

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

JOHN HANCOCK PREMIUM DIVIDEND FUND
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: 811-05908
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: 07/01/2016 - 06/30/2017

2X23 John Hancock Funds Premium Dividend

ATMOS ENERGY CORPORATION

Agen

Security: 049560105
Meeting Type: Annual
Meeting Date: 08-Feb-2017
Ticker: ATO
ISIN: US0495601058

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ROBERT W. BEST	Mgmt	For
1B.	ELECTION OF DIRECTOR: KIM R. COCKLIN	Mgmt	For
1C.	ELECTION OF DIRECTOR: KELLY H. COMPTON	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD W. DOUGLAS	Mgmt	For
1E.	ELECTION OF DIRECTOR: RUBEN E. ESQUIVEL	Mgmt	For

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1F.	ELECTION OF DIRECTOR: RAFAEL G. GARZA	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD K. GORDON	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT C. GRABLE	Mgmt	For
1I.	ELECTION OF DIRECTOR: MICHAEL E. HAEFNER	Mgmt	For
1J.	ELECTION OF DIRECTOR: NANCY K. QUINN	Mgmt	For
1K.	ELECTION OF DIRECTOR: RICHARD A. SAMPSON	Mgmt	For
1L.	ELECTION OF DIRECTOR: STEPHEN R. SPRINGER	Mgmt	For
1M.	ELECTION OF DIRECTOR: RICHARD WARE II	Mgmt	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For
3.	PROPOSAL FOR ADVISORY VOTE ON EXECUTIVE COMPENSATION ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For

 AVANGRID, INC.

Agen

Security: 05351W103
 Meeting Type: Annual
 Meeting Date: 22-Jun-2017
 Ticker: AGR
 ISIN: US05351W1036

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	IGNACIO SANCHEZ GALAN	Mgmt	Withheld
	JOHN E. BALDACCI	Mgmt	Withheld
	PEDRO AZAGRA BLAZQUEZ	Mgmt	Withheld
	FELIPE CALDERON	Mgmt	For
	ARNOLD L. CHASE	Mgmt	Withheld
	ALFREDO ELIAS AYUB	Mgmt	For
	CAROL L. FOLT	Mgmt	For
	JOHN L. LAHEY	Mgmt	For
	SANTIAGO M. GARRIDO	Mgmt	Withheld
	JUAN CARLOS R. LICEAGA	Mgmt	Withheld
	JOSE SAINZ ARMADA	Mgmt	Withheld
	ALAN D. SOLOMONT	Mgmt	For
	ELIZABETH TIMM	Mgmt	For
	JAMES P. TORGERSON	Mgmt	Withheld
2.	RATIFICATION OF THE SELECTION OF KPMG US LLP AS AVANGRID, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
3.	NON-BINDING ADVISORY VOTE TO APPROVE THE	Mgmt	For

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COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.

- | | | | |
|----|--|------|-----|
| 4. | APPROVAL OF AN AMENDMENT TO THE AVANGRID, INC. BY-LAWS TO ADOPT A MAJORITY VOTING STANDARD IN THE ELECTION OF DIRECTORS IN UNCONTESTED ELECTIONS. | Mgmt | For |
| 5. | APPROVAL OF AN AMENDMENT TO THE AVANGRID, INC. BY-LAWS TO INCREASE THE MINIMUM NUMBER OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS FROM THREE (3) TO FIVE (5). | Mgmt | For |

 BANK OF AMERICA CORPORATION

Agen

Security: 060505617
 Meeting Type: Annual
 Meeting Date: 26-Apr-2017
 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
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
2.	APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION)	Mgmt	For
3.	A VOTE ON THE FREQUENCY OF FUTURE ADVISORY	Mgmt	1 Year

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"SAY ON PAY" RESOLUTIONS (AN ADVISORY,
NON-BINDING "SAY ON FREQUENCY" RESOLUTION)

4.	RATIFYING THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
5.	STOCKHOLDER PROPOSAL - CLAWBACK AMENDMENT	Shr	Against
6.	STOCKHOLDER PROPOSAL - DIVESTITURE & DIVISION STUDY SESSIONS	Shr	Against
7.	STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shr	For
8.	STOCKHOLDER PROPOSAL - REPORT CONCERNING GENDER PAY EQUITY	Shr	Against

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
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

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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

 CENTERPOINT ENERGY, INC.

