, Inc. for the year ending December 31, 2018.

3.	Advisory vote to approve the Company's executive compensation.	Mgmt	For
4.	Approval of the ONE Gas, Inc. Amended and Restated Equity Compensation Plan (2018).	Mgmt	For
5.	Approval of the amended and restated Certificate of Incorporation to eliminate the classified structure of our Board, provide for the annual election of directors and allow shareholder removal of directors with or without cause.	Mgmt	For

-----  
 ONEOK, INC.

Agen

-----  
 Security: 682680103  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: OKE  
 ISIN: US6826801036  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of director: Brian L. Derksen	Mgmt	For
1B.	Election of director: Julie H. Edwards	Mgmt	For
1C.	Election of director: John W. Gibson	Mgmt	For
1D.	Election of director: Randall J. Larson	Mgmt	For
1E.	Election of director: Steven J. Malcolm	Mgmt	For
1F.	Election of director: Jim W. Mogg	Mgmt	For
1G.	Election of director: Pattye L. Moore	Mgmt	For
1H.	Election of director: Gary D. Parker	Mgmt	For
1I.	Election of director: Eduardo A. Rodriguez	Mgmt	For
1J.	Election of director: Terry K. Spencer	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, 2018.	Mgmt	For
3.	Approve the ONEOK, Inc. Equity Incentive Plan.	Mgmt	For



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

- |    |   |      |     |
|----|---|------|-----|
| 4. | An advisory vote to approve ONEOK, Inc.'s executive compensation. | Mgmt | For |
|----|---|------|-----|

---

PINNACLE WEST CAPITAL CORPORATION

Agen

Security: 723484101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2018  
 Ticker: PNW  
 ISIN: US7234841010

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Donald E. Brandt Denis A. Cortese, M.D. Richard P. Fox Michael L. Gallagher Dale E. Klein, Ph.D. Humberto S. Lopez Kathryn L. Munro Bruce J. Nordstrom Paula J. Sims David P. Wagener	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	Advisory vote to approve executive compensation as disclosed in the 2018 Proxy Statement.	Mgmt	For
3.	Ratify the appointment of the independent accountants for the year ending December 31, 2018.	Mgmt	For

---

PPL CORPORATION

Agen

Security: 69351T106  
 Meeting Type: Annual  
 Meeting Date: 16-May-2018  
 Ticker: PPL  
 ISIN: US69351T1060

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Rodney C. Adkins	Mgmt	For
1b.	Election of Director: John W. Conway	Mgmt	For
1c.	Election of Director: Steven G. Elliott	Mgmt	For
1d.	Election of Director: Raja Rajamannar	Mgmt	For

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

1e.	Election of Director: Craig A. Rogerson	Mgmt	For
1f.	Election of Director: William H. Spence	Mgmt	For
1g.	Election of Director: Natica von Althann	Mgmt	For
1h.	Election of Director: Keith H. Williamson	Mgmt	For
1i.	Election of Director: Phoebe A. Wood	Mgmt	For
1j.	Election of Director: Armando Zagalo de Lima	Mgmt	For
2.	Advisory vote to approve compensation of named executive officers	Mgmt	For
3.	Ratification of the appointment of Independent Registered Public Accounting Firm	Mgmt	For

-----  
 ROYAL DUTCH SHELL PLC

-----  
 Agen

Security: 780259206  
 Meeting Type: Annual  
 Meeting Date: 22-May-2018  
 Ticker: RDSA  
 ISIN: US7802592060  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receipt of Annual Report & Accounts	Mgmt	For
2.	Approval of Directors' Remuneration Report	Mgmt	Against
3.	Appointment of Ann Godbehere as a Director of the Company	Mgmt	For
4.	Reappointment of Director: Ben van Beurden	Mgmt	For
5.	Reappointment of Director: Euleen Goh	Mgmt	For
6.	Reappointment of Director: Charles O. Holliday	Mgmt	For
7.	Reappointment of Director: Catherine Hughes	Mgmt	For
8.	Reappointment of Director: Gerard Kleisterlee	Mgmt	For
9.	Reappointment of Director: Roberto Setubal	Mgmt	For
10.	Reappointment of Director: Sir Nigel Sheinwald	Mgmt	For
11.	Reappointment of Director: Linda G. Stuntz	Mgmt	For

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

12.	Reappointment of Director: Jessica Uhl	Mgmt	For
13.	Reappointment of Director: Gerrit Zalm	Mgmt	For
14.	Reappointment of Auditors	Mgmt	For
15.	Remuneration of Auditors	Mgmt	For
16.	Authority to allot shares	Mgmt	For
17.	Disapplication of pre-emption rights	Mgmt	For
18.	Authority to purchase own shares	Mgmt	For
19.	Shareholder resolution	Shr	Against

