



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/07/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Manulife Financial Corporation  
 Date Submitted 06/08/2012

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 00945 Description : Common Shares

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>Unlimited</u>	<u>No par value</u>	<u>Unlimited</u>
Increase/(decrease)	<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 (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>
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		<b>50,000,000</b>	<b>No par value</b>	<b>Unlimited</b>
Class A		<b>58,000,000</b>	<b>No par value</b>	<b>Unlimited</b>
Class B		<b>0</b>	<b>No par value</b>	<b>Unlimited</b>
Increase Class 1 Preferred Shares		_____		_____
Balance at close of the month		<b>108,000,000</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**

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## 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>1,814,695,003</u>		<u>108,000,000</u>	
Increase/ (decrease) during the month	<u>0</u>		<u>0</u>	
Balance at close of the month	<u>1,814,695,003</u>		<u>108,000,000</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>1,800</u>	<u>41,965</u>	<u>0</u>	<u>34,265,211</u>
(Note 1)						
2. 1999 Long Term Stock Incentive Plan						
(14/05/2001)						
Common Shares						<u>0</u>
(Note 1)						
3. Director Equity Incentive Plan						
(30/04/2002)						
Common Shares				<u>54,000</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> )	0	0
2. Executive Stock Option Plan Deferred Share Units settled in Common Shares _____ _____ (04/05/2000) _____ shares ( <i>Note 1</i> )	0	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)	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 _____ <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)	( / / )	( / / )
				_____	_____



			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 _____ <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

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)	_____	0
	(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):

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Submitted by: David Kerr

Title: AVP, Senior Counsel and 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.*