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JOHN HANCOCK PREFERRED INCOME FUND II
Form N-PX
August 24, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21202
NAME OF REGISTRANT: John Hancock Preferred Income
Fund II
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 601 Congress Street
Boston, MA 02210
NAME AND ADDRESS OF AGENT FOR SERVICE: Charles Rizzo
601 Congress Street
Boston, MA 02210
REGISTRANT'S TELEPHONE NUMBER: 617-663-3000
DATE OF FISCAL YEAR END: 07/31
DATE OF REPORTING PERIOD: 07/01/2011 - 06/30/2012

2X28 John Hancock Funds Preferred Income Fund II

AT&T INC.

Agen

Security: 00206R102
Meeting Type: Annual
Meeting Date: 27-Apr-2012
Ticker: T
ISIN: US00206R1023

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Mgmt	For
1C.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Mgmt	For

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1F.	ELECTION OF DIRECTOR: JAMES P. KELLY	Mgmt	For
1G.	ELECTION OF DIRECTOR: JON C. MADONNA	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Mgmt	For
1K.	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.	AMEND CERTIFICATE OF INCORPORATION.	Mgmt	For
5.	POLITICAL CONTRIBUTIONS REPORT.	Shr	For
6.	LIMIT WIRELESS NETWORK MANAGEMENT.	Shr	Against
7.	INDEPENDENT BOARD CHAIRMAN.	Shr	For

 ENTERGY CORPORATION

Agen

 Security: 29364G103
 Meeting Type: Annual
 Meeting Date: 04-May-2012
 Ticker: ETR
 ISIN: US29364G1031

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: M.S. BATEMAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: G.W. EDWARDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: A.M. HERMAN	Mgmt	For
1D.	ELECTION OF DIRECTOR: D.C. HINTZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: J.W. LEONARD	Mgmt	For
1F.	ELECTION OF DIRECTOR: S.L. LEVENICK	Mgmt	For
1G.	ELECTION OF DIRECTOR: B.L. LINCOLN	Mgmt	For
1H.	ELECTION OF DIRECTOR: S.C. MYERS	Mgmt	For
1I.	ELECTION OF DIRECTOR: W.A. PERCY, II	Mgmt	For
1J.	ELECTION OF DIRECTOR: W.J. TAUZIN	Mgmt	For

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1K.	ELECTION OF DIRECTOR: S.V. WILKINSON	Mgmt	For
2.	RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

 FIRSTENERGY CORP.

Agen

Security: 337932107
 Meeting Type: Annual
 Meeting Date: 15-May-2012
 Ticker: FE
 ISIN: US3379321074

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PAUL T. ADDISON ANTHONY J. ALEXANDER MICHAEL J. ANDERSON DR. CAROL A. CARTWRIGHT WILLIAM T. COTTLE ROBERT B. HEISLER, JR. JULIA L. JOHNSON TED J. KLEISNER DONALD T. MISHEFF ERNEST J. NOVAK, JR. CHRISTOPHER D. PAPPAS CATHERINE A. REIN GEORGE M. SMART WES M. TAYLOR	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.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	Against
4.	APPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE FIRSTENERGY CORP. 2007 INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
5.	SHAREHOLDER PROPOSAL: REPORT ON COAL COMBUSTION WASTE	Shr	For
6.	SHAREHOLDER PROPOSAL: REPORT ON COAL-RELATED COSTS AND RISKS	Shr	Against
7.	SHAREHOLDER PROPOSAL: ADOPT SIMPLE MAJORITY VOTE	Shr	For

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NATIONAL GRID PLC

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Security: 636274300
 Meeting Type: Annual
 Meeting Date: 25-Jul-2011
 Ticker: NGG
 ISIN: US6362743006

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Mgmt	For
02	TO DECLARE A FINAL DIVIDEND	Mgmt	For
03	TO RE-ELECT SIR JOHN PARKER	Mgmt	For
04	TO RE-ELECT STEVE HOLLIDAY	Mgmt	For
05	TO ELECT ANDREW BONFIELD	Mgmt	For
06	TO RE-ELECT TOM KING	Mgmt	For
07	TO RE-ELECT NICK WINSER	Mgmt	For
08	TO RE-ELECT KEN HARVEY	Mgmt	For
09	TO RE-ELECT LINDA ADAMANY	Mgmt	For
10	TO RE-ELECT PHILIP AIKEN	Mgmt	For
11	TO RE-ELECT STEPHEN PETTIT	Mgmt	For
12	TO RE-ELECT MARIA RICHTER	Mgmt	For
13	TO RE-ELECT GEORGE ROSE	Mgmt	For
14	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Mgmt	For
15	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Mgmt	For
16	TO APPROVE THE DIRECTORS REMUNERATION REPORT	Mgmt	Against
17	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Mgmt	For
S18	TO DISAPPLY PRE-EMPTION RIGHTS	Mgmt	For
S19	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Mgmt	For
S20	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Mgmt	For

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21	TO REAPPROVE THE SHARE INCENTIVE PLAN	Mgmt	For
22	TO REAPPROVE THE EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
23	TO APPROVE THE SHARESAVE PLAN	Mgmt	For
24	TO APPROVE THE LONG TERM PERFORMANCE PLAN	Mgmt	For

 UIL HOLDINGS CORPORATION

Agen

 Security: 902748102
 Meeting Type: Annual
 Meeting Date: 15-May-2012
 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 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 2012.	Mgmt	For
3.	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Mgmt	For

 VERIZON COMMUNICATIONS INC.

Agen

 Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 03-May-2012
 Ticker: VZ
 ISIN: US92343V1044

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Mgmt	For

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1B.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
1E.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Mgmt	For
1F.	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1H.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: HUGH B. PRICE	Mgmt	For
1K.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	DISCLOSURE OF PRIOR GOVERNMENT SERVICE	Shr	Against
5.	DISCLOSURE OF LOBBYING ACTIVITIES	Shr	For
6.	VESTING OF PERFORMANCE STOCK UNITS	Shr	For
7.	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shr	For
8.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shr	For
9.	NETWORK NEUTRALITY FOR WIRELESS BROADBAND	Shr	Against

WACHOVIA PREFERRED FUNDING CORP.

Agen

Security: 92977V206
Meeting Type: Annual
Meeting Date: 08-May-2012
Ticker: WNAPR
ISIN: US92977V2060

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	JAMES E. ALWARD	Mgmt	For
	HOWARD T. HOOVER	Mgmt	For
	CHARLES F. JONES	Mgmt	For
	MICHAEL J. LOUGHLIN	Mgmt	For

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* Management position unknown

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	John Hancock Preferred Income Fund II
By (Signature)	/s/ Keith F. Harstein
Name	Keith F. Harstein
Title	President
Date	08/24/2012