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JOHN HANCOCK PREMIUM DIVIDEND FUND
Form N-PX
August 26, 2015

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 Patriot Premium
Dividend Fund II
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 601 Congress Street
Boston, MA 02210
NAME AND ADDRESS OF AGENT FOR SERVICE: Charles Rizzo
601 Congress Street
Boston, MA 02210
REGISTRANT'S TELEPHONE NUMBER: 617-663-3000
DATE OF FISCAL YEAR END: 10/31
DATE OF REPORTING PERIOD: 07/01/2014 - 06/30/2015

2X23 John Hancock Funds Premium Dividend

AGL RESOURCES INC. Agen

Security: 001204106
Meeting Type: Annual
Meeting Date: 28-Apr-2015
Ticker: GAS
ISIN: US0012041069

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SANDRA N. BANE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: THOMAS D. BELL, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: NORMAN R. BOBINS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: CHARLES R. CRISP | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: BRENDA J. GAINES | Mgmt | For |

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|-----|---|------|-----|
| 1F. | ELECTION OF DIRECTOR: ARTHUR E. JOHNSON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: WYCK A. KNOX, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: DENNIS M. LOVE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: DEAN R. O'HARE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ARMANDO J. OLIVERA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: JOHN E. RAU | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: JAMES A. RUBRIGHT | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JOHN W. SOMERHALDER II | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: BETTINA M. WHYTE | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: HENRY C. WOLF | Mgmt | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | THE APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED ARTICLES OF INCORPORATION TO PROVIDE HOLDERS OF AT LEAST 25% OF THE VOTING POWER OF ALL OUTSTANDING SHARES ENTITLED TO VOTE THE RIGHT TO CALL A SPECIAL MEETING OF SHAREHOLDERS. | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN POLICY. | Shr | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING GOALS FOR REDUCING GREENHOUSE GAS EMISSIONS. | Shr | For |

ALLIANT ENERGY CORPORATION

Agen

Security: 018802108
Meeting Type: Annual
Meeting Date: 07-May-2015
Ticker: LNT
ISIN: US0188021085

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------------|---------------|---------------|
| 1. | DIRECTOR ANN K. NEWHALL | Mgmt | For |

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| | | | |
|----|--|------|-----|
| | DEAN C. OESTREICH | Mgmt | For |
| | CAROL P. SANDERS | Mgmt | For |
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 3. | PROPOSAL TO APPROVE THE ALLIANT ENERGY CORPORATION AMENDED AND RESTATED 2010 OMNIBUS INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. | Mgmt | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |

 AMERICAN ELECTRIC POWER COMPANY, INC.

Agem

 Security: 025537101
 Meeting Type: Annual
 Meeting Date: 21-Apr-2015
 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 |
| 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 DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |

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|----|--|------|-----|
| 3. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVE THE AMERICAN ELECTRIC POWER SYSTEM 2015 LONG-TERM INCENTIVE PLAN. | Mgmt | For |
| 5. | AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE ARTICLE 7. | Mgmt | For |
| 6. | AMENDMENT TO THE BY-LAWS TO ELIMINATE THE SUPERMAJORITY PROVISIONS. | Mgmt | For |
| 7. | SHAREHOLDER PROPOSAL FOR PROXY ACCESS. | Shr | For |

 AT&T INC.

Agen

Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 24-Apr-2015
 Ticker: T
 ISIN: US00206R1023

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: SCOTT T. FORD | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: GLENN H. HUTCHINS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JON C. MADONNA | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JOHN B. MCCOY | 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 |
| 1K. | ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | POLITICAL SPENDING REPORT. | Shr | For |

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|----|-------------------|-----|-----|
| 5. | LOBBYING REPORT. | Shr | For |
| 6. | SPECIAL MEETINGS. | Shr | For |

 ATMOS ENERGY CORPORATION

 Agen

Security: 049560105
 Meeting Type: Annual
 Meeting Date: 04-Feb-2015
 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: RICHARD W. DOUGLAS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: RUBEN E. ESQUIVEL | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD K. GORDON | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ROBERT C. GRABLE | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: THOMAS C. MEREDITH | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: NANCY K. QUINN | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RICHARD A. SAMPSON | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: STEPHEN R. SPRINGER | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: RICHARD WARE II | Mgmt | For |
| 2. | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Mgmt | For |
| 3. | PROPOSAL FOR AN ADVISORY VOTE BY SHAREHOLDERS TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR FISCAL 2014 ("SAY-ON-PAY"). | Mgmt | For |

