JOHN HANCOCK PREFERRED INCOME FUND II Form N-Q June 26, 2015

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### **FORM N-Q**

# QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-21202

<u>John Hancock Preferred Income Fund II</u> (Exact name of registrant as specified in charter)

<u>601 Congress Street, Boston, Massachusetts 02210</u> (Address of principal executive offices) (Zip code)

Salvatore Schiavone, Treasurer

601 Congress Street

Boston, Massachusetts 02210

(Name and address of agent for service)

Registrant's telephone number, including area code: 617-663-4497

Date of fiscal year end: July 31

Date of reporting period: April 30, 2015

ITEM 1. SCHEDULE OF INVESTMENTS

John Hancock

Preferred Income Fund II

Quarterly portfolio holdings 4/30/15

### Fund's investmentsPreferred Income Fund II

### **As of 4-30-15 (unaudited)**

Shares Value

Preferred securities (a)

145.0% (96.2% of \$674,250,342

Total investments) (Cost \$643,862,567)

Consumer staples 3.2% 14,980,000

Food and staples retailing 3.2%

Ocean Spray

Cranberries,

Inc., 160,000 14,980,000

Series A, 6.250% (S)

Financials 90.4% 420,339,105

Banks 37.8%

Bank of

America 120,000 3,096,000

Corp., 6.500% Bank

of

America 20,000 519,600

Corp., 6.625% Barclays

Bank 365,000 9,446,200

PLC, Series 3, 7.100%

Barclays Bank

PLC, 340,000 8,887,600

Series 5, 8.125% (Z) BB&T

Corp., 330,000 7,999,200

5.200% (Z) BB&T

Corp., 450,000 11,119,500

5.625% (Z)

Citigroup 55,000 1,423,950

Capital XIII (7.875%

to 10-30-15, then 3 month **LIBOR** 6.370%) Citigroup, Inc., 60,000 1,600,200 6.875% **HSBC** Finance Corp., Depositary 725,000 18,357,000 Shares, Series B, 6.360% (Z) **HSBC** USA, 50,000 1,274,000 Inc., 6.500% (Z)

ING

Groep 770,000 19,704,300 NV,

7.050% (Z) JPMorgan Chase

&

60,000 1,467,000

Co., 5.450%JPMorgan Chase

& 77,661 1,910,460

Co., 5.500%JPMorgan Chase

& 480,000 12,110,400

Co., 6.125%JPMorgan Chase

& 30,000 774,600

Co., 6.300%

**RBS** 398,000 9,802,740

Capital **Funding** Trust V,

5.900% RBS Capital Funding 145,000 3,609,050 Trust VII, 6.080% Royal Bank of Scotland 480,000 11,740,800 Group PLC, Series L, 5.750% The **PNC** Financial Services 70,000 1,739,500 Group, Inc., 5.375% The **PNC** Financial Services Group, Inc. (6.125% 145,000 4,068,700 to 5-1-22, then 3 month **LIBOR** 4.067%) U.S. Bancorp (6.000% 4-15-17, 200,000 5,400,000 then 3 month **LIBOR** + 4.861%)(Z) U.S. 570,000 16,974,600 Bancorp

(6.500% to

1-15-22, then 3 month **LIBOR** + 4.468%) (Z) Wells Fargo & 250,000 6,392,500 Company, 6.000% (Z) Wells Fargo & 565,000 16,368,050 Company, 8.000% (Z) Capital markets 20.0% Deutsche Bank Contingent Capital 173,000 4,638,130 Trust II, 6.550% Deutsche Bank Contingent Capital 460,000 12,926,000 Trust III, 7.600% (Z) Merrill Lynch Preferred Capital 322,000 8,297,940 Trust III, 7.000% Merrill Lynch Preferred Capital 180,000 4,654,800 Trust IV, 7.120% Merrill 250,000 6,472,500 Lynch Preferred Capital

