



REVISED

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Manulife Financial Corporation

Date Submitted 03/05/2016

### 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>	No par value	<u>Unlimited</u>
Increase/(decrease)	_____		_____
Balance at close of the month	_____		_____
(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	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____		_____

## 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	<b>100,000,000</b>	<b>No par value</b>	<b>Unlimited</b>
Class A	<b>26,000,000</b>	<b>No par value</b>	<b>Unlimited</b>
Class B	<b>0</b>	<b>No par value</b>	<b>Unlimited</b>
Increase/ (decrease)			
Class 1 Preferred Shares	<b>1,000,000</b>	<b>No par value</b>	<b>Unlimited</b>
Balance at close of the month	<b>127,000,000</b>	<b>No par value</b>	<b>Unlimited</b>

## 3. Other Classes of Shares

Stock code : _____ Description : _____			
	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	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

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

**N/A**



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. <u>Stock Plan for Non-Employee Directors</u> <u>Deferred Share Units settled in Common Shares</u>  <u>(04/05/2000)</u> <u>shares (Note 1)</u>	0	0
2. <u>Executive Stock Option Plan</u> <u>Deferred Share Units settled in Common Shares</u>  <u>(04/05/2000)</u> <u>shares (Note 1)</u>	0	0
3. <u>Dividend Reinvestment and Share Purchase Plan</u> <u>Dividends reinvested in Common Shares and Common Share purchases</u>  <u>(07/05/2009)</u> <u>shares (Note 1)</u>	0	0
 <u>Total D. (Ordinary shares)</u> <u>(Preference shares)</u> <u>(Other class)</u>	0	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 _____ (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)	( / / )	

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
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) ( / / )	_____



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					
9. Capital reorganisation			Class of shares issuable (Note 1)	_____	
			Issue and allotment date : (dd/mm/yyyy)	( / / )	
			EGM approval date: (dd/mm/yyyy)	( / / )	
10. Other	At price:	State currency	Class of shares issuable (Note 1)	<i>Class 1 Preferred Shares</i>	
			Issue and allotment date : (dd/mm/yyyy)	( / / ) (03/03/2016)	
			EGM approval date: (dd/mm/yyyy)	( / / )	
		<u>Cdn. \$25.00/ Share</u>			<u>1,000,000</u>
Total E.				(Ordinary shares)	<u>0</u>
				(Preference shares)	<u>1,000,000</u>
				(Other class)	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>211,057</u>
	(2)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>1,000,000</u>
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):

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Submitted by: Kay Song

Title: Assistant Corporate Secretary  
(Director, Secretary or other duly authorised officer)

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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.*