

JOHN HANCOCK PREMIUM DIVIDEND FUND  
Form N-Q  
September 24, 2014

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 811-05908

John Hancock Premium Dividend Fund  
(Exact name of registrant as specified in charter)

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

Salvatore Schaivone

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: October 31

Date of reporting period: July 31, 2014

ITEM 1. SCHEDULE OF INVESTMENTS

## Premium Dividend Fund

### As of 7-31-14 (Unaudited)

|  | Shares    | Value                |
|--|-----------|----------------------|
| <b>Preferred Securities 105.8% (69.6% of Total Investments)</b>                        |           | <b>\$775,727,409</b> |
| <hr/>  |           |                      |
| (Cost \$760,971,943)   |           |                      |
| <b>Consumer Staples 2.8%</b>   |           | <b>20,182,500</b>    |
| <hr/>  |           |                      |
| <b>Food &amp; Staples Retailing 2.8%</b>   |           |                      |
| Ocean Spray Cranberries, Inc., Series A, 6.250% (S)                                    | 224,250   | 20,182,500           |
| <b>Financials 58.6%</b>  |           | <b>429,339,626</b>   |
| <hr/>  |           |                      |
| <b>Banks 21.7%</b>   |           |                      |
| Barclays Bank PLC, Series 3, 7.100% (Z)  | 192,500   | 4,939,550            |
| Barclays Bank PLC, Series 5, 8.125% (Z)  | 310,000   | 7,994,900            |
| BB&T Corp., 5.200%   | 105,000   | 2,323,650            |
| BB&T Corp., 5.200% (Z)   | 235,000   | 5,191,150            |
| BB&T Corp., 5.625% (Z)   | 800,000   | 18,848,000           |
| HSBC Finance Corp., Depository Shares, Series B, 6.360% (Z)                            | 454,000   | 11,409,020           |
| HSBC USA, Inc., 2.858%   | 313,000   | 15,540,450           |
| PNC Financial Services Group, Inc. (6.125% to 5-1-22, then 3 month LIBOR + 4.067%) (Z) | 311,600   | 8,484,868            |
| Santander Finance Preferred SA Unipersonal, Series 10, 10.500% (Z)                     | 259,600   | 6,650,952            |
| Santander Holdings USA, Inc., Series C, 7.300%   | 500,000   | 12,590,000           |
| The PNC Financial Services Group, Inc., 5.375%   | 175,000   | 4,056,500            |
| U.S. Bancorp, 5.150% (Z)   | 645,000   | 14,460,900           |
| U.S. Bancorp (6.000% to 4-15-17, then 3 month LIBOR + 4.861%)                          | 160,000   | 4,372,800            |
| U.S. Bancorp (6.500% to 1-15-22, then 3 month LIBOR + 4.468%) (Z)                      | 351,000   | 9,954,360            |
| Wells Fargo & Company, 6.000% (I)  | 110,000   | 2,708,200            |
| Wells Fargo & Company, 8.000% (Z)  | 1,017,000 | 29,798,100           |

**Capital Markets 11.3%**

|   |           |            |
|---|-----------|------------|
| Morgan Stanley, 6.625%  | 469,865   | 11,882,886 |
| Morgan Stanley, 7.125% (Z)  | 300,000   | 8,268,000  |
| State Street Corp., 5.250% (Z)                                      | 1,050,000 | 24,160,500 |
| State Street Corp. (5.900% to 3-15-24, then 3 month LIBOR + 3.108%) | 25,000    | 644,250    |
| The Bank of New York Mellon Corp., 5.200% (Z)                       | 467,000   | 10,815,720 |
| The Goldman Sachs Group, Inc., 5.950% (Z)                           | 860,000   | 20,717,400 |
| The Goldman Sachs Group, Inc., Series B, 6.200% (Z)                 | 250,000   | 6,167,500  |

**Consumer Finance 2.9%**

|                             |         |            |
|-----------------------------|---------|------------|
| SLM Corp., Series A, 6.970% | 445,500 | 21,651,300 |
|-----------------------------|---------|------------|

