

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

31/01/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Manulife Financial Corporation

Date Submitted 03/02/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 00945 Description : Common Shares

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|-----------------------------|--|---|
| Balance at close of preceding month | <u>Unlimited</u> | <u>No par value</u> | <u>Unlimited</u> |
| Increase/(decrease) | <u> </u> | <u> </u> | <u> </u> |
| Balance at close of the month | <u> </u> | <u> </u> | <u> </u> |

(2) Stock code : Description :

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|-----------------------------|--|---|
| Balance at close of preceding month | <u> </u> | <u> </u> | <u> </u> |
| Increase/(decrease) | <u> </u> | <u> </u> | <u> </u> |
| Balance at close of the month | <u> </u> | <u> </u> | <u> </u> |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------|--------------------------|---|
| Stock code : | <u>N/A</u> | Description : | <u>Preference Shares</u> |
| | | No. of preference shares | Par value (State currency) |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Class 1 | 120,000,000 | No par value | Unlimited |
| Class A | 26,000,000 | No par value | Unlimited |
| Class B | <u>0</u> | No par value | Unlimited |
| Increase/ (decrease) | <u>0</u> | No par value | Unlimited |
| Balance at close of the month | <u>146,000,000</u> | No par value | Unlimited |

3. Other Classes of Shares

| | | | |
|-------------------------------------|---------|--------------------------------|---|
| Stock code : | <u></u> | Description : | <u></u> |
| | | No. of other classes of shares | Par value (State currency) |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | <u></u> | <u></u> | <u></u> |
| Balance at close of the month | <u></u> | <u></u> | <u></u> |

Total authorised share capital at the end of the month (State currency) :

N/A

II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|---------------------------------------|-------------------------------|---------|-------------------------|--------------------------------|
| Balance at close of preceding month | <u>1,975,454,900</u> | <u></u> | <u>146,000,000</u> | <u></u> |
| Increase/ (decrease) during the month | <u>220,218</u> | <u></u> | <u>0</u> | <u></u> |
| Balance at close of the month | <u>1,975,675,118</u> | <u></u> | <u>146,000,000</u> | <u></u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|-----------|----------------------------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| <u>1. Executive Stock Option Plan</u> | | | | | | |
| <u>(04/05/2000)</u> | | | | | | |
| <u>Common Shares</u> | 0 | 220,218 | 88,302 | 0 | 220,218 | 29,196,246 |
| <i>(Note 1)</i> | | | | | | |
| <u>2. 1999 Long Term Stock Incentive Plan</u> | | | | | | |
| <u>(14/05/2001)</u> | | | | | | |
| <u>Common Shares</u> | | | | | | 0 |
| <i>(Note 1)</i> | | | | | | |
| <u>3.</u> | | | | | | |
| <u>(/ /)</u> | | | | | | |
| <u>shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| | | | Total A. (Ordinary shares) | | 220,218 | |
| | | | (Preference shares) | | | |
| | | | (Other class) | | | |
| Total funds raised during the month from exercise of options (State currency) | | | | | | Cdn. \$3,517,803 |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---------------------------------|--|----------------------------------|---|---|---|
| 1. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 4. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total B. (Ordinary shares) <u>0</u> (Preference shares) _____ (Other class) _____ | | | | | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------------|--|---|
| 1. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 2. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 3. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 4. _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| | | | | Total C. (Ordinary shares) _____ 0 | | |
| | | | | (Preference shares) _____ | | |
| | | | | (Other class) _____ | | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--|---|
| 1. Stock Plan for Non-Employee Directors Deferred Share Units settled in Common Shares (04/05/2000) shares (Note 1) | 0 | 0 |
| 2. Executive Stock Option Plan Deferred Share Units settled in Common Shares (04/05/2000) shares (Note 1) | 0 | 0 |
| 3. Dividend Reinvestment and Share Purchase Plan Dividends reinvested in Common Shares and Common Share purchases (07/05/ 2009) shares (Note 1) | 0 | 0 |
| Total D. (Ordinary shares) (Preference shares) (Other class) | 0 | 0 |

Other Movements in Issued Share Capital

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------|--------------|---------------------------------|---|--|---|
| 1. | Rights issue | At price : State currency _____ | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 2. | Open offer | At price : State currency _____ | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 3. | Placing | At price : State currency _____ | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 4. | Bonus issue | | Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------|----------------------|---------------------------------|--|--|---|
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 6. | Repurchase of shares | | Class of shares repurchased (<i>Note 1</i>) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 7. | Redemption of shares | | Class of shares redeemed (<i>Note 1</i>) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |

| Type of Issue | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|--|--|---|
| 9. Capital reorganisation | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 10. Other (Please specify) | At price : State currency _____ Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| | | Total E. (Ordinary shares) | _____ |
| | | (Preference shares) | _____ |
| | | (Other class) | _____ |

| | | |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 220,218 |
| | (2) | _____ |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | 0 |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | _____ |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