Trust

V, 7.280% Morgan Stanley, 170,000 4,437,000 6.625% Morgan Stanley (6.375% to 10-15-24, then 70,000 1,827,000 3 month **LIBOR** 3.708%) Morgan Stanley Capital 272,000 6,952,320 Trust III, 6.250% (Z) Morgan Stanley Capital 155,000 3,947,850 Trust IV, 6.250% (Z) Morgan Stanley Capital 290,000 7,337,000 Trust V, 5.750% (Z) Morgan Stanley Capital 52,400 1,315,764 Trust VII, 6.600% State Street 60,000 1,485,600 Corp., 5.250% State Street 428,000 10,914,000 Corp., 6.000% (Z) The 35,000 883,050 Goldman

Sachs

Group,

Inc.,

5.950%

The

Goldman

Sachs

660,000 16,843,200

Group, Inc.,

6.125% (Z)

Consumer finance 1.5%

Navient

Corp., 177,500 4,007,950

6.000% (Z)

SLM

Corp., 64,000 3,155,200

Series A, 6.970%

2SEE NOTES TO FUND'S INVESTMENTS

### Preferred Income Fund II

Shares

Value

Financials (continued) Diversified financial services 1.4% General Electric Capital 260,000 \$6,674,200 Corp., 4.700% (Z) Insurance 16.1% Aegon NV, 430,000 10,939,200 6.375% (Z) Aegon NV, 220,000 5,671,600 6.500% American Financial Group, 284,000 7,315,840 Inc., 7.000% (Z)MetLife, Inc., 780,000 20,030,400 Series B, 6.500% (Z) Prudential Financial, 160,000 4,086,400 Inc., 5.750% Prudential PLC, 103,000 2,663,580 6.500% (Z) RenaissanceRe Holdings, 15,000 381,900 Ltd., Series C, 6.080% The Phoenix Companies, 216,500 5,115,895 Inc., 7.450% W.R. Berkley 740,000 18,426,000 Corp., 5.625% Real estate investment trusts 13.5% Kimco 720,000 18,252,000 Realty Corp.,

6.000%~(Z)

Public

Storage, 255,000 6,145,500

5.200% (Z)

Public

Storage, 340,000 8,551,000

5.750% (Z)

Public

Storage, 175,000 4,481,750

6.350% (Z) Public

Storage,

Depositary 122,000 3,161,020

Shares,

Series Q, 6.500%

Public

Storage, 56,000 1,431,416

Series P, 6.500%

Senior Housing

Properties 634,000 15,628,100

Trust, 5.625% (Z)

Ventas

Realty LP, 205,000 5,127,050

5.450%

Thrifts and mortgage finance 0.1%

Federal National

Mortgage Association, 75,000 375,000

Series S, 8.250% (I)

Industrials 1.8% 8,225,750

Machinery 1.8%

Stanley Black

& 325,000 8,225,750 Decker,

Inc.,

5.750% (Z)

Telecommunication 61,877,751

services 13.3%

Diversified telecommunication

services 6.1%

Qwest

Corp., 30,000 758,100

6.125%

Qwest 65,000 1,731,600

Corp.,

6.875% Qwest 60,000 Corp., 1,574,400 7.000% Owest Corp., 567,500 14,879,850 7.375% (Z) Qwest Corp., 172,500 4,588,500 7.500% Verizon Communications, 185,000 4,959,850 Inc., 5.900% (Z) Wireless telecommunication services 7.2% Telephone & Data 161,300 4,076,051 Systems, Inc., 6.625% (Z) Telephone & Data 85,000 2,154,750 Systems, Inc., 6.875% Telephone & Data 283,000 7,301,400 Systems, Inc., 7.000% United States Cellular 772,500 19,853,250 Corp., 6.950% (Z) Utilities 36.3% 168,827,736 Electric utilities 26.9% Duke Energy 720,000 18,072,000 Corp., 5.125% Entergy Arkansas, 66,400 1,674,608 Inc., 5.750% (Z)