Agem

 Security: 15189T107
 Meeting Type: Annual
 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

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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

 CHEVRON CORPORATION

Agen

 Security: 166764100
 Meeting Type: Annual
 Meeting Date: 31-May-2017
 Ticker: CVX
 ISIN: US1667641005

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: W. M. AUSTIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: L. F. DEILY	Mgmt	For
1C.	ELECTION OF DIRECTOR: R. E. DENHAM	Mgmt	For
1D.	ELECTION OF DIRECTOR: A. P. GAST	Mgmt	For
1E.	ELECTION OF DIRECTOR: E. HERNANDEZ, JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: J. M. HUNTSMAN JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: C. W. MOORMAN IV	Mgmt	For
1H.	ELECTION OF DIRECTOR: D. F. MOYO	Mgmt	For
1I.	ELECTION OF DIRECTOR: R. D. SUGAR	Mgmt	For
1J.	ELECTION OF DIRECTOR: I. G. THULIN	Mgmt	For
1K.	ELECTION OF DIRECTOR: J. S. WATSON	Mgmt	For
1L.	ELECTION OF DIRECTOR: M. K. WIRTH	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PWC AS	Mgmt	For

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INDEPENDENT REGISTERED PUBLIC ACCOUNTING
FIRM

3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	1 Year
5.	REPORT ON LOBBYING	Shr	For
6.	REPORT ON FEASIBILITY OF POLICY ON NOT DOING BUSINESS WITH CONFLICT COMPlicit GOVERNMENTS	Shr	Against
7.	REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT	Shr	Abstain
8.	REPORT ON TRANSITION TO A LOW CARBON ECONOMY	Shr	For
9.	ADOPT POLICY ON INDEPENDENT CHAIRMAN	Shr	For
10.	RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shr	For
11.	SET SPECIAL MEETINGS THRESHOLD AT 10%	Shr	For

DOMINION RESOURCES, INC.

Agen

Security: 25746U109
Meeting Type: Annual
Meeting Date: 10-May-2017
Ticker: D
ISIN: US25746U1097

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	Against
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

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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 THE INDEPENDENT AUDITORS FOR 2017	Mgmt	For
3.	ADVISORY VOTE ON APPROVAL OF EXECUTIVE COMPENSATION (SAY ON PAY)	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE SAY ON PAY VOTE	Mgmt	1 Year
5.	APPROVAL OF AMENDMENT TO ARTICLES OF INCORPORATION TO CHANGE THE COMPANY'S NAME TO DOMINION ENERGY, INC.	Mgmt	For
6.	SHAREHOLDER PROPOSAL REGARDING A REPORT ON LOBBYING	Shr	Against
7.	SHAREHOLDER PROPOSAL REGARDING THE NOMINATION OF A DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shr	For
8.	SHAREHOLDER PROPOSAL REGARDING AN ASSESSMENT OF THE IMPACT OF PUBLIC POLICIES AND TECHNOLOGICAL ADVANCES CONSISTENT WITH LIMITING GLOBAL WARMING	Shr	For
9.	SHAREHOLDER PROPOSAL REGARDING A REPORT ON METHANE EMISSIONS	Shr	For

DUKE ENERGY CORPORATION

Agen

Security: 26441C204
 Meeting Type: Annual
 Meeting Date: 04-May-2017
 Ticker: DUK
 ISIN: US26441C2044

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	MICHAEL J. ANGELAKIS	Mgmt	For
	MICHAEL G. BROWNING	Mgmt	For
	THEODORE F. CRAVER, JR.	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

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	CHARLES W. MOORMAN IV	Mgmt	For
	CARLOS A. SALADRIGAS	Mgmt	For
	THOMAS E. SKAINS	Mgmt	For
	WILLIAM E. WEBSTER, JR.	Mgmt	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
3.	ADVISORY VOTE TO APPROVE DUKE ENERGY CORPORATION'S NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION	Mgmt	1 Year
5.	AMENDMENT TO THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DUKE ENERGY CORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS	Mgmt	For
6.	SHAREHOLDER PROPOSAL REGARDING PROVIDING AN ANNUAL REPORT ON DUKE ENERGY'S LOBBYING EXPENSES	Shr	For
7.	SHAREHOLDER PROPOSAL REGARDING PREPARING AN ASSESSMENT OF THE IMPACTS ON DUKE ENERGY'S PORTFOLIO OF CLIMATE CHANGE CONSISTENT WITH A TWO DEGREE SCENARIO	Shr	For
8.	SHAREHOLDER PROPOSAL REGARDING PROVIDING A REPORT ON THE PUBLIC HEALTH RISKS OF DUKE ENERGY'S COAL USE	Shr	For

ENBRIDGE INC.

