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JOHN HANCOCK PREFERRED INCOME FUND II
Form N-PX
August 31, 2010

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: 07/01/2009 - 06/30/2010

2X28 John Hancock Funds Preferred Income Fund II

AT&T INC.

Agen

Security: 00206R102
Meeting Type: Annual
Meeting Date: 30-Apr-2010
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: LYNN M. MARTIN	Mgmt	For
1I	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1J	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1K	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Mgmt	For
1L	ELECTION OF DIRECTOR: PATRICIA P. UPTON	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
03	CUMULATIVE VOTING.	Shr	For
04	PENSION CREDIT POLICY.	Shr	For
05	ADVISORY VOTE ON COMPENSATION.	Shr	For
06	SPECIAL STOCKHOLDER MEETINGS.	Shr	For

ATMOS ENERGY CORPORATION

Agen

Security: 049560105
 Meeting Type: Annual
 Meeting Date: 03-Feb-2010
 Ticker: ATO
 ISIN: US0495601058

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR KIM R. COCKLIN* ROBERT W. BEST** ROBERT C. GRABLE** PHILLIP E. NICHOL** CHARLES K. VAUGHAN**	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	PROPOSAL TO AMEND ARTICLES OF INCORPORATION TO ELIMINATE THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Mgmt	For
03	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2010.	Mgmt	For

BP P.L.C.

Agen

Security: 055622104

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Meeting Type: Annual
 Meeting Date: 15-Apr-2010
 Ticker: BP
 ISIN: US0556221044

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS	Mgmt	For
02	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Mgmt	For
03	TO ELECT MR P ANDERSON AS A DIRECTOR	Mgmt	For
04	TO RE-ELECT MR A BURGMANS AS A DIRECTOR	Mgmt	For
05	TO RE-ELECT MRS C B CARROLL AS A DIRECTOR	Mgmt	For
06	TO RE-ELECT SIR WILLIAM CASTELL AS A DIRECTOR	Mgmt	For
07	TO RE-ELECT MR I C CONN AS A DIRECTOR	Mgmt	For
08	TO RE-ELECT MR G DAVID AS A DIRECTOR	Mgmt	For
09	TO RE-ELECT MR A N OTHER AS A DIRECTOR	Mgmt	For
10	TO RE-ELECT MR R DUDLEY AS A DIRECTOR	Mgmt	For
11	TO RE-ELECT MR D J FLINT AS A DIRECTOR	Mgmt	For
12	TO RE-ELECT DR B E GROTE AS A DIRECTOR	Mgmt	For
13	TO RE-ELECT DR A B HAYWARD AS A DIRECTOR	Mgmt	For
14	TO RE-ELECT MR A G INGLIS AS A DIRECTOR	Mgmt	For
15	TO RE-ELECT DR D S JULIUS AS A DIRECTOR	Mgmt	For
16	TO ELECT MR C-H SVANBERG AS A DIRECTOR	Mgmt	For
17	TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION	Mgmt	For
S18	SPECIAL RESOLUTION: TO ADOPT NEW ARTICLES OF ASSOCIATION	Mgmt	For
S19	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY	Mgmt	For
20	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT	Mgmt	For
S21	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS	Mgmt	For
S22	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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23	TO APPROVE THE RENEWAL OF THE EXECUTIVE DIRECTORS INCENTIVE PLAN	Mgmt	For
24	TO APPROVE THE SCRIP DIVIDEND PROGRAMME	Mgmt	For
S25	SPECIAL RESOLUTION: TO INSTRUCT A COMMITTEE OF THE BOARD TO COMMISSION AND REVIEW ANY DECISION TO PROCEED WITH THE SUNRISE SAGD PROGRAMME	Shr	Against

SPECTRA ENERGY CORP

Agen

Security: 847560109
Meeting Type: Annual
Meeting Date: 27-Apr-2010
Ticker: SE
ISIN: US8475601097

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM T. ESREY GREGORY L. EBEL PAMELA L. CARTER PETER B. HAMILTON DENNIS R. HENDRIX MICHAEL E.J. PHELPS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED DECEMBER 31, 2010.	Mgmt	For
03	SHAREHOLDER PROPOSAL FOR A DIRECTOR ELECTION MAJORITY VOTE STANDARD.	Shr	For

VERIZON COMMUNICATIONS INC.

Agen

Security: 92343V104
Meeting Type: Annual
Meeting Date: 06-May-2010
Ticker: VZ
ISIN: US92343V1044

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: RICHARD L. CARRION	Mgmt	For
1B	ELECTION OF DIRECTOR: M. FRANCES KEETH	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For

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1D	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Mgmt	For
1E	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1F	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Mgmt	For
1G	ELECTION OF DIRECTOR: THOMAS H. O'BRIEN	Mgmt	For
1H	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Mgmt	For
1I	ELECTION OF DIRECTOR: HUGH B. PRICE	Mgmt	For
1J	ELECTION OF DIRECTOR: IVAN G. SEIDENBERG	Mgmt	For
1K	ELECTION OF DIRECTOR: RODNEY E. SLATER	Mgmt	For
1L	ELECTION OF DIRECTOR: JOHN W. SNOW	Mgmt	For
1M	ELECTION OF DIRECTOR: JOHN R. STAFFORD	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION	Mgmt	For
04	PROHIBIT GRANTING STOCK OPTIONS	Shr	Against
05	GENDER IDENTITY NON-DISCRIMINATION POLICY	Shr	For
06	PERFORMANCE STOCK UNIT PERFORMANCE THRESHOLDS	Shr	For
07	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shr	For
08	ADOPT AND DISCLOSE SUCCESSION PLANNING POLICY	Shr	For
09	SHAREHOLDER APPROVAL OF BENEFITS PAID AFTER DEATH	Shr	For
10	EXECUTIVE STOCK RETENTION REQUIREMENTS	Shr	For

WACHOVIA PREFERRED FUNDING CORP.

Agen

Security: 92977V206
 Meeting Type: Annual
 Meeting Date: 10-May-2010
 Ticker: WNAPR
 ISIN: US92977V2060

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES E. ALWARD HOWARD T. HOOVER CHARLES F. JONES	Mgmt Mgmt Mgmt	For For For

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MARK C. OMAN

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 Preferred Income Fund II
By (Signature)	/s/ Keith F. Harstein
Name	Keith F. Harstein
Title	President
Date	08/30/2010