100,000 2,525,000

Entergy Arkansas,

Inc., 6.450% Entergy

Louisiana LLC, 220,000 5,535,200

5.250% Entergy

Louisiana LLC, 186,750 4,784,535

5.875% (Z) Entergy

Louisiana LLC, 186,438 4,729,932

6.000% (Z) Entergy

Mississippi, 186,500 4,863,920

Inc., 6.000% Entergy

Mississippi, 103,294 2,663,952

Inc., 6.200%

SEE NOTES TO FUND'S INVESTMENTS3

### Preferred Income Fund II

	Shares	Value
Utilities (continued) Electric utilities (continued)		
FPL		
Group		
Capital		
Trust	255,000	\$6,456,600
I,		
5.875% (Z)		
Gulf		
Power	146,000	2.770.040
Company,	146,000	3,779,940
5.750% (Z)		
HECO		
Capital		
Trust	187,750	4,817,665
III,		
6.500% (Z)		
Interstate		
Power		
&	113,500	2,868,145
Light	115,500	2,000,143
Company,		
5.100%		
NextEra		
Energy		
Capital	80,000	1,962,400
Holdings,	00,000	1,502,100
Inc.,		
5.125%		
NextEra		
Energy		
Capital	665,000	16,851,100
Holdings,	,	.,,
Inc.,		
5.700% (Z)		
NSTAR		
Electric	15,143	1,510,514
Company,		
4.780%		
PPL Consider		
Capital	1 120 000	20.206.000
Funding,	1,130,000	28,396,900
Inc., 5.900% (Z)		
SCE (Z)	105,000	2,650,200
Trust	103,000	2,030,200
I,		
1,		

9 (	,	
5.625%		
SCE		
Trust	426,000	10.256.060
II,	426,000	10,356,060
5.100% (Z)		
SCE		
Trust		
III		
(5.750%		
to		
3-15-24,	20,000	543,000
then 3	,,,,,,	2 12,000
month		
LIBOR		
±		
2.990%)		
Multi-utilities 9.4%		
Baltimore		
Gas &		
Electric		
Company,	39,870	4,031,854
Series 1995,		
6.990% (Z)		
BGE		
Capital		
Trust	539,000	13,717,550
II,	337,000	13,717,330
6.200% (Z)		
DTE		
Energy		
Company,	415,420	10,414,579
5.250%		
DTE		
Energy	355,000	9,453,650
Company, 6.500%		
Integrys		
Energy		
Group, Inc.		
(6.000%		
to		
8-1-23,	225,372	6,168,432
6-1-23, then 3		
month		
LIBOR		
+ 3 220%) (7)		
3.220%) (Z)	of Total	
Common stocks 1.0% (0.6% investments)	oi Total	\$4,332,700
investments)		
(Cost \$4,510,926)		

Energy 0.6% Oil, gas and consumable fuel Royal	s 0.6%	2,537,200
Dutch Shell PLC, ADR, Class	40,000	2,537,200
A Utilities 0.4% Electric utilities 0.4%		1,795,500
FirstEnergy Corp.	50,000	1,795,500
Rate (%) Maturity dat	ar value^	Value
Capital preferred securities (both Total investments)	5) 1.4% (0.9%	\$6,568,680
(Cost \$5,574,000) Utilities 1.4% Multi-utilities 1.4%		6,568,680
Trust	,000,000	6,568,680
III (Z) Corporate bonds 2.9% (2.0% investments)	of Total	\$13,616,843
(Cost \$13,383,034) Energy 1.9% Oil, gas and consumable fuel	s 1 9%	9,112,563
Energy Transfer Partners 2.272 11-01-66	10,550,000	9,112,563
LP (P) Utilities 1.0% Electric utilities 1.0%		4,504,280
Southern California Edison Company (6.250% to 2-1-26,250 02-01-22 then 3 month LIBOR +	4,000,000	4,504,280
4.199%) (Q) (Z)  Short-term investments 0.4% Total investments)	Par value (0.3% of	Value \$2,007,000

(Cost \$2,007,000)

Repurchase agreement 0.4% 2,007,000

Repurchase Agreement

with State

Street

Corp.

dated

4-30-15 at

0.000% to

be

repurchased

at

\$2,007,000

on 5-1-15,

collateralized 2,007,000 2,007,000

by

\$1,735,000

U.S.