**Diversified Financial Services 14.4%**

|  |         |            |
|--|---------|------------|
| Bank of America Corp., 6.375% (Z)                              | 980,000 | 24,568,600 |
| Bank of America Corp., 6.625% (Z)                              | 360,000 | 9,154,800  |
| Bank of America Corp., Depository Shares, Series D, 6.204% (Z) | 630,000 | 15,762,600 |
| Citigroup, Inc., Depository Shares, Series AA, 8.125% (Z)      | 338,830 | 9,866,730  |
| Deutsche Bank Contingent Capital Trust II, 6.550% (Z)          | 287,000 | 7,519,400  |
| Deutsche Bank Contingent Capital Trust III, 7.600% (Z)         | 662,000 | 18,191,760 |
| JPMorgan Chase & Company, 5.450% (Z)                           | 630,000 | 14,130,900 |
| JPMorgan Chase & Company, 5.500% (Z)                           | 230,000 | 5,191,100  |
| JPMorgan Chase & Company, 6.700%                               | 35,000  | 891,800    |

**Insurance 6.7%**

|                                     |           |            |
|-------------------------------------|-----------|------------|
| Aegon NV, 6.500%                    | 75,000    | 1,899,750  |
| MetLife, Inc., Series B, 6.500% (Z) | 1,410,000 | 35,983,200 |

1

---

## Premium Dividend Fund

As of 7-31-14 (Unaudited)

Shares Value

**Financials (continued)**

---

Principal Financial Group, Inc., Series B (6.518% to 6-30-35, then

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-Q

|   |         |             |
|---|---------|-------------|
| higher of 10 year CMT, 30 year CMT or 3 month LIBOR + 2.100%) | 55,000  | \$1,396,450 |
| Prudential Financial, Inc., 5.750%                            | 50,000  | 1,250,000   |
| Prudential PLC, 6.750% (Z)                                    | 175,000 | 4,460,750   |
| W.R. Berkley Corp., 5.625%                                    | 170,000 | 3,886,200   |

**Real Estate Investment Trusts 1.6%**

|   |         |           |
|---|---------|-----------|
| Kimco Realty Corp., 6.000%                  | 10,000  | 245,600   |
| Senior Housing Properties Trust, 5.625% (Z) | 425,000 | 9,809,000 |
| Ventas Realty LP, 5.450%                    | 63,000  | 1,500,030 |

**Industrials 0.4%** **3,316,950**

---

**Machinery 0.4%**

|                                      |         |           |
|--------------------------------------|---------|-----------|
| Stanley Black & Decker, Inc., 5.750% | 135,000 | 3,316,950 |
|--------------------------------------|---------|-----------|

**Telecommunication Services 6.7%** **49,267,600**

---

**Diversified Telecommunication Services 4.2%**

|                                      |           |            |
|--------------------------------------|-----------|------------|
| Qwest Corp., 6.125%                  | 107,500   | 2,526,250  |
| Qwest Corp., 7.375% (Z)              | 1,021,000 | 26,760,410 |
| Verizon Communications, Inc., 5.900% | 234,778   | 1,860,040  |

**Wireless Telecommunication Services 2.5%**

|  |         |           |
|--|---------|-----------|
| Telephone & Data Systems, Inc., 5.875%     | 100,000 | 2,268,000 |
| Telephone & Data Systems, Inc., 6.625% (Z) | 285,000 | 6,991,050 |
| Telephone & Data Systems, Inc., 6.875% (Z) | 170,000 | 4,231,300 |
| United States Cellular Corp., 6.950% (Z)   | 185,000 | 4,630,550 |

**Utilities 37.3%** **273,620,733**

---

**Electric Utilities 30.5%**

|                                   |           |            |
|-----------------------------------|-----------|------------|
| Alabama Power Company, 5.200% (Z) | 1,175,000 | 29,598,250 |
| Duke Energy Corp., 5.125% (Z)     | 180,000   | 4,210,200  |
| Duquesne Light Company, 6.500%    | 519,900   | 25,995,000 |
| Entergy Arkansas, Inc., 6.450%    | 350,000   | 8,848,455  |
| Entergy Mississippi, Inc., 6.250% | 667,000   | 16,341,500 |
| Gulf Power Company, 5.600%        | 51,250    | 4,706,011  |
| HECO Capital Trust III, 6.500%    | 181,000   | 4,767,540  |