 BANK OF AMERICA CORPORATION

 Agen

Security: 060505617
 Meeting Type: Annual
 Meeting Date: 06-May-2015
 Ticker: BMLPRI

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ISIN: US0605056177

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: SHARON L. ALLEN | Mgmt | Against |
| 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 | Against |
| 1E. | ELECTION OF DIRECTOR: PIERRE J.P. DE WECK | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ARNOLD W. DONALD | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: CHARLES K. GIFFORD | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: LINDA P. HUDSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MONICA C. LOZANO | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: THOMAS J. MAY | Mgmt | Against |
| 1K. | ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: LIONEL L. NOWELL, III | Mgmt | Against |
| 1M. | ELECTION OF DIRECTOR: R. DAVID YOST | Mgmt | For |
| 2. | APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION) | Mgmt | For |
| 3. | RATIFYING THE APPOINTMENT OF OUR REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 4. | APPROVING THE AMENDMENT AND RESTATEMENT OF THE BANK OF AMERICA CORPORATION 2003 KEY ASSOCIATE STOCK PLAN | Mgmt | For |
| 5. | STOCKHOLDER PROPOSAL - CLIMATE CHANGE REPORT | Shr | Against |
| 6. | STOCKHOLDER PROPOSAL - LOBBYING REPORT | Shr | For |
| 7. | STOCKHOLDER PROPOSAL - STOCKHOLDER ACTION BY WRITTEN CONSENT | Shr | For |
| 8. | STOCKHOLDER PROPOSAL - STOCKHOLDER VALUE COMMITTEE | Shr | Against |

BLACK HILLS CORPORATION

Agen

Security: 092113109
Meeting Type: Annual

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Meeting Date: 28-Apr-2015
 Ticker: BKH
 ISIN: US0921131092

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|----------------------|-------------------|
| 1. | DIRECTOR MICHAEL H. MADISON LINDA K. MASSMAN STEVEN R. MILLS | Mgmt Mgmt Mgmt | For For For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF THE BLACK HILLS CORPORATION 2015 OMNIBUS INCENTIVE PLAN. | Mgmt | For |

CHEVRON CORPORATION

Agen

Security: 166764100
 Meeting Type: Annual
 Meeting Date: 27-May-2015
 Ticker: CVX
 ISIN: US1667641005

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: A.B. CUMMINGS JR. | 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 | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: J.G. STUMPF | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: R.D. SUGAR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: I.G. THULIN | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: C. WARE | Mgmt | For |

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| 1L. | ELECTION OF DIRECTOR: J.S. WATSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF PWC AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | DISCLOSE CHARITABLE CONTRIBUTIONS OF \$5,000 OR MORE | Shr | Against |
| 5. | REPORT ON LOBBYING | Shr | For |
| 6. | CEASE USING CORPORATE FUNDS FOR POLITICAL PURPOSES | Shr | Against |
| 7. | ADOPT DIVIDEND POLICY | Shr | Against |
| 8. | ADOPT TARGETS TO REDUCE GHG EMISSIONS | Shr | Against |
| 9. | REPORT ON SHALE ENERGY OPERATIONS | Shr | For |
| 10. | ADOPT PROXY ACCESS BYLAW | Shr | For |
| 11. | ADOPT POLICY FOR INDEPENDENT CHAIRMAN | Shr | Against |
| 12. | RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE | Shr | For |
| 13. | SET SPECIAL MEETINGS THRESHOLD AT 10% | Shr | For |

 CONOCOPHILLIPS

 Agen

Security: 20825C104
 Meeting Type: Annual
 Meeting Date: 12-May-2015
 Ticker: COP
 ISIN: US20825C1045

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD L. ARMITAGE | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: CHARLES E. BUNCH | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR. | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: JOHN V. FARACI | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: JODY L. FREEMAN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: GAY HUEY EVANS | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 1H. | ELECTION OF DIRECTOR: RYAN M. LANCE | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: ARJUN N. MURTI | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ROBERT A. NIBLOCK | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: HARALD J. NORVIK | Mgmt | For |
| 2. | PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | REPORT ON LOBBYING EXPENDITURES. | Shr | For |
| 5. | NO ACCELERATED VESTING UPON CHANGE IN CONTROL. | Shr | For |
| 6. | POLICY ON USING RESERVES METRICS TO DETERMINE INCENTIVE COMPENSATION. | Shr | Against |
| 7. | PROXY ACCESS. | Shr | For |

 DOMINION RESOURCES, INC.

