

**MANULIFE FINANCIAL CORPORATION (the “Company”) – Report of Voting Results of Matters Submitted to a Vote of Common Shareholders at the Annual Meeting of the Company held May 2, 2013 (the “Meeting”)**

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The following matters were put to vote at the Meeting, and pursuant to National Instrument 51-102, the voting results were as follows:

**1. Election of Directors**

A ballot was conducted for the resolution to elect directors of the Company until the next Annual Meeting.

The following nominees were elected as directors:

<b>NAME OF NOMINEE</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>%</b>
Joseph P. Caron	897,927,969	95.96%	37,799,431	4.04%
John M. Cassaday	813,579,709	86.95%	122,134,440	13.05%
Susan F. Dabarno	930,032,868	99.39%	5,689,696	0.61%
Richard B. DeWolfe	867,951,989	92.76%	67,766,776	7.24%
Sheila S. Fraser	929,454,867	99.33%	6,278,691	0.67%
Donald A. Guloien.	875,348,525	93.55%	60,383,346	6.45%
Scott M. Hand	779,003,857	83.25%	156,726,509	16.75%
Robert J. Harding	927,590,384	99.13%	8,133,310	0.87%
Luther S. Helms	875,694,315	93.58%	60,039,386	6.42%
Tsun-yan Hsieh	893,747,281	95.51%	41,974,025	4.49%
Donald R. Lindsay	928,342,895	99.21%	7,378,865	0.79%
Lorna R. Marsden	889,152,887	95.02%	46,579,289	4.98%
John R. V. Palmer	926,780,597	99.04%	8,941,377	0.96%
C. James Prieur	928,985,453	99.28%	6,736,447	0.72%
Andrea S. Rosen	929,681,286	99.35%	6,042,492	0.65%
Lesley D. Webster	929,322,618	99.32%	6,398,714	0.68%

2. **Appointment of Auditor**

A ballot was conducted for the resolution to appoint Ernst & Young LLP as auditor of the Company until the next Annual Meeting. Ernst & Young LLP were appointed.

<b>VOTES FOR</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>%</b>
971,369,573	99.11%	8,676,059	0.89%

3. **Advisory Resolution Accepting Approach to Executive Compensation**

A ballot was conducted for the Advisory Resolution accepting approach to Executive Compensation. The Advisory Resolution was approved.

<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>
787,817,852	84.21%	147,733,493	15.79%