

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2011

To : Hong Kong Exchanges and Clearing Limited

Name of IssuerManulife Financial CorporationDate Submitted06/01/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00945</u> Descrip	ption : <u>Common</u>	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	Unlimited	No par value	Unlimited
Increase/(decrease)			
Balance at close of the month			
(2) Stock code :Descrip	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			

# 2. Preference Shares

Stock code : <u>N/A</u> Descr	iption : <u>Preferenc</u>	e Shares	
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month Class 1	22,000,000	No par value No par	Unlimited
Class A	58,000,000	No par value No par	Unlimited
Class B	0	No par value	Unlimited
Increase Class 1 Preferred Shares	8,000,000		
Balance at close of the month	88,000,000	No par value	Unlimited

## 3. Other Classes of Shares

*currency*) :

Stock code :Descr	iption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
Total authorised share capital at the end	d of the month (State	N/A	

### II. Movements in Issued Share Capital

	No. of ordinar	y shares	No of preference	No. of other classes
	Common Shares	(2)	shares	of shares
Balance at close of preceding month	1,793,638,752		80,000,000	
Increase/ (decrease) during the month	7,474,304		8,000,000	
Balance at close of the month	1,801,113,056		88,000,000	

### 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		Movement dur	,	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		
class of shares issuable	Granted	Exercised	Cancelled	Lapsed			
1. Executive Stock Option Plan							
(04/05/2000) Common Shares (Note 1)	0	0	81,092	538,875	0	35,077,766	
2. 1999 Long Term Stock Incentive Plan							
(14/05/2001) Common Shares (Note 1)						0	
3. Director Equity Incentive Plan							
(30/04/2002) Common Shares						54,000	

(Note 1)		For Main Board and GEM listed issuers
Total	A. (Ordinary shares) (Preference shares)	0
Total funds raised during the month from exercise of options (State currency)	(Other class) Cdn. \$0	

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
<u>1.</u>						
( / / ) 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)		)				
4.						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Total	(Prefere	nary shares) 0 ence shares) Other class)		

shares of   shares     issuer issued   issuer     discription   currency of Amount at close   Converted     Amount at   amount   of preceding   during the   close of the   month     1.	For Main Board and GEM listed issuers					
Stock code (if listed)	No. of newNo. of newshares ofshares ofissuer issuedissuer whichduring themay be issuedmonthpursuantpursuantthereto as atconvertedAmount attheretoclose of theuring theclose of the	Converted during the	Amount at close of preceding	Currency of amount	Class and description	
Class of shares     issuable (Note 1)     Subscription price     EGM approval date     (if applicable)     (d/mm/yyyy))     (1 / / )     2.					<u> </u>	
Class of shares     issuable (Note 1)     Subscription price     EGM approval date     (if applicable)     (d/mm/yyyy))     (1 / / )     2.						
Class of shares     issuable (Note 1)     Subscription price     EGM approval date     (if applicable)     (d/mm/yyyy))     (1 / / )     2.						
(if applicable) (dd/mm/yyyy))   ( / / )     2.					Class of shares issuable (Note 1) Subscription price	
Stock code (if listed)				( / / )	(if applicable) (dd/mm/yyyy))	
Class of shares     issuable (Note 1)     Subscription price     EGM approval date     (if applicable)     (dd/mm/yyyy)     3.					<u></u>	
EGM approval date     (if applicable)     (dd/mm/yyyy)     3.			·		Class of shares issuable (Note 1)	
3. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)				( / / )	EGM approval date (if applicable)	
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
Subscription price   EGM approval date   (if applicable)					Class of shares	
(if applicable)					Subscription price	
(dd/mm/yyyy) ( / / ) <u>4.</u>				( / / )	(dd/mm/yyyy)	
Stock code (if listed)				<u> </u>	Stock code (if listed)	
Class of shares issuable (Note 1) Subscription price					Class of shares issuable (Note 1)	
EGM approval date (if applicable) (dd/mm/yyyy) ( / / )				( / / )	EGM approval date (if applicable)	
Total C. (Ordinary shares) 0 (Preference shares) (Other class)	(Preference shares)	(Prefere				

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Ful if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, 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	0	0
	04/05/2000)		
	shares (Note 1)		
2.	Executive Stock Option Plan		
	Deferred Share Units settled in Common Shares	121,470	0
	(04/05/2000)		
	shares (Note 1)		
3.	Dividend Reinvestment and Share Purchase Plan		
	Dividends reinvested in Common Shares and Common Share	7,351,464	0
	purchases as of December 19, 2011.		
	(07/05/2009)		
.	shares (Note 1)		
.	Total D. (Ordinary shares)	7,472,934	0
	(Preference shares)		
	(Other class)		

01		Issued Share Capital					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
	Type of Issue							
			Class of shares issuable (Note 1)					
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( )	/ /	)		
			EGM approval date: (dd/mm/yyyy)	( )	/ /	)		
			Class of shares issuable					
		St. t.	(Note 1)	(	/ /	)		
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)		/ /			
			EGM approval date: (dd/mm/yyyy)	( )	/ /	)		
			Class of shares issuable					
		<b>2</b>	(Note 1)	(		`		
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( )	/ /	)		
			EGM approval date: (dd/mm/yyyy)	( )	/ /	)		
<u></u>								
			Class of shares issuable (Note 1)					
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( )	/ /	)		
			EGM approval date: (dd/mm/yyyy)	( )	/ /	)		

Other Movements in Issued Share Capital

		I	For	Mair	<u>n Boar</u>	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue						
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)	(	/ /	)		
		Class of shares repurchased (Note 1)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)			)		
		Class of shares redeemed (Note 1)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(	/ /	)		
		EGM approval date: (dd/mm/yyyy)	(	/ /	)		
		Class of shares issuable (Note 1)	_				
8.	Consideration issue At price : State	- Issue and allotment date : (dd/mm/yyyy)	(	/ /	)		
	currency	EGM approval date: (dd/mm/yyyy)	(	/ /	)		

_		For Main Boa	rd and GEM list	
	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
		Class of shares issuable(Note 1)		
9.	Capital reorganisation	Issue and allotment ( / / ) date : (dd/mm/yyyy)		
		EGM approval date: ( / / ) (dd/mm/yyyy)		
10.	Other 1,370 Common Shares were issued to policyholders to	Class of shares issuable Common (Note 1)		
	correct errors made in connection with the demutualization At price : State	Issue and allotment ( / / ) date : (dd/mm/yyyy)		
	of The currency Manufacturers Life Insurance Company and/or John Hancock Life Insurance Company	EGM approval date: ( / / ) (dd/mm/yyyy)		
	_		1,370	
		Total E. (Ordinary shar (Preference shar (Other cla	es) <u>1,370</u> es) ss)	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) (2)	7,474,304
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		8,000,000
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

Submitted by: David Kerr
AVP, Senior Counsel and Assistant Corporate Secretary     (Director, Secretary or other duly authorised officer)

*Notes* :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.