Agen

 Security: 25746U109
 Meeting Type: Annual
 Meeting Date: 06-May-2015
 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: MARK J. KINGTON | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: PAMELA J. ROYAL, M.D. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT H. SPILMAN, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL E. SZYMANCZYK | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: DAVID A. WOLLARD | Mgmt | For |

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|-----|---|------|---------|
| 2. | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT AUDITORS FOR 2015 | Mgmt | For |
| 3. | ADVISORY VOTE ON APPROVAL OF EXECUTIVE COMPENSATION (SAY ON PAY) | Mgmt | For |
| 4. | APPROVAL OF AN AMENDMENT TO OUR BYLAWS | Mgmt | For |
| 5. | RIGHT TO ACT BY WRITTEN CONSENT | Shr | For |
| 6. | NEW NUCLEAR CONSTRUCTION | Shr | Against |
| 7. | REPORT ON METHANE EMISSIONS | Shr | For |
| 8. | SUSTAINABILITY AS A PERFORMANCE MEASURE FOR EXECUTIVE COMPENSATION | Shr | Against |
| 9. | REPORT ON THE FINANCIAL RISKS TO DOMINION POSED BY CLIMATE CHANGE | Shr | For |
| 10. | ADOPT QUANTITATIVE GOALS FOR REDUCING GREENHOUSE GAS EMISSIONS | Shr | Against |
| 11. | REPORT ON BIOENERGY | Shr | For |

DTE ENERGY COMPANY

Agen

Security: 233331107
Meeting Type: Annual
Meeting Date: 07-May-2015
Ticker: DTE
ISIN: US2333311072

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR GERARD M. ANDERSON DAVID A. BRANDON W. FRANK FOUNTAIN, JR. CHARLES G. MCCLURE, JR. GAIL J. MCGOVERN MARK A. MURRAY JAMES B. NICHOLSON CHARLES W. PRYOR, JR. JOSUE ROBLES, JR. RUTH G. SHAW DAVID A. THOMAS JAMES H. VANDENBERGHE | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM PRICEWATERHOUSECOOPERS LLP | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |

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| 4. | MANAGEMENT PROPOSAL TO APPROVE A NEW EXECUTIVE PERFORMANCE PLAN | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS DISCLOSURE | Shr | For |
| 6. | SHAREHOLDER PROPOSAL RELATING TO PROXY ACCESS | Shr | For |
| 7. | SHAREHOLDER PROPOSAL RELATING TO DISTRIBUTED GENERATION | Shr | For |
| 8. | SHAREHOLDER PROPOSAL RELATING TO AN INDEPENDENT BOARD CHAIRMAN | Shr | For |

 DUKE ENERGY CORPORATION

Agem

 Security: 26441C204
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: DUK
 ISIN: US26441C2044

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: MICHAEL G. BROWNING | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: HARRIS E. DELOACH, JR. | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: DANIEL R. DIMICCO | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOHN H. FORSGREN | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: LYNN J. GOOD | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: ANN MAYNARD GRAY | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: JAMES H. HANCE, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: JOHN T. HERRON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: JAMES B. HYLER, JR. | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM E. KENNARD | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: E. MARIE MCKEE | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: RICHARD A. MESERVE | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: JAMES T. RHODES | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: CARLOS A. SALADRIGAS | Mgmt | For |
| 2. | RATIFICATION OF DELOITTE & TOUCHE LLP AS | Mgmt | For |

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DUKE ENERGY CORPORATION'S INDEPENDENT
PUBLIC ACCOUNTANT FOR 2015

| | | | |
|----|--|------|-----|
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | APPROVAL OF THE DUKE ENERGY CORPORATION 2015 LONG-TERM INCENTIVE PLAN | Mgmt | For |
| 5. | SHAREHOLDER PROPOSAL REGARDING LIMITATION OF ACCELERATED EXECUTIVE PAY | Shr | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTION DISCLOSURE | Shr | For |
| 7. | SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS | Shr | For |

FREEPORT-MCMORAN INC.

