



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Manulife Financial Corporation

Date Submitted 06/02/2014

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 00945 Description : Common Shares

	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 :  Description :

	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	<b>66,000,000</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	<b>0</b>		
Balance at close of the month	<b>124,000,000</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>1,848,210,523</u>		<u>124,000,000</u>	
Increase/ (decrease) during the month	<u>427,647</u>		<u>0</u>	
Balance at close of the month	<u>1,848,638,170</u>		<u>124,000,000</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	0	238,854	0	73,202	238,854	32,244,757
(Note 1)						
2. 1999 Long Term Stock Incentive Plan						
(14/05/2001)						
Common Shares						0
(Note 1)						
3. Director Equity Incentive Plan						
(30/04/2002)						
Common Shares				0	0	0

(Note 1)

Total A. (Ordinary shares)	<u>238,854</u>
(Preference shares)	<u>0</u>
(Other class)	<u>                    </u>

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

Cdn. \$4,133,263

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> Deferred Share Units settled in Common Shares  (04/05/2000) shares ( <i>Note 1</i> )	0	0
2. <u>Executive Stock Option Plan</u> Deferred Share Units settled in Common Shares  (04/05/2000) shares ( <i>Note 1</i> )	188,793	0
3. <u>Dividend Reinvestment and Share Purchase Plan</u> 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)	188,793	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 thereto as at close of the month
9. Capital reorganisation	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	_____	_____
10. Other	<p>Class of shares issuable Common (Note 1)</p> <p>At price : State currency _____</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	_____	_____
		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)	427,647
	(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: 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.*