

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           |

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

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AT&T INC.

Agen-----

Security: 00206R102  
Meeting Type: Annual  
Meeting Date: 27-Apr-2018  
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: 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           |

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

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BANK OF AMERICA CORPORATION

Agen

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

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| 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           |

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

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### BLACK HILLS CORPORATION

Agen

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

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| Prop.# | Proposal                                                                                                                                               | Proposal Type        | Proposal Vote     |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| 1.     | DIRECTOR<br>Michael H. Madison<br>Linda K. Massman<br>Steven R. Mills                                                                                  | Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>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               |

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### BP P.L.C.

Agen

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

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

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|     |                                                                                                                           | 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 |

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

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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           |

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DOMINION ENERGY, INC.

Agen

Security: 25746U109  
Meeting Type: Annual  
Meeting Date: 09-May-2018  
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: 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           |

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DTE ENERGY COMPANY

Agen

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

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

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DUKE ENERGY CORPORATION

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Agen

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

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|    |                                                                                                                                              |      |     |
|----|----------------------------------------------------------------------------------------------------------------------------------------------|------|-----|
| 2. | Ratification of Deloitte & Touche LLP as Duke Energy Corporation's independent registered public accounting firm for 2018                    | Mgmt | For |
| 3. | Advisory vote to approve Duke Energy Corporation's named executive officer compensation                                                      | Mgmt | For |
| 4. | Amendment to the Amended and Restated Certificate of Incorporation of Duke Energy Corporation to eliminate supermajority voting requirements | Mgmt | For |
| 5. | Shareholder proposal regarding providing an annual report on Duke Energy's lobbying expenses                                                 | Shr  | For |

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ENBRIDGE INC.

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Agen

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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ENTERGY CORPORATION

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Agen

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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           |

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

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FIRSTENERGY CORP.

Agen

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Security: 337932107  
Meeting Type: Annual  
Meeting Date: 15-May-2018  
Ticker: FE  
ISIN: US3379321074  
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| Prop.# | Proposal                                                                               | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------|---------------|---------------|
| 1.     | DIRECTOR                                                                               |               |               |
|        | Paul T. Addison                                                                        | Mgmt          | For           |
|        | Michael J. Anderson                                                                    | Mgmt          | For           |
|        | Steven J. Demetriou                                                                    | Mgmt          | For           |
|        | Julia L. Johnson                                                                       | Mgmt          | For           |
|        | Charles E. Jones                                                                       | Mgmt          | For           |
|        | Donald T. Misheff                                                                      | Mgmt          | For           |
|        | Thomas N. Mitchell                                                                     | Mgmt          | For           |
|        | James F. O'Neil III                                                                    | Mgmt          | For           |
|        | Christopher D. Pappas                                                                  | Mgmt          | For           |
|        | Sandra Pianalto                                                                        | Mgmt          | For           |
|        | Luis A. Reyes                                                                          | Mgmt          | For           |
|        | Dr. Jerry Sue Thornton                                                                 | Mgmt          | 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           |

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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 |

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### MACQUARIE INFRASTRUCTURE CORPORATION

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Agen

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

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| 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           |

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### NATIONAL GRID PLC

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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

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| 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           |

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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 |

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ONEOK, INC.

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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           |

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

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PINNACLE WEST CAPITAL CORPORATION

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Agen

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

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| Prop.# | Proposal                                                                                     | Proposal Type | Proposal Vote |
|--------|----------------------------------------------------------------------------------------------|---------------|---------------|
| 1.     | DIRECTOR                                                                                     |               |               |
|        | Donald E. Brandt                                                                             | Mgmt          | For           |
|        | Denis A. Cortese, M.D.                                                                       | Mgmt          | For           |
|        | Richard P. Fox                                                                               | Mgmt          | For           |
|        | Michael L. Gallagher                                                                         | Mgmt          | For           |
|        | Dale E. Klein, Ph.D.                                                                         | Mgmt          | For           |
|        | Humberto S. Lopez                                                                            | Mgmt          | For           |
|        | Kathryn L. Munro                                                                             | Mgmt          | For           |
|        | Bruce J. Nordstrom                                                                           | Mgmt          | For           |
|        | Paula J. Sims                                                                                | Mgmt          | For           |
|        | David P. Wagener                                                                             | Mgmt          | 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           |

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PPL CORPORATION

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Agen

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

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| 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           |

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

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 ROYAL DUTCH SHELL PLC

Agen

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

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

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THE SOUTHERN COMPANY

Agen-----

Security: 842587107  
Meeting Type: Annual  
Meeting Date: 23-May-2018  
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: 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           |

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

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 VECTREN CORPORATION

Agen

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 Security: 92240G101  
 Meeting Type: Annual  
 Meeting Date: 16-May-2018  
 Ticker: VVC  
 ISIN: US92240G1013  
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| Prop.# | Proposal                                                                                                                                                    | Proposal Type | Proposal Vote |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| 1.     | DIRECTOR                                                                                                                                                    |               |               |
|        | Derrick Burks                                                                                                                                               | Mgmt          | For           |
|        | Carl L. Chapman                                                                                                                                             | Mgmt          | For           |
|        | J.H. DeGraffenreidt, Jr                                                                                                                                     | Mgmt          | For           |
|        | John D. Engelbrecht                                                                                                                                         | Mgmt          | For           |
|        | Anton H. George                                                                                                                                             | Mgmt          | For           |
|        | Robert G. Jones                                                                                                                                             | Mgmt          | For           |
|        | Patrick K. Mullen                                                                                                                                           | Mgmt          | For           |
|        | R. Daniel Sadlier                                                                                                                                           | Mgmt          | For           |
|        | Michael L. Smith                                                                                                                                            | Mgmt          | For           |
|        | Teresa J. Tanner                                                                                                                                            | Mgmt          | For           |
|        | Jean L. Wojtowicz                                                                                                                                           | Mgmt          | 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           |

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 VERIZON COMMUNICATIONS INC.

Agen

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

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XCEL ENERGY INC.

Agen-----

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