Treasury

Bonds,

3.625%

due

8-15-43

(valued at

\$2,049,469,

including

interest)

4SEE NOTES TO FUND'S INVESTMENTS

### Preferred Income Fund II

Par value Value

Repurchase agreement

(continued)

**Total investments** 

(Cost \$669,337,527) \$700,775,565

150.7%

Other assets and

(\$235,736,763)

liabilities, net (50.7%)

Total net assets

\$465,038,802

100.0%

The percentage shown for each investment category is the total value of the category as a percentage of the net assets of the fund. ^All par values are denominated in U.S. dollars unless otherwise indicated.

### **Key to Security**

### **Abbreviations and**

#### Legend

American

ADR Depositary

Receipts

London

LIBOR Interbank

Offered Rate

Includes

preferred

stocks and

hybrid

securities with

- (a) characteristics
  - of both equity

and debt that

pay dividends

on a periodic

basis.

(b) Includes

hybrid

securities with

characteristics

of both equity

and debt that

trade with, and pay, interest income.

Non-income

- (I) producing security.
  Variable rate obligation.
  - The coupon
- (P) rate shown represents the rate at period end.
  Perpetual bonds have no stated maturity
- date. Date shown as maturity date is next call date.
  These securities are exempt from registration under Rule 144A of the
- (S) securities may be resold, normally to qualified institutional buyers, in transactions exempt from

exempt from registration. All or a portion of this security is pledged as

Securities Act of 1933. Such

collateral

(Z) pursuant to the Credit Facility Agreement.

Total collateral

value at

4-30-15 was \$382,061,023.

At 4-30-15,

the aggregate

cost of

investment

securities for

federal income

tax purposes

was

\$669,461,734.

Net unrealized

appreciation

aggregated

\$31,313,831,

of which

\$34,576,923

related to

appreciated

investment

securities and

\$3,263,092

related to

depreciated

investment

securities.

SEE NOTES TO FUND'S INVESTMENTS5

#### Notes to Fund's investments

**Security valuation.** Investments are stated at value as of the close of regular trading on the New York Stock Exchange (NYSE), normally at 4:00 p.m., Eastern Time. In order to value the securities, the fund uses the following valuation techniques: Equity securities held by the fund are valued at the last sale price or official closing price on the exchange where the security was acquired or most likely will be sold. In the event there were no sales during the day or closing prices are not available, the securities are valued using the last available bid price. Debt obligations are valued based on the evaluated prices provided by an independent pricing vendor or from broker-dealers. Independent pricing vendors utilize matrix pricing which takes into account factors such as institutional-size trading in similar groups of securities, yield, quality, coupon rate, maturity, type of issue, trading characteristics and other market data, as well as broker supplied prices. Swaps are valued using evaluated prices obtained from an independent pricing vendor. Futures contracts are valued at settlement prices, which are the official closing prices published by the exchange on which they trade. Securities that trade only in the over-the-counter (OTC) market are valued using bid prices. Other fund securities and assets, for which reliable market quotations are not readily available, are valued at fair value as determined in good faith by the fund's Pricing Committee following procedures established by the Board of Trustees. The frequency with which these fair valuation procedures are used cannot be predicted and fair value of securities may differ significantly from the value that would have been used had a ready market for such securities existed.