-----  
 THE SOUTHERN COMPANY

-----  
 Agen

-----  
 Security: 842587107  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: SO  
 ISIN: US8425871071  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Juanita Powell Baranco	Mgmt	For
1b.	Election of Director: Jon A. Boscia	Mgmt	For
1c.	Election of Director: Henry A. Clark III	Mgmt	For
1d.	Election of Director: Thomas A. Fanning	Mgmt	For
1e.	Election of Director: David J. Grain	Mgmt	For
1f.	Election of Director: Veronica M. Hagen	Mgmt	For
1g.	Election of Director: Linda P. Hudson	Mgmt	For
1h.	Election of Director: Donald M. James	Mgmt	For
1i.	Election of Director: John D. Johns	Mgmt	For
1j.	Election of Director: Dale E. Klein	Mgmt	For
1k.	Election of Director: Ernest J. Moniz	Mgmt	For
1l.	Election of Director: William G. Smith, Jr.	Mgmt	For
1m.	Election of Director: Steven R. Specker	Mgmt	For
1n.	Election of Director: Larry D. Thompson	Mgmt	For

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

10.	Election of Director: E. Jenner Wood III	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2018	Mgmt	For
4.	STOCKHOLDER PROPOSAL ON AMENDMENT TO PROXY ACCESS BYLAW	Shr	For

---

VECTREN CORPORATION Agen

---

Security: 92240G101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2018  
 Ticker: VVC  
 ISIN: US92240G1013

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Derrick Burks Carl L. Chapman J.H. DeGraffenreidt, Jr John D. Engelbrecht Anton H. George Robert G. Jones Patrick K. Mullen R. Daniel Sadlier Michael L. Smith Teresa J. Tanner Jean L. Wojtowicz	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For 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 appointment of Deloitte & Touche LLP as the independent registered public accounting firm for Vectren Corporation and its subsidiaries for 2018.	Mgmt	For

---

VERIZON COMMUNICATIONS INC. Agen

---

Security: 92343V104  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: VZ  
 ISIN: US92343V1044

---

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

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Shellye L. Archambeau	Mgmt	For
1b.	Election of Director: Mark T. Bertolini	Mgmt	For
1c.	Election of Director: Richard L. Carrion	Mgmt	For
1d.	Election of Director: Melanie L. Healey	Mgmt	For
1e.	Election of Director: M. Frances Keeth	Mgmt	For
1f.	Election of Director: Lowell C. McAdam	Mgmt	For
1g.	Election of Director: Clarence Otis, Jr.	Mgmt	For
1h.	Election of Director: Rodney E. Slater	Mgmt	For
1i.	Election of Director: Kathryn A. Tesija	Mgmt	For
1j.	Election of Director: Gregory D. Wasson	Mgmt	For
1k.	Election of Director: Gregory G. Weaver	Mgmt	For
2.	Ratification of Appointment of Independent Registered Public Accounting Firm	Mgmt	For
3.	Advisory Vote to Approve Executive Compensation	Shr	For
4.	Special Shareowner Meetings	Shr	For
5.	Lobbying Activities Report	Shr	For
6.	Independent Chair	Shr	For
7.	Report on Cyber Security and Data Privacy	Shr	Against
8.	Executive Compensation Clawback Policy	Shr	For
9.	Nonqualified Savings Plan Earnings	Shr	For

-----  
XCEL ENERGY INC.

Agen

Security: 98389B100  
Meeting Type: Annual  
Meeting Date: 16-May-2018  
Ticker: XEL  
ISIN: US98389B1008  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: Richard K. Davis	Mgmt	For

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

1B.	Election of Director: Ben Fowke	Mgmt	For
1C.	Election of Director: Richard T. O'Brien	Mgmt	For
1D.	Election of Director: David K. Owens	Mgmt	For
1E.	Election of Director: Christopher J. Policinski	Mgmt	For
1F.	Election of Director: James T. Prokopanko	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
1L.	Election of Director: Daniel Yohannes	Mgmt	For
2.	Company proposal to approve, on an advisory basis, executive compensation	Mgmt	For
3.	Company proposal to ratify the appointment of Deloitte & Touche LLP as Xcel Energy Inc.'s independent registered public accounting firm for 2018	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 Premium Dividend Fund
By (Signature)	/s/ Andrew G. Arnott
Name	Andrew G. Arnott
Title	President
Date	08/20/2018