Agen

Security: 35671D857
Meeting Type: Annual
Meeting Date: 10-Jun-2015
Ticker: FCX
ISIN: US35671D8570

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1 | DIRECTOR RICHARD C. ADKERSON ROBERT J. ALLISON, JR. ALAN R. BUCKWALTER, III ROBERT A. DAY JAMES C. FLORES GERALD J. FORD THOMAS A. FRY, III H. DEVON GRAHAM, JR. LYDIA H. KENNARD CHARLES C. KRULAK BOBBY LEE LACKEY JON C. MADONNA DUSTAN E. MCCOY JAMES R. MOFFETT STEPHEN H. SIEGELE FRANCES FRAGOS TOWNSEND | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For For For For |
| 2 | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 4 | REAPPROVAL OF THE MATERIAL TERMS OF THE SECTION 162(M) PERFORMANCE GOALS UNDER OUR AMENDED AND RESTATED 2006 STOCK INCENTIVE | Mgmt | For |

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PLAN.

5 STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS. Shr For

 INTEGRYS ENERGY GROUP, INC. Agen

 Security: 45822P105
 Meeting Type: Special
 Meeting Date: 21-Nov-2014
 Ticker: TEG
 ISIN: US45822P1057

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER BY AND AMONG WISCONSIN ENERGY CORPORATION AND INTEGRYS ENERGY GROUP, INC., DATED JUNE 22, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER PROPOSAL"). | Mgmt | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE MERGER-RELATED COMPENSATION ARRANGEMENTS OF THE NAMED EXECUTIVE OFFICERS OF INTEGRYS ENERGY GROUP, INC. | Mgmt | For |
| 3. | TO APPROVE ANY MOTION TO ADJOURN THE SPECIAL MEETING OF INTEGRYS ENERGY GROUP, INC., IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL. | Mgmt | For |

 KINDER MORGAN, INC. Agen

 Security: 49456B101
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 Ticker: KMI
 ISIN: US49456B1017

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | RICHARD D. KINDER | Mgmt | For |
| | STEVEN J. KEAN | Mgmt | For |
| | TED A. GARDNER | Mgmt | For |
| | ANTHONY W. HALL, JR. | Mgmt | For |
| | GARY L. HULTQUIST | Mgmt | For |

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| | | | |
|----|--|------|-----|
| | RONALD L. KUEHN, JR. | Mgmt | For |
| | DEBORAH A. MACDONALD | Mgmt | For |
| | MICHAEL J. MILLER | Mgmt | For |
| | MICHAEL C. MORGAN | Mgmt | For |
| | ARTHUR C. REICHSTETTER | Mgmt | For |
| | FAYEZ SAROFIM | Mgmt | For |
| | C. PARK SHAPER | Mgmt | For |
| | WILLIAM A. SMITH | Mgmt | For |
| | JOEL V. STAFF | Mgmt | For |
| | ROBERT F. VAGT | Mgmt | For |
| | PERRY M. WAUGHTAL | Mgmt | For |
| 2. | APPROVAL OF THE KINDER MORGAN, INC. 2015 AMENDED AND RESTATED STOCK INCENTIVE PLAN. | Mgmt | For |
| 3. | APPROVAL OF THE AMENDED AND RESTATED ANNUAL INCENTIVE PLAN OF KINDER MORGAN, INC. | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 5. | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 6. | APPROVAL OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF KINDER MORGAN, INC. | Mgmt | For |
| 7. | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE. | Shr | For |
| 8. | STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS. | Shr | For |
| 9. | STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT. | Shr | For |

NATIONAL GRID PLC

Agen

Security: 636274300
Meeting Type: Annual
Meeting Date: 28-Jul-2014
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 |

