



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Manulife Financial Corporation

Date Submitted 13/06/2013

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|-------------------------------------|------------------|------------------------|--------------------------------------|---|
| (1) Stock code : | <u>00945</u> | Description : | <u>Common Shares</u> | |
| | | 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 : | <u></u> | Description : | <u></u> | |
| | | 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 (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | | | |
| Class 1 | 58,000,000 | No par value | Unlimited |
| Class A | 58,000,000 | No par value | Unlimited |
| Class B | 0 | No par value | Unlimited |
| Increase Class 1 Preferred Shares | 0 | | |
| Balance at close of the month | 116,000,000 | No par value | Unlimited |

3. Other Classes of Shares

| | | | |
|-------------------------------------|--------------------------------|--|---|
| Stock code : <u> </u> | | Description : <u> </u> | |
| | No. of other classes of 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> | | |
| 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 | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----------------------------|-------------------------|--------------------------------|
| | Common Shares | (2) | | |
| Balance at close of preceding month | <u>1,832,855,341</u> | <u> </u> | <u>116,000,000</u> | <u> </u> |
| Increase/ (decrease) during the month | <u>40,137</u> | <u> </u> | <u>0</u> | <u> </u> |
| Balance at close of the month | <u>1,832,895,478</u> | <u> </u> | <u>116,000,000</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 | | |
| 1. Executive Stock Option Plan | | | | | | |
| | | | | | | |
| | | | | | | |
| (04/05/2000) | | | | | | |
| Common Shares | <u>0</u> | <u>0</u> | <u>619,650</u> | <u>0</u> | <u>0</u> | <u>34,101,120</u> |
| (Note 1) | | | | | | |
| 2. 1999 Long Term Stock Incentive Plan | | | | | | |
| | | | | | | |
| | | | | | | |
| (14/05/2001) | | | | | | |
| Common Shares | <u> </u> | <u> </u> | <u> </u> | <u> </u> | <u> </u> | <u>0</u> |
| (Note 1) | | | | | | |
| 3. Director Equity Incentive Plan | | | | | | |
| | | | | | | |
| | | | | | | |
| (30/04/2002) | | | | | | |
| Common Shares | <u> </u> | <u> </u> | <u> </u> | <u>0</u> | <u>0</u> | <u>0</u> |

(Note 1)

| | |
|----------------------------|-----------------------------|
| Total A. (Ordinary shares) | <u>0</u> |
| (Preference shares) | <u>0</u> |
| (Other class) | <u> </u> |

Total funds raised during the month from exercise of options (State currency)

Cdn. \$0

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 (<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 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 (<i>Note 1</i>) | 26,896 | 0 |
| 2. Executive Stock Option Plan Deferred Share Units settled in Common Shares _____ _____ _____ (04/05/2000) _____ shares (<i>Note 1</i>) | 13,241 | 0 |
| 3. Dividend Reinvestment and Share Purchase Plan Dividends reinvested in Common Shares and Common Share purchases _____ _____ _____ (07/05/2009) _____ shares (<i>Note 1</i>) | 0 | 0 |
| _____ _____ Total D. (Ordinary shares) _____ (Preference shares) _____ (Other class) | 40,137 | 0 |

Other Movements in Issued Share Capital

| Other Movements in 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 | | | | | |
| 1. | Rights 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) | (/ /) | (/ /) |
| | | | | _____ | _____ |
| 2. | Open offer | 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) | (/ /) | (/ /) |
| | | | | _____ | _____ |
| 3. | Placing | 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) | (/ /) | (/ /) |
| | | | | _____ | _____ |
| 4. | Bonus issue | | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) | (/ /) |
| | | | | _____ | _____ |

For Main Board and GEM listed issuers

| | | | 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 | | | | |
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |

For Main Board and GEM listed issuers

| 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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 10. Other | Class of shares issuable Common <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| At price : State currency _____ | | | |
| | | Total E. (Ordinary shares) 0 _____ | |
| | | (Preference shares) _____ | |
| | | (Other class) _____ | |

| | | | |
|---|-----|-------|--------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | _____ | 40,137 |
| | (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> | | | |

Remarks (if any):

Information in Section III (Details of Movements in Issued Share Capital) is revised.

Submitted by: Melody Chen

Title: AVP 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.*