VALONE JAMES W

Form 3 May 25, 2011

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

VALONE JAMES W

(Last)

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

05/25/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

John Hancock Hedged Equity & Income Fund [HEQ]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

6. Individual or Joint/Group

Filed(Month/Day/Year)

280 CONGRESS STREET

Director _X__ Officer

10% Owner Other

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

(give title below) (specify below) Form filed by More than One officer of investment adviser Reporting Person

BOSTON, MAÂ 02210

(City) 1. Title of Security

(Instr. 4)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned (Instr. 4)

(Check all applicable)

Ownership Form:

(Instr. 5)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date Exercisable Date

2. Date Exercisable and

Title

(Instr. 4)

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect (I)

(Instr. 5)

1

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VALONE JAMES W 280 CONGRESS STREET BOSTON, MAÂ 02210

 \hat{A} \hat{A} officer of investment adviser \hat{A}

Signatures

John E. Bruno -Attorney-in-Fact 05/25/2011

**Signature of Reporting Person Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2