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| | | | |
|-----|---|------|-----|
| 4 | TO RE-ELECT STEVE HOLLIDAY | Mgmt | For |
| 5 | TO RE-ELECT ANDREW BONFIELD | Mgmt | For |
| 6 | TO RE-ELECT TOM KING | Mgmt | For |
| 7 | TO ELECT JOHN PETTIGREW | Mgmt | For |
| 8 | TO RE-ELECT PHILIP AIKEN | Mgmt | For |
| 9 | TO RE-ELECT NORA MEAD BROWNELL | Mgmt | For |
| 10 | TO RE-ELECT JONATHAN DAWSON | Mgmt | For |
| 11 | TO ELECT THERESE ESPERDY | Mgmt | For |
| 12 | TO RE-ELECT PAUL GOLBY | Mgmt | For |
| 13 | TO RE-ELECT RUTH KELLY | Mgmt | For |
| 14 | TO RE-ELECT MARK WILLIAMSON | Mgmt | For |
| 15 | TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP | Mgmt | For |
| 16 | TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION | Mgmt | For |
| 17 | TO APPROVE THE DIRECTORS' REMUNERATION POLICY | Mgmt | For |
| 18 | TO APPROVE THE DIRECTORS' REMUNERATION REPORT OTHER THAN THE REMUNERATION POLICY | Mgmt | For |
| 19 | TO APPROVE CHANGES TO THE NATIONAL GRID PLC LONG TERM PERFORMANCE PLAN | Mgmt | For |
| 20 | TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES | Mgmt | For |
| 21 | TO AUTHORISE THE DIRECTORS TO OPERATE A SCRIP DIVIDEND SCHEME | Mgmt | For |
| 22 | TO AUTHORISE CAPITALISING RESERVES FOR THE SCRIP DIVIDEND SCHEME | Mgmt | For |
| S23 | TO DISAPPLY PRE-EMPTION RIGHTS | Mgmt | For |
| S24 | TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES | Mgmt | For |
| S25 | TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE | Mgmt | For |

NE UTILITIES DBA AS EVERSOURCE ENERGY

Agen

Security: 30040W108
Meeting Type: Annual

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Meeting Date: 29-Apr-2015
 Ticker: ES
 ISIN: US30040W1080

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|--|
| 1. | DIRECTOR JOHN S. CLARKESON COTTON M. CLEVELAND SANFORD CLOUD, JR. JAMES S. DISTASIO FRANCIS A. DOYLE CHARLES K. GIFFORD PAUL A. LA CAMERA KENNETH R. LEIBLER THOMAS J. MAY WILLIAM C. VAN FAASEN FREDERICA M. WILLIAMS DENNIS R. WRAASE | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For For For |
| 2. | TO APPROVE THE PROPOSED AMENDMENT TO OUR DECLARATION OF TRUST TO CHANGE THE LEGAL NAME OF THE COMPANY FROM NORTHEAST UTILITIES TO EVERSOURCE ENERGY. | Mgmt | For |
| 3. | TO CONSIDER AN ADVISORY PROPOSAL APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 4. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |

NISOURCE INC.

Agen

Security: 65473P105
 Meeting Type: Annual
 Meeting Date: 12-May-2015
 Ticker: NI
 ISIN: US65473P1057

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RICHARD A. ABDOO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: MICHAEL E. JESANIS | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: MARTY R. KITTRELL | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: W. LEE NUTTER | Mgmt | For |

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| | | | |
|-----|---|------|-----|
| 1G. | ELECTION OF DIRECTOR: DEBORAH S. PARKER | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: TERESA A. TAYLOR | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: RICHARD L. THOMPSON | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: CAROLYN Y. WOO | Mgmt | For |
| 2. | TO APPROVE EXECUTIVE COMPENSATION ON AN ADVISORY BASIS. | Mgmt | For |
| 3. | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. | Mgmt | For |
| 4. | TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO GIVE STOCKHOLDERS THE POWER TO REQUEST SPECIAL MEETINGS. | Mgmt | For |
| 5. | TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO REDUCE THE MINIMUM NUMBER OF COMPANY DIRECTORS FROM NINE TO SEVEN. | Mgmt | For |
| 6. | TO RE-APPROVE THE COMPANY'S 2010 OMNIBUS INCENTIVE PLAN. | Mgmt | For |
| 7. | TO APPROVE AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN. | Mgmt | For |
| 8. | TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING REPORTS ON POLITICAL CONTRIBUTIONS. | Shr | For |

 OGE ENERGY CORP.

Agem

 Security: 670837103
 Meeting Type: Annual
 Meeting Date: 14-May-2015
 Ticker: OGE
 ISIN: US6708371033

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--------------------|---------------|---------------|
| 1. | DIRECTOR | | |
| | JAMES H. BRANDI | Mgmt | For |
| | LUKE R. CORBETT | Mgmt | For |
| | PETER B. DELANEY | Mgmt | For |
| | JOHN D. GROENDYKE | Mgmt | For |
| | KIRK HUMPHREYS | Mgmt | For |
| | ROBERT KELLEY | Mgmt | For |
| | ROBERT O. LORENZ | Mgmt | For |
| | JUDY R. MCREYNOLDS | Mgmt | For |
| | SHEILA G. TALTON | Mgmt | For |