The fund uses a three-tier hierarchy to prioritize the pricing assumptions, referred to as inputs, used in valuation techniques to measure fair value. Level 1 includes securities valued using quoted prices in active markets for identical securities. Level 2 includes securities valued using other significant observable inputs. Observable inputs may include quoted prices for similar securities, interest rates, prepayment speeds and credit risk. Prices for securities valued using these inputs are received from independent pricing vendors and brokers and are based on an evaluation of the inputs described. Level 3 includes securities valued using significant unobservable inputs when market prices are not readily available or reliable, including the fund's own assumptions in determining the fair value of investments. Factors used in determining value may include market or issuer specific events or trends, changes in interest rates and credit quality. The inputs or methodology used for valuing securities are not necessarily an indication of the risks associated with investing in those securities. Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy.

The following is a summary of the values by input classification of the fund's investments as of April 30, 2015, by major security category or type:

	Total market value at 4-30-15	Level 1 quoted price	Level 2 significant observable inputs	Level 3 significant unobservable inputs
Preferred securities				
Consumer staples	\$14,980,000		\$14,980,000	
Financials	420,339,105	\$420,339,105		
Industrials	8,225,750	8,225,750		
Telecommunication services	61,877,751	56,917,901	4,959,850	
Utilities	168,827,736	160,760,368	8,067,368	
Common stocks	4,332,700	4,332,700		
Capital preferred securities	6,568,680		6,568,680	
Corporate bonds	13,616,843		13,616,843	
<b>Short-term investments</b>	2,007,000		2,007,000	
Total investments in securities	\$700,775,565	\$650,575,824	\$50,199,741	

#### **Other financial instruments:**

Futures (\$167,789 ) (\$167,789 ) Interest rate swaps (\$922,666 ) (\$922,666 )

**Repurchase agreements.** The fund may enter into repurchase agreements. When the fund enters into a repurchase agreement, it receives collateral that is held in a segregated account by the fund's custodian. The collateral amount is marked-to-market and monitored on a daily basis to ensure that the collateral held is in an amount not less than the principal amount of the repurchase agreement plus any accrued interest.

Repurchase agreements are typically governed by the terms and conditions of the Master Repurchase Agreement and/or Global Master Repurchase Agreement (collectively, MRA). Upon an event of default, the non-defaulting party may close out all transactions traded under the MRA and net amounts owed. Absent an event of default, the MRA does not result in an offset of the net amounts owed. In the event of a default by the counterparty, realization of the collateral proceeds could be delayed, during which time the collateral value may decline or the counterparty may have insufficient assets to pay back claims resulting from close-out of the transactions. Collateral received by the fund for repurchase agreements is disclosed in the Portfolio of investments as part of the caption related to the repurchase agreement.

**Derivative instruments.** The fund may invest in derivatives in order to meet its investment objectives. Derivatives include a variety of different instruments that may be traded in the OTC market, on a regulated exchange or through a clearing facility. The risks in using derivatives vary depending upon the structure of the instruments, including the use of leverage, optionality, the liquidity or lack of liquidity of the contract, the creditworthiness of the counterparty or clearing organization and the volatility of the position. Some derivatives involve risks that are potentially greater than the risks associated with investing directly in the referenced securities or other referenced underlying instrument. Specifically, the fund is exposed to the risk that the counterparty to an OTC derivatives contract will be unable or unwilling to make timely settlement payments or otherwise honor its obligations. OTC derivatives transactions typically can only be closed out with the other party to the transaction.

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**Futures.** A futures contract is a contractual agreement to buy or sell a particular currency or financial instrument at a pre-determined price in the future. Risks related to the use of futures contracts include possible illiquidity of the futures markets and contract prices that can be highly volatile and imperfectly correlated to movements in the underlying financial instrument. Use of long futures contracts subjects the funds to the risk of loss up to the notional value of the futures contracts. Use of short futures contracts subjects the funds to unlimited risk of loss.