Agent

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
	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

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	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

EVERSOURCE ENERGY

Agen

Security: 30040W108
Meeting Type: Annual
Meeting Date: 03-May-2017
Ticker: ES
ISIN: US30040W1080

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ELECTION OF DIRECTOR: JOHN S. CLARKESON	Mgmt	For
02	ELECTION OF DIRECTOR: COTTON M. CLEVELAND	Mgmt	For
03	ELECTION OF DIRECTOR: SANFORD CLOUD, JR.	Mgmt	For
04	ELECTION OF DIRECTOR: JAMES S. DISTASIO	Mgmt	For
05	ELECTION OF DIRECTOR: FRANCIS A. DOYLE	Mgmt	For
06	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
07	ELECTION OF DIRECTOR: JAMES J. JUDGE	Mgmt	For
08	ELECTION OF DIRECTOR: PAUL A. LA CAMERA	Mgmt	For
09	ELECTION OF DIRECTOR: KENNETH R. LEIBLER	Mgmt	For
10	ELECTION OF DIRECTOR: WILLIAM C. VAN FAASEN	Mgmt	For
11	ELECTION OF DIRECTOR: FEDERICA M. WILLIAMS	Mgmt	For
12	ELECTION OF DIRECTOR: DENNIS R. WRAASE	Mgmt	For

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2.	APPROVE PROPOSED AMENDMENT TO THE COMPANY'S DECLARATION OF TRUST TO INCLUDE A PROXY ACCESS PROVISION.	Mgmt	For
3.	CONSIDER AN ADVISORY PROPOSAL APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	CONSIDER AN ADVISORY PROPOSAL ON THE FREQUENCY OF FUTURE ADVISORY PROPOSALS ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
5.	RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE 2009 EVERSOURCE INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
6.	RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Mgmt	For

 NATIONAL GRID PLC

Agen

Security: 636274300
 Meeting Type: Annual
 Meeting Date: 25-Jul-2016
 Ticker: NGG
 ISIN: US6362743006

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 ELECT DEAN SEAVERS	Mgmt	For
7.	TO ELECT NICOLA SHAW	Mgmt	For
8.	TO RE-ELECT NORA MEAD BROWNELL	Mgmt	For
9.	TO RE-ELECT JONATHAN DAWSON	Mgmt	For
10.	TO RE-ELECT THERESE ESPERDY	Mgmt	For
11.	TO RE-ELECT PAUL GOLBY	Mgmt	For
12.	TO RE-ELECT RUTH KELLY	Mgmt	For

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13.	TO RE-ELECT MARK WILLIAMSON	Mgmt	For
14.	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Mgmt	For
15.	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Mgmt	For
16.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT EXCLUDING THE EXCERPTS FROM THE REMUNERATION POLICY	Mgmt	For
17.	TO AUTHORISE THE COMPANY TO MAKE POLITICAL DONATIONS	Mgmt	For
18.	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Mgmt	For
19.	SPECIAL RESOLUTION: TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For
20.	SPECIAL RESOLUTION: TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Mgmt	For
21.	SPECIAL RESOLUTION: TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 WORKING DAYS' NOTICE	Mgmt	For

 NATIONAL GRID PLC

Agen

Security: 636274300
 Meeting Type: Annual
 Meeting Date: 19-May-2017
 Ticker: NGG
 ISIN: US6362743006

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

 ONE GAS, INC

Agen

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Security: 68235P108
 Meeting Type: Annual
 Meeting Date: 25-May-2017
 Ticker: OGS
 ISIN: US68235P1084

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ROBERT B. EVANS	Mgmt	For
1B.	ELECTION OF DIRECTOR: MICHAEL G. HUTCHINSON	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONE GAS, INC. FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF THE MATERIAL TERMS OF OUR ANNUAL OFFICER INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For