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-Q

|   |           |            |
|---|-----------|------------|
| Interstate Power & Light Company, 5.100%              | 1,440,000 | 35,553,600 |
| NextEra Energy Capital Holdings, Inc., 5.125% (Z)     | 250,000   | 5,417,500  |
| NextEra Energy Capital Holdings, Inc., 5.700% (Z)     | 320,000   | 7,740,800  |
| NSTAR Electric Company, 4.250% (Z)                    | 13,347    | 1,147,842  |
| NSTAR Electric Company, 4.780% (Z)                    | 100,000   | 9,765,630  |
| PPL Capital Funding, Inc., 5.900%                     | 1,345,000 | 31,903,400 |
| SCE Trust I, 5.625%                                   | 232,000   | 5,394,000  |
| SCE Trust II, 5.100%                                  | 1,245,000 | 26,705,250 |
| Union Electric Company, 3.700%                        | 12,262    | 1,092,468  |
| Virginia Electric & Power Company, 6.980%             | 45,500    | 4,562,799  |
| <b>Multi-Utilities 6.8%</b>                           |           |            |
| Baltimore Gas & Electric Company, Series 1993, 6.700% | 20,250    | 2,040,188  |
| Baltimore Gas & Electric Company, Series 1995, 6.990% | 134,000   | 13,517,250 |
| BGE Capital Trust II, 6.200% (Z)                      | 690,000   | 17,250,000 |
| DTE Energy Company, 5.250%                            | 245,000   | 5,796,700  |
| DTE Energy Company, 6.500% (Z)                        | 180,000   | 4,705,200  |
| Integrus Energy Group, Inc., 6.000%                   | 255,000   | 6,561,150  |

2

---

## Premium Dividend Fund

As of 7-31-14 (Unaudited)

|   | Shares | Value                |
|---|--------|----------------------|
| <b>Common Stocks 45.5% (29.9% of Total Investments)</b> |        | <b>\$333,755,945</b> |

(Cost \$234,652,055)

|                    |  |                   |
|--------------------|--|-------------------|
| <b>Energy 5.7%</b> |  | <b>41,652,990</b> |
|--------------------|--|-------------------|

---

### Oil, Gas & Consumable Fuels 5.7%

|                            |         |            |
|----------------------------|---------|------------|
| Chevron Corp. (Z)          | 60,000  | 7,754,400  |
| ConocoPhillips (Z)         | 150,000 | 12,375,000 |
| Royal Dutch Shell PLC, ADR | 33,000  | 2,700,390  |
| Spectra Energy Corp. (Z)   | 460,000 | 18,823,200 |

| <b>Telecommunication Services 4.1%</b>             |                  | <b>29,895,850</b>  |
|--|------------------|--------------------|
| <hr/>  |                  |                    |
| <b>Diversified Telecommunication Services 4.1%</b> |                  |                    |
| AT&T, Inc. (Z)                                     | 415,000          | 14,769,850         |
| Verizon Communications, Inc. (Z)                   | 300,000          | 15,126,000         |
| <b>Utilities 35.7%</b>                             |                  | <b>262,207,105</b> |
| <hr/>  |                  |                    |
| <b>Electric Utilities 16.1%</b>                    |                  |                    |
| American Electric Power Company, Inc. (Z)          | 200,000          | 10,398,000         |
| Duke Energy Corp. (Z)                              | 275,000          | 19,835,749         |
| FirstEnergy Corp. (Z)                              | 500,000          | 15,605,000         |
| Northeast Utilities                                | 550,000          | 24,145,000         |
| OGE Energy Corp.                                   | 330,000          | 11,863,500         |
| Pinnacle West Capital Corp.                        | 70,000           | 3,744,300          |
| PPL Corp.  | 220,000          | 7,257,800          |
| The Southern Company (Z)                           | 90,000           | 3,896,100          |
| UIL Holdings Corp. (Z)                             | 300,000          | 10,533,000         |
| Xcel Energy, Inc. (Z)                              | 347,000          | 10,687,600         |
| <b>Gas Utilities 1.6%</b>                          |                  |                    |
| AGL Resources, Inc. (Z)                            | 110,550          | 5,708,802          |
| Atmos Energy Corp. (Z)                             | 100,000          | 4,832,000          |
| ONE Gas, Inc.                                      | 34,639           | 1,247,004          |
| <b>Multi-Utilities 18.0%</b>                       |                  |                    |
| Alliant Energy Corp. (Z)                           | 400,000          | 22,600,000         |
| Black Hills Corp. (Z)                              | 190,000          | 10,014,900         |
| Dominion Resources, Inc. (Z)                       | 195,000          | 13,189,800         |
| DTE Energy Company (Z)                             | 250,000          | 18,455,000         |
| Integrus Energy Group, Inc. (Z)                    | 215,000          | 14,095,400         |
| National Grid PLC, ADR                             | 210,000          | 15,075,900         |
| NiSource, Inc.                                     | 445,000          | 16,767,600         |
| Public Service Enterprise Group, Inc.              | 40,000           | 1,406,800          |
| TECO Energy, Inc.                                  | 725,000          | 12,658,500         |
| Vectren Corp. (Z)                                  | 215,000          | 8,189,350          |
|  | <b>Par value</b> | <b>Value</b>       |