During the period ended April 30, 2015, the fund used futures contracts to manage against anticipated interest rate changes. The following table summarizes the contracts held at April 30, 2015.

Open contracts	Number of contracts	Position	Expiration date	Notional basis	Notional value	Unrealized appreciation (depreciation)	
10-Year U.S. Treasury Note	520	Short	Jun 2015	(\$66,587,211)	(\$66,755,000)	(\$167,789	)

Notional basis refers to the contractual amount agreed upon at inception of open contracts; notional value represents the current value of the open contract.

Interest rate swaps. Interest rate swaps represent an agreement between the fund and a counterparty to exchange cash flows based on the difference between two interest rates applied to a notional amount. The payment flows are usually netted against each other, with the difference being paid by one party to the other. The fund settles accrued net interest receivable or payable under the swap contracts at specified, future intervals. Swap agreements are privately negotiated in the OTC market or may be executed on a registered commodities exchange (centrally cleared swaps). Swaps are marked-to-market daily and the change in value is recorded as unrealized appreciation/depreciation of swap contracts. A termination payment by the counterparty or the fund is recorded as realized gain or loss, as well as the net periodic payments received or paid by the fund. The value of the swap will typically impose collateral posting obligations on the party that is considered out-of-the-money on the swap.

During the period ended April 30, 2015, the fund used interest rate swaps to manage against anticipated interest rate changes. The following table summarizes the interest rate swap contracts held as of April 30, 2015.

Counterparty	Notional	Payments made	Payments received	Termination	Market
Counter par ty	amount by fund by fund Stanley Capital Services \$56,000,000 Fixed 1.4625% 3 Month LIBO Stanley Capital Services 56,000,000 Fixed 0.875% 3 Month LIBO	by fund	date	value	
Morgan Stanley Capital Services	\$56,000,000	Fixed 1.4625%	3 Month LIBOR (a)	Aug 2016	(\$794,440)
Morgan Stanley Capital Services	56,000,000	Fixed 0.875%	3 Month LIBOR (a)	Jul 2017	(128,226)
	\$112,000,000				(\$922,666)

(a) At 4-30-15, the 3-month LIBOR rate was 0.27875%

For additional information on the fund's significant accounting policies, please refer to the fund's most recent semiannual or annual shareholder report.

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More information

#### How to contact us

Internet www.jhinvestments.com

Regular mail: **Express mail:** 

John Hancock Signature Services, Inc. John Hancock Signature Services, Inc. Mail

P.O. Box 55913 30 Dan Road Boston, MA 02205-5913 Canton, MA 02021 Customer service representatives 800-225-5291

Phone EASI-Line 800-338-8080

TDD line 800-231-5469

P11Q304/15

This report is for the information of the shareholders of John Hancock Preferred Income Fund II.

6/15

#### ITEM 2. CONTROLS AND PROCEDURES.

- (a) Based upon their evaluation of the registrant's disclosure controls and procedures as conducted within 90 days of the filing date of this Form N-Q, the registrant's principal executive officer and principal accounting officer have concluded that those disclosure controls and procedures provide reasonable assurance that the material information required to be disclosed by the registrant on this report is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.
- There were no changes in the registrant's internal control over financial reporting that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

#### ITEM 3. EXHIBITS.

Separate certifications for the registrant's principal executive officer and principal accounting officer, as required by Rule 30a-2(a) under the Investment Company Act of 1940, are attached.

Pursuant to the requirements of the Securities Exchange Act of 1934 and 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.
John Hancock Preferred Income Fund II
By:
/s/ Andrew Arnott
Andrew Arnott
President
Date: June 26, 2015
Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.
By:
/s/ Andrew Arnott

Andrew Arnott		
President		
Date: June 26, 2015		
By:		
/s/ Charles A. Rizzo		
Charles A. Rizzo		
Chief Financial Officer		
Date: June 26, 2015		