



## ANNUAL MEETING OF MANULIFE FINANCIAL CORPORATION (MFC) AND THE MANUFACTURERS LIFE INSURANCE COMPANY (MLI)

Thursday, May 9, 2024, at 11:00 AM (Eastern time)

### AGENDA

1. Chair's welcome and remarks
  2. CEO's remarks
  3. Calling the meeting to order
  4. Notice of meeting and confirmation of quorum
  5. Annual financial statements & auditors' reports
  6. Information for participating policyholders
  7. Election of directors
  8. Appointment of auditors
  9. Advisory resolution on our approach to executive compensation
  10. Voting results
  11. Conclusion of meeting
  12. Question & answer period
- Welcome to the annual meeting of common shareholders of MFC and policyholders and the shareholder of MLI (the "Meeting"). By attending the Meeting, each person agrees to follow the rules of conduct set out below.
1. No large bags are permitted in the Meeting room. Attendees carrying large bags exceeding 16.5 cm x 11.5 cm (6.5" x 4.5") size, will be required to check their bag upon arrival. We reserve the right to inspect all bags regardless of size.
  2. No food or drink will be permitted in the Meeting room.
  3. No offensive or disruptive items will be permitted in the Meeting room.
  4. A recording of the Meeting will be available online following the meeting. No other recording of the Meeting is permitted.
  5. The Chair is responsible for ensuring the proper conduct of the business of the Meeting. The Chair has the authority to amend or supplement these rules of conduct and to rule on all procedural matters including the appropriateness of all matters or questions raised and to rule out of order any matters or questions that (a) are not relevant to the business of the Meeting; (b) concern an issue before a court; (c) are defamatory; (d) repeat a question or discussion that has already been addressed during the Meeting; or (e) relate to personal grievances.
  6. The Chair also has the authority to control the amount of time spent on each question and to group, summarize and address at the same time any questions on the same topic or theme.
  7. Only shareholders, policyholders and duly appointed proxyholders who have taken steps necessary to register for the meeting will be able to vote or ask questions during the Meeting. Please refer to the directions starting on page 6 of the Management Information Circular for more information.
  8. Shareholders may only vote on shareholder items and policyholders on policyholder items. If you have voted by proxy in advance of the Meeting you do not need to vote during the Meeting.
  9. Questions may be asked (a) in-person at the Meeting using the designated microphones (b) via webcast by selecting the messaging tab and typing the question in the chat box (c) via phone by selecting the messaging tab on the webcast and typing your phone number and the nature of your question in the chat box (an operator will call you back to place you in queue to ask a question during the meeting).
  10. Questions during the formal business of the meeting should relate to the matter being discussed. Questions of a general nature that are of interest to all shareholders and policyholders will be dealt with during the Q&A session following the conclusion of the formal business of the meeting.
  11. In the interest of giving sufficient time to respond to the questions of others, registered shareholders, policyholders and duly appointed proxyholders may ask only one question at a time and may not exceed three (3) minutes when asking questions verbally.
  12. In fairness to other shareholders and policyholders, we ask that you not submit personal or offensive questions. If your question relates to a personal matter and you are in the room, please hold your question and approach one of our volunteers at the back who will direct you to an onsite management representative. If you have joined us via the webcast, please indicate in the text box that you would like someone to contact you and provide your contact information. We will not be addressing questions of a personal nature during the meeting. If your question is offensive, we will not address your question.
  13. We will do our best to answer all questions. If we are unable to answer your question live, we will contact you after the Meeting.

For more information on how to attend and participate in the Meeting please visit [www.manulife.com/annualmeeting](http://www.manulife.com/annualmeeting).