|  |                    |
|--|--------------------|
| <b>Short-Term Investments 0.8% (0.5% of Total Investments)</b> | <b>\$5,764,000</b> |
|--|--------------------|

---

(Cost \$5,764,000)

|                                  |                  |
|----------------------------------|------------------|
| <b>Repurchase Agreement 0.8%</b> | <b>5,764,000</b> |
|----------------------------------|------------------|

---

|   |             |           |
|---|-------------|-----------|
| Repurchase Agreement with State Street Corp. dated 7-31-14 at 0.000% to be repurchased at \$5,764,000 on 8-1-14, collateralized by \$5,905,000 Federal Home Loan Mortgage Corp., 1.100% due 10-5-17 (valued at \$5,882,856, including interest) | \$5,764,000 | 5,764,000 |
|---|-------------|-----------|

3

## Premium Dividend Fund

As of 7-31-14 (Unaudited)

|   |                        |
|---|------------------------|
| <b>Total investments (Cost \$1,001,387,998)† 152.1%</b> | <b>\$1,115,247,354</b> |
|---|------------------------|

---

|  |                        |
|--|------------------------|
| <b>Other assets and liabilities, net (52.1%)</b> | <b>(\$382,189,887)</b> |
|--|------------------------|

---

|                                |                      |
|--------------------------------|----------------------|
| <b>Total net assets 100.0%</b> | <b>\$733,057,467</b> |
|--------------------------------|----------------------|

---

The percentage shown for each investment category is the total value of the category as a percentage of the net assets of the fund.

ADR American Depositary Receipts

CMT Constant Maturity Treasury

LIBOR London Interbank Offered Rate

(I) Non-income producing security.

(S) These securities are exempt from registration under Rule 144A of the Securities Act of 1933. Such securities may be resold, normally to qualified institutional buyers, in transactions exempt from registration. Rule 144A securities amounted to \$20,182,500 or 2.8% of the fund's net assets as of 7-31-14.

(Z) All or a portion of this security is pledged as collateral pursuant to the Credit Facility Agreement. Total collateral value at 7-31-14 was \$540,450,268.

† At 7-31-14, the aggregate cost of investment securities for federal income tax purposes was \$1,003,653,628. Net unrealized appreciation aggregated \$111,593,726, of which \$135,177,143 related to appreciated investment securities and \$23,583,417 related to depreciated investment securities.

## Premium Dividend Fund

### As of 7-31-14 (Unaudited)

#### Notes to Portfolio of 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. 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. Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rates supplied by an independent pricing vendor. Securities that trade only in the over-the-counter (OTC) market are valued using bid prices. Other portfolio 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 July 31, 2014, by major security category or type:

|                               | <b>Total Market</b> |                       | <b>Level 2</b>     | <b>Level 3</b>      |
|-------------------------------|---------------------|-----------------------|--------------------|---------------------|
|                               | <b>Value at</b>     | <b>Level 1 Quoted</b> | <b>Significant</b> | <b>Significant</b>  |
|                               | <b>7-31-14</b>      | <b>Price</b>          | <b>Observable</b>  | <b>Unobservable</b> |
|                               |                     |                       | <b>Inputs</b>      | <b>Inputs</b>       |
| <b>Preferred Securities</b>   |                     |                       |                    |                     |
| Consumer Staples              | \$20,182,500        | —                     | \$20,182,500       | —                   |
| Financials                    | 429,339,626         | \$429,339,626         | —                  | —                   |
| Industrials                   | 3,316,950           | 3,316,950             | —                  | —                   |
| Telecommunication Services    | 49,267,600          | 47,407,560            | 1,860,040          | —                   |
| Utilities                     | 273,620,733         | 212,746,432           | 60,874,301         | —                   |
| <b>Common Stocks</b>          | 333,755,945         | 333,755,945           | —                  | —                   |
| <b>Short-Term Investments</b> | 5,764,000           | —                     | 5,764,000          | —                   |



|  |                        |                        |                      |   |
|--|------------------------|------------------------|----------------------|---|
| <b>Total Investments in Securities</b> | <b>\$1,115,247,354</b> | <b>\$1,026,566,513</b> | <b>\$88,680,841</b>  | — |
| <b>Other Financial Instruments:</b>    |                        |                        |                      |   |
| <b>Futures</b>                         | <b>\$336,254</b>       | <b>\$336,254</b>       | —                    | — |
| <b>Interest Rate Swaps</b>             | <b>(\$1,049,290)</b>   | —                      | <b>(\$1,049,290)</b> | — |

**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.

**Futures.** A futures contract is a contractual agreement to buy or sell a particular currency or financial instrument at a predetermined 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 fund to the risk of loss up to the notional value of the futures contracts. Use of short futures contracts subjects the fund to unlimited risk of loss.

5

## Premium Dividend Fund

### As of 7-31-14 (Unaudited)

During the period ended July 31, 2014, the fund used futures contracts to manage against anticipated interest rate changes. The following table summarizes the contracts held at July 31, 2014.

| <b>Open Contracts</b>      | <b>Number<br/>of<br/>Contracts</b> | <b>Position</b> | <b>Expiration<br/>Date</b> | <b>Notional<br/>Basis</b> | <b>Notional<br/>Value</b> | <b>Unrealized<br/>Appreciation<br/>(Depreciation)</b> |
|----------------------------|------------------------------------|-----------------|----------------------------|---------------------------|---------------------------|---|
| 10-Year U.S. Treasury Note |                                    |                 |                            |                           |                           |   |
| Futures                    | 860                                | Short           | Sep 2014                   | (\$107,503,316)           | (\$107,164,062)           | \$336,254   |

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

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-Q

swap.

During the period ended July 31, 2014, 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 July 31, 2014.

| Counterparty                    | Notional Amount | Currency | USD                | Payments      | Payments         | Maturity Date | Unrealized                  | Market Value         |
|---------------------------------|-----------------|----------|--------------------|---------------|------------------|---------------|-----------------------------|----------------------|
|                                 |                 |          | Notional Amount    | Made by Fund  | Received by Fund |               | Appreciation (Depreciation) |                      |
| Morgan Stanley Capital Services | 82,000,000      | USD      | 82,000,000         | Fixed 1.4625% | 3 Month LIBOR    | Aug 2016      | (\$1,725,823)               | (\$1,725,823)        |
| Morgan Stanley Capital Services | 82,000,000      | USD      | 82,000,000         | Fixed 0.8750% | 3 Month LIBOR    | Jul 2017      | 676,533                     | 676,533              |
|                                 |                 |          | <b>164,000,000</b> |               |                  |               | <b>(\$1,049,290)</b>        | <b>(\$1,049,290)</b> |

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

6

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.

(b) 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.

SIGNATURES

Edgar Filing: JOHN HANCOCK PREMIUM DIVIDEND FUND - Form N-Q

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 Premium Dividend Fund

By: /s/ Andrew Arnott

\_\_\_\_\_  
Andrew Arnott  
President

Date: September 23, 2014

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 dates indicated.

By: /s/ Andrew Arnott

\_\_\_\_\_  
Andrew Arnott  
President

Date: September 23, 2014

By: /s/ Charles A. Rizzo

\_\_\_\_\_  
Charles A. Rizzo  
Chief Financial Officer

Date: September 23, 2014