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| | | | |
|----|---|------|-----|
| | SEAN TRAUSCHKE | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2015. | Mgmt | For |
| 3 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Mgmt | For |
| 4 | SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE. | Shr | For |
| 5 | SHAREHOLDER PROPOSAL REGARDING A REPORT ON GREENHOUSE GAS EMISSION REDUCTIONS. | Shr | For |

ONE GAS, INC

Agen

Security: 68235P108
Meeting Type: Annual
Meeting Date: 21-May-2015
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 INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONE GAS, INC. FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 3. | APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR OUR EQUITY COMPENSATION PLAN FOR PURPOSES OF INTERNAL REVENUE CODE SECTION 162 (M) . | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 5. | ADVISORY VOTE TO APPROVE THE FREQUENCY OF ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

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PINNACLE WEST CAPITAL CORPORATION

Agen

Security: 723484101
 Meeting Type: Annual
 Meeting Date: 20-May-2015
 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, PHD HUMBERTO S. LOPEZ KATHRYN L. MUNRO BRUCE J. NORDSTROM DAVID P. WAGENER | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2 | VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2015 PROXY STATEMENT. | Mgmt | For |
| 3 | RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2015. | Mgmt | For |
| 4 | VOTE ON THE APPROVAL OF A SHAREHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING. | Shr | For |

PPL CORPORATION

Agen

Security: 69351T106
 Meeting Type: Annual
 Meeting Date: 20-May-2015
 Ticker: PPL
 ISIN: US69351T1060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: RODNEY C. ADKINS | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: FREDERICK M. BERNTHAL | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: JOHN W. CONWAY | Mgmt | Against |
| 1D. | ELECTION OF DIRECTOR: PHILIP G. COX | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: STEVEN G. ELLIOTT | Mgmt | For |

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| | | | |
|-----|---|------|---------|
| 1F. | ELECTION OF DIRECTOR: LOUISE K. GOESER | Mgmt | Against |
| 1G. | ELECTION OF DIRECTOR: STUART E. GRAHAM | Mgmt | Against |
| 1H. | ELECTION OF DIRECTOR: RAJA RAJAMANNAR | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: CRAIG A. ROGERSON | Mgmt | Against |
| 1J. | ELECTION OF DIRECTOR: WILLIAM H. SPENCE | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: NATICA VON ALTHANN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: KEITH H. WILLIAMSON | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: ARMANDO ZAGALO DE LIMA | Mgmt | For |
| 2. | AMENDMENT OF COMPANY'S ARTICLES OF INCORPORATION TO PERMIT SHAREOWNERS TO CALL SPECIAL MEETINGS | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Mgmt | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 5. | SHAREOWNER PROPOSAL - REQUEST FOR POLITICAL SPENDING REPORT | Shr | For |
| 6. | SHAREOWNER PROPOSAL - PROXY ACCESS | Shr | For |
| 7. | SHAREOWNER PROPOSAL - INDEPENDENT BOARD CHAIRMAN | Shr | For |
| 8. | SHAREOWNER PROPOSAL - CLIMATE CHANGE AND GREENHOUSE GAS REDUCTION | Shr | For |

PUBLIC SERVICE ENTERPRISE GROUP INC.

Agen

Security: 744573106
Meeting Type: Annual
Meeting Date: 21-Apr-2015
Ticker: PEG
ISIN: US7445731067

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR. NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: WILLIAM V. HICKEY NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: RALPH IZZO NOMINEE | Mgmt | For |

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FOR TERM EXPIRING IN 2016

| | | | |
|-----|---|------|-----|
| 1D. | ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: DAVID LILLEY NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: THOMAS A. RENYI NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: HAK CHEOL SHIN NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: RICHARD J. SWIFT NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: SUSAN TOMASKY NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: ALFRED W. ZOLLAR NOMINEE FOR TERM EXPIRING IN 2016 | Mgmt | For |
| 2. | ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2015 | Mgmt | For |

ROYAL DUTCH SHELL PLC

Agen

Security: 780259206
Meeting Type: Annual
Meeting Date: 19-May-2015
Ticker: RDSA
ISIN: US7802592060

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1. | RECEIPT OF ANNUAL REPORT & ACCOUNTS | Mgmt | For |
| 2. | APPROVAL OF DIRECTORS' REMUNERATION REPORT | Mgmt | For |
| 3. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: BEN VAN BEURDEN | Mgmt | For |
| 4. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GUY ELLIOTT | Mgmt | For |
| 5. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: EULEEN GOH | Mgmt | For |
| 6. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIMON HENRY | Mgmt | For |

