

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

JOHN HANCOCK PREFERRED INCOME FUND II  
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: 811-21202  
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: 07/01/2017 - 06/30/2018

2X28 John Hancock Funds Preferred Income Fund II

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

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- |     |   |      |     |
|-----|---|------|-----|
| 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 Dividend Programme.   | Mgmt | For |
| 24. | 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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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           |

CENTURYLINK, INC.

Agen

Security: 156700106  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: CTL  
 ISIN: US1567001060

| Prop.# | Proposal         | Proposal Type | Proposal Vote |
|--------|------------------|---------------|---------------|
| 1.     | DIRECTOR         |               |               |
|        | Martha H. Bejar  | Mgmt          | For           |
|        | Virginia Boulet  | Mgmt          | For           |
|        | Peter C. Brown   | Mgmt          | For           |
|        | Kevin P. Chilton | Mgmt          | For           |
|        | Steven T. Clontz | Mgmt          | For           |
|        | T. Michael Glenn | Mgmt          | For           |
|        | W. Bruce Hanks   | Mgmt          | For           |

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|     |   |      |         |
|-----|---|------|---------|
|     | Mary L. Landrieu  | Mgmt | For     |
|     | Harvey P. Perry   | Mgmt | For     |
|     | Glen F. Post, III   | Mgmt | For     |
|     | Michael J. Roberts  | Mgmt | For     |
|     | Laurie A. Siegel  | Mgmt | For     |
|     | Jeffrey K. Storey   | Mgmt | For     |
| 2.  | Ratify the appointment of KPMG LLP as our independent auditor for 2018. | Mgmt | For     |
| 3.  | Approve our 2018 Equity Incentive Plan.                                 | Mgmt | For     |
| 4.  | Advisory vote to approve our executive compensation.                    | Mgmt | For     |
| 5a. | Shareholder proposal regarding our lobbying activities.                 | Shr  | For     |
| 5b. | Shareholder proposal regarding our billing practices.                   | Shr  | Against |

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 ENBRIDGE INC.

Agen

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 Security: 29250N105  
 Meeting Type: Annual  
 Meeting Date: 09-May-2018  
 Ticker: ENB  
 ISIN: CA29250N1050  
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| Prop.# | Proposal   | Proposal Type  | Proposal Vote  |
|--------|--|--|--|
| 1      | DIRECTOR<br>PAMELA L. CARTER<br>C. P. CAZALOT, JR.<br>MARCEL R. COUTU<br>GREGORY L. EBEL<br>J. HERB ENGLAND<br>CHARLES W. FISCHER<br>V. M. KEMPSTON DARKES<br>MICHAEL MCSHANE<br>AL MONACO<br>MICHAEL E.J. PHELPS<br>DAN C. TUTCHER<br>CATHERINE L. WILLIAMS | 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      | APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS AT REMUNERATION TO BE FIXED BY THE BOARD OF DIRECTORS.  | Mgmt   | For  |
| 3      | ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS.   | Mgmt   | For  |
| 4      | ADVISORY VOTE ON THE FREQUENCY OF SAY ON PAY VOTES.  | Mgmt   | 1 Year   |

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NATIONAL GRID PLC

Agen

Security: 636274409  
 Meeting Type: Annual  
 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           |

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|     |  |      |     |
|-----|--|------|-----|
| 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 MEETINGS ON 14 CLEAR DAYS NOTICE (SPECIAL RESOLUTION) | Mgmt | For |

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ONEOK, INC.

Agen

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

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

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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           |
| 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 AES CORPORATION

Agen

Security: 00130H105  
 Meeting Type: Annual

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

Meeting Date: 19-Apr-2018  
 Ticker: AES  
 ISIN: US00130H1059

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A.    | Election of Director: Andres R. Gluski  | Mgmt          | For           |
| 1B.    | Election of Director: Charles L. Harrington   | Mgmt          | For           |
| 1C.    | Election of Director: Kristina M. Johnson   | Mgmt          | For           |
| 1D.    | Election of Director: Tarun Khanna  | Mgmt          | For           |
| 1E.    | Election of Director: Holly K. Koeppel  | Mgmt          | Against       |
| 1F.    | Election of Director: James H. Miller   | Mgmt          | For           |
| 1G.    | Election of Director: Alain Monie   | Mgmt          | For           |
| 1H.    | Election of Director: John B. Morse, Jr.  | Mgmt          | For           |
| 1I.    | Election of Director: Moises Naim   | Mgmt          | For           |
| 1J.    | Election of Director: Jeffrey W. Ubben  | Mgmt          | For           |
| 2.     | To approve, on an advisory basis, the Company's executive compensation.   | Mgmt          | For           |
| 3.     | To ratify the appointment of Ernst & Young LLP as the independent auditors of the Company for the fiscal year 2018.                                     | Mgmt          | For           |
| 4.     | To ratify the Special Meeting Provisions in the Company's By-Laws.  | Mgmt          | Against       |
| 5.     | If properly presented, a nonbinding Stockholder proposal seeking an assessment relating to a two degree scenario and impacts on the Company's business. | Shr           | Abstain       |

\* 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           | 08/20/2018                            |