PINNACLE WEST CAPITAL CORPORATION

Agen

Security: 723484101
 Meeting Type: Annual
 Meeting Date: 17-May-2017
 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 R.A. HERBERGER, JR. PHD 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 Mgmt	For For For For For For For For For For For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2017 PROXY STATEMENT.	Mgmt	Against

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3.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
4.	VOTE ON RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER, AND APPROVAL OF AN AMENDMENT TO, THE 2012 LONG-TERM INCENTIVE PLAN.	Mgmt	For
5.	RATIFY THE APPOINTMENT OF THE INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For

PPL CORPORATION

Agen

Security: 69351T106
Meeting Type: Annual
Meeting Date: 17-May-2017
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
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: ARMANDO ZAGALO DE LIMA	Mgmt	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS	Mgmt	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES	Mgmt	1 Year
4.	APPROVE AMENDED AND RESTATED 2012 STOCK INCENTIVE PLAN	Mgmt	For
5.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
6.	SHAREOWNER PROPOSAL - PUBLISH ASSESSMENT OF IMPACT ON COMPANY'S PORTFOLIO, OF PUBLIC	Shr	For

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POLICIES AND TECHNOLOGICAL ADVANCES SEEKING
TO LIMIT GLOBAL WARMING

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
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

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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

SPECTRA ENERGY CORP

Agen

Security: 847560109
Meeting Type: Special
Meeting Date: 15-Dec-2016
Ticker: SE
ISIN: US8475601097

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 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).	Mgmt	For
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

THE SOUTHERN COMPANY

Agen

Security: 842587107
Meeting Type: Annual
Meeting Date: 24-May-2017
Ticker: SO
ISIN: US8425871071

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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: WARREN A. HOOD, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: LINDA P. HUDSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: DONALD M. JAMES	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN D. JOHNS	Mgmt	For
1K.	ELECTION OF DIRECTOR: DALE E. KLEIN	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
1O.	ELECTION OF DIRECTOR: E. JENNER WOOD III	Mgmt	For
2.	APPROVAL OF AN AMENDMENT TO THE CERTIFICATE TO REDUCE THE SUPERMAJORITY VOTE REQUIREMENTS TO A MAJORITY VOTE	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	Against
4.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Mgmt	1 Year
5.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
6.	STOCKHOLDER PROPOSAL ON 2 CELSIUS SCENARIO REPORT	Shr	For

VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
Meeting Type: Annual

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Meeting Date: 04-May-2017
 Ticker: VZ
 ISIN: US92343V1044

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: KARL-LUDWIG KLEY	Mgmt	For
1G.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Mgmt	For
1H.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Mgmt	For
1J.	ELECTION OF DIRECTOR: KATHRYN A. TESIJA	Mgmt	For
1K.	ELECTION OF DIRECTOR: GREGORY D. WASSON	Mgmt	For
1L.	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	Mgmt	For
4.	ADVISORY VOTE RELATED TO FUTURE VOTES ON EXECUTIVE COMPENSATION	Mgmt	1 Year
5.	APPROVAL OF 2017 LONG-TERM INCENTIVE PLAN	Mgmt	For
6.	HUMAN RIGHTS COMMITTEE	Shr	Against
7.	REPORT ON GREENHOUSE GAS REDUCTION TARGETS	Shr	Against
8.	SPECIAL SHAREOWNER MEETINGS	Shr	For
9.	EXECUTIVE COMPENSATION CLAWBACK POLICY	Shr	For
10.	STOCK RETENTION POLICY	Shr	For
11.	LIMIT MATCHING CONTRIBUTIONS FOR EXECUTIVES	Shr	Against

XCEL ENERGY INC.

Agen

Security: 98389B100

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Meeting Type: Annual
 Meeting Date: 17-May-2017
 Ticker: XEL
 ISIN: US98389B1008

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GAIL K. BOUDREAU	Mgmt	For
1B.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Mgmt	For
1C.	ELECTION OF DIRECTOR: BEN FOWKE	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD T. O'BRIEN	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, THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	1 Year
3.	COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION	Mgmt	For
4.	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
5.	SHAREHOLDER PROPOSAL ON THE SEPARATION OF THE ROLES OF THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Shr	Against

* 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

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undersigned, thereunto duly authorized.

(Registrant)	John Hancock Premium Dividend Fund
By (Signature)	/s/ Andrew G. Arnott
Name	Andrew G. Arnott
Title	President
Date	08/23/2017