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| | | | |
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| 7. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: CHARLES O. HOLLIDAY | Mgmt | For |
| 8. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERARD KLEISTERLEE | Mgmt | For |
| 9. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIR NIGEL SHEINWALD | Mgmt | For |
| 10. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: LINDA G. STUNTZ | Mgmt | For |
| 11. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: HANS WIJERS | Mgmt | For |
| 12. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: PATRICIA A. WOERTZ | Mgmt | For |
| 13. | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERRIT ZALM | Mgmt | For |
| 14. | REAPPOINTMENT OF AUDITOR | Mgmt | For |
| 15. | REMUNERATION OF AUDITOR | 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. | AUTHORITY FOR SCRIP DIVIDEND SCHEME | Mgmt | For |
| 20. | AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE | Mgmt | For |
| 21. | SHAREHOLDER RESOLUTION | Mgmt | For |

SPECTRA ENERGY CORP

Agen

Security: 847560109
Meeting Type: Annual
Meeting Date: 28-Apr-2015
Ticker: SE
ISIN: US8475601097

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: GREGORY L. EBEL | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: F. ANTHONY COMPER | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: AUSTIN A. ADAMS | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: JOSEPH ALVARADO | Mgmt | For |

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|-----|---|------|-----|
| 1E. | ELECTION OF DIRECTOR: PAMELA L. CARTER | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CLARENCE P. CAZALOT JR | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: PETER B. HAMILTON | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: MIRANDA C. HUBBS | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL MCSHANE | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: MICHAEL G. MORRIS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS | Mgmt | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015. | Mgmt | For |
| 3. | AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF POLITICAL CONTRIBUTIONS. | Shr | For |
| 5. | SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF LOBBYING ACTIVITIES. | Shr | For |

 TECO ENERGY, INC.

Agen

 Security: 872375100
 Meeting Type: Annual
 Meeting Date: 29-Apr-2015
 Ticker: TE
 ISIN: US8723751009

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.1 | ELECTION OF DIRECTOR: JAMES L. FERMAN, JR. | Mgmt | For |
| 1.2 | ELECTION OF DIRECTOR: EVELYN V. FOLLIT | Mgmt | For |
| 1.3 | ELECTION OF DIRECTOR: SHERRILL W. HUDSON | Mgmt | For |
| 1.4 | ELECTION OF DIRECTOR: JOSEPH P. LACHER | Mgmt | For |
| 1.5 | ELECTION OF DIRECTOR: LORETTA A. PENN | Mgmt | For |
| 1.6 | ELECTION OF DIRECTOR: JOHN B. RAMIL | Mgmt | For |
| 1.7 | ELECTION OF DIRECTOR: TOM L. RANKIN | Mgmt | For |
| 1.8 | ELECTION OF DIRECTOR: WILLIAM D. ROCKFORD | Mgmt | For |
| 1.9 | ELECTION OF DIRECTOR: PAUL L. WHITING | Mgmt | For |

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| 2. | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2015. | Mgmt | For |
| 3. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF THE SHAREHOLDER PROPOSAL REQUESTING ISSUANCE OF A POLITICAL CONTRIBUTIONS REPORT AS DESCRIBED IN THE PROXY STATEMENT. | Shr | For |

 THE SOUTHERN COMPANY

Agen

Security: 842587107
 Meeting Type: Annual
 Meeting Date: 27-May-2015
 Ticker: SO
 ISIN: US8425871071

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: J.P. BARANCO | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: J.A. BOSCIA | Mgmt | For |
| 1C. | ELECTION OF DIRECTOR: H.A. CLARK III | Mgmt | For |
| 1D. | ELECTION OF DIRECTOR: T.A. FANNING | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: D.J. GRAIN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: V.M. HAGEN | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: W.A. HOOD, JR. | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: L.P. HUDSON | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: D.M. JAMES | Mgmt | For |
| 1J. | ELECTION OF DIRECTOR: J.D. JOHNS | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: D.E. KLEIN | Mgmt | For |
| 1L. | ELECTION OF DIRECTOR: W.G. SMITH, JR. | Mgmt | For |
| 1M. | ELECTION OF DIRECTOR: S.R. SPECKER | Mgmt | For |
| 1N. | ELECTION OF DIRECTOR: L.D. THOMPSON | Mgmt | For |
| 1O. | ELECTION OF DIRECTOR: E.J. WOOD III | Mgmt | Against |
| 2. | APPROVAL OF THE OUTSIDE DIRECTORS STOCK PLAN | Mgmt | For |

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|----|--|------|-----|
| 3. | APPROVAL OF AN AMENDMENT TO THE BY-LAWS RELATED TO THE ABILITY OF STOCKHOLDERS TO ACT BY WRITTEN CONSENT TO AMEND THE BY-LAWS | Mgmt | For |
| 4. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICERS' COMPENSATION | Mgmt | For |
| 5. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | Mgmt | For |
| 6. | STOCKHOLDER PROPOSAL ON PROXY ACCESS | Shr | For |
| 7. | STOCKHOLDER PROPOSAL ON GREENHOUSE GAS EMISSIONS REDUCTION GOALS | Shr | For |

UIL HOLDINGS CORPORATION

Agen

Security: 902748102
Meeting Type: Annual
Meeting Date: 12-May-2015
Ticker: UIL
ISIN: US9027481020

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|--|---|
| 1. | DIRECTOR THELMA R. ALBRIGHT ARNOLD L. CHASE BETSY HENLEY-COHN SUEDEEN G. KELLY JOHN L. LAHEY DANIEL J. MIGLIO WILLIAM F. MURDY WILLIAM B. PLUMMER DONALD R. SHASSIAN JAMES P. TORGERSON | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For |
| 2. | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS UIL HOLDINGS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. | Mgmt | For |
| 3. | NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Mgmt | For |

VECTREN CORPORATION

Agen

Security: 92240G101
Meeting Type: Annual
Meeting Date: 12-May-2015

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Ticker: VVC
 ISIN: US92240G1013

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|--|--|
| 1. | DIRECTOR CARL L. CHAPMAN J.H. DEGRAFFENREIDT, JR JOHN D. ENGELBRECHT ANTON H. GEORGE MARTIN C. JISCHKE ROBERT G. JONES J. TIMOTHY MCGINLEY PATRICK K. MULLEN R. DANIEL SADLIER MICHAEL L. SMITH JEAN L. WOJTOWICZ | Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt | For For For For For For For For For For |
| 2. | APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Mgmt | For |
| 3. | RATIFY THE REAPPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN CORPORATION AND ITS SUBSIDIARIES FOR 2015. | Mgmt | For |

VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 07-May-2015
 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: LOWELL C. MCADAM | Mgmt | For |
| 1G. | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Mgmt | For |
| 1H. | ELECTION OF DIRECTOR: CLARENCE OTIS, JR. | Mgmt | For |
| 1I. | ELECTION OF DIRECTOR: RODNEY E. SLATER | Mgmt | For |

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| | | | |
|-----|--|------|-----|
| 1J. | ELECTION OF DIRECTOR: KATHRYN A. TESIJA | Mgmt | For |
| 1K. | ELECTION OF DIRECTOR: GREGORY D. WASSON | Mgmt | For |
| 2. | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Mgmt | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 4. | NETWORK NEUTRALITY REPORT | Shr | For |
| 5. | POLITICAL SPENDING REPORT | Shr | For |
| 6. | SEVERANCE APPROVAL POLICY | Shr | For |
| 7. | STOCK RETENTION POLICY | Shr | For |
| 8. | SHAREHOLDER ACTION BY WRITTEN CONSENT | Shr | For |

XCEL ENERGY INC.

Agen

Security: 98389B100
Meeting Type: Annual
Meeting Date: 20-May-2015
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: ALBERT F. MORENO | Mgmt | For |
| 1E. | ELECTION OF DIRECTOR: RICHARD T. O'BRIEN | Mgmt | For |
| 1F. | ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI | 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 |
| 2. | COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION | Mgmt | For |

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|----|--|------|---------|
| 3. | COMPANY PROPOSAL TO APPROVE THE XCEL ENERGY INC. 2015 OMNIBUS INCENTIVE PLAN | Mgmt | For |
| 4. | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 | 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 undersigned, thereunto duly authorized.

| | |
|----------------|---|
| (Registrant) | John Hancock Patriot Premium Dividend Fund II |
| By (Signature) | /s/ Andrew G. Arnott |
| Name | Andrew G. Arnott |
| Title | President |
| Date | 